

Company Registration No. 09793796 (England and Wales)

UK GREEN INVESTMENT GALLOPER LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021

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UK GREEN INVESTMENT GALLOPER LIMITED

COMPANY INFORMATION

Directors

Mr J Duffy
Mr P Stalley
Mr D Tilstone
Ms Fabienne Trevere(Appointed 9 March 2022)

Secretary

Vercity Management Services Limited
Mr D Tan

Company number

09793796

Registered office

8 White Oak Square
London Road
Swanley
Kent
BR8 7AG

Independent auditors

PricewaterhouseCoopers LLP
1 Embankment Place
London
WC2N 6RH

UK GREEN INVESTMENT GALLOPER LIMITED

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UK GREEN INVESTMENT GALLOPER LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2021

The directors present their annual report and audited financial statements for the year ended 31 March 2021.

Incorporation

The company was incorporated in England and Wales on 24 September 2015 as a private company limited by shares.

Principal activities

The principal activity of the company is to hold a strategic investment in a wind farm. The Company holds a 25% interest in Galloper Wind Farm Holding Company Limited ("GWF" or "the Associate").

The company is not expected to change its nature of operations. The company will continue as an investment holding company for the foreseeable future.

Results and dividends

The results for the year are set out on page 7. The Company's profit and total comprehensive income for the year amounts to £4,953,097 (2020: £18,503,605).

No dividends were declared or paid during the year (2020: nil).

The Directors do not recommend payment of a final dividend.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr J Duffy	
Mr T Kelly	(Resigned 9 March 2022)
Mr P Stalley	
Mrs E Eisenberg	(Resigned 17 February 2021)
Mr R Abel	(Resigned 22 June 2020)
Mr D Tilstone	
Ms Fabienne Trevere	(Appointed 9 March 2022)

Employees

The company had no employees during the year (2020: nil).

None of the directors have received remuneration during the year (2020: nil).

Directors' insurance

The Company purchased insurance to cover Directors' and Officers liability as permitted by applicable Law. There are no indemnity agreements for any Director.

Financial risk management

The principal financial risks and uncertainties that the company faces and how the company manages these risks are discussed in notes 15 and 16.

Independent auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to accept reappointment. The directors shall propose a resolution to reappoint them subsequent to approval of the financial statements.

UK GREEN INVESTMENT GALLOPER LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2021

Statement of directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006.

Under company law, directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable international accounting standards in conformity with the requirements of the Companies Act 2006 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

Directors' confirmations

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Going concern

The financial statements have been prepared on a going concern basis. In assessing whether the going concern assumption is appropriate, management has taken into account all available information about the future which is at least 12 months from the date of approval of the financial statements.

The management has considered the impact of COVID-19 on the Company, its operations and financial statements and concluded that there is no impact of COVID-19 on the Company's ability to continue as a going concern for the foreseeable future. The long-term nature of offshore wind assets contributed to overall resilience of this asset class to economic fluctuations. The Company's liquidity position and forecasted future cash flows are being reviewed by the management and presented to the Board quarterly. The assumptions in the cash flow forecast are updated regularly to account for the most recent macroeconomic and company's developments.

At the year end, the company had net current assets of £6,861,159 (2020: net current liabilities of £6,341,938).

UK GREEN INVESTMENT GALLOPER LIMITED

DIRECTORS' REPORT (CONTINUED)

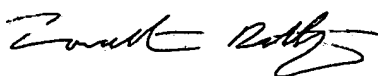
FOR THE YEAR ENDED 31 MARCH 2021

Small companies exemption

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

Advantage has been taken of the exemption under Section 414B of the Companies Act 2006 from the requirement to prepare a strategic report.

On behalf of the board



Mr J Duffy
Director

25 March 2022

Independent auditors' report to the members of UK Green Investment Galloper Limited

Report on the audit of the financial statements

Opinion

In our opinion, UK Green Investment Galloper Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with International accounting standards in conformity with the requirements of the Companies Act 2006; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the statement of financial position as at 31 March 2021; the statement of comprehensive income and the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

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

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

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

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the

other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

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

Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' report for the year ended 31 March 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

- gaining an understanding of the legal and regulatory framework applicable to the company and considering the risk of acts by the company which were contrary to applicable laws and regulations, including fraud;
- enquiry of management and those charged with governance around actual and potential litigation and claims and any instances of non-compliance with laws and regulations;
- reviewing minutes of meetings of those charged with governance;
- reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations; and
- auditing the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness, testing accounting estimates (because of the risk of management bias), and evaluating the business rationale of significant transactions outside the normal course of business.

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

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

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

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

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

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

Kevin McGhee

Kevin McGhee (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
25 March 2022

UK GREEN INVESTMENT GALLOPER LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2021

		2021	2020
	Note	£	£
Administrative expenses		(46,903)	(71,395)
Dividend income	7	5,000,000	18,575,000
		<hr/>	<hr/>
Operating profit	4	4,953,097	18,503,605
Income tax expense	8	-	-
		<hr/>	<hr/>
Profit and total comprehensive income for the year		4,953,097	18,503,605
		<hr/> <hr/>	<hr/> <hr/>

The Statement of Comprehensive Income has been prepared on the basis that all operations are continuing operations.

The Company did not have a bank account during the year and hence the Statement of Cash Flows has not been presented.

Notes on pages 10 to 18 form an integral part of these financial statements.

UK GREEN INVESTMENT GALLOPER LIMITED

STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2021

	Note	2021 £	2020 £
ASSETS			
Non-current assets			
Investments	9, 10	23,897,960	32,147,960
Total non-current assets		23,897,960	32,147,960
Current assets			
Trade and other receivables	11	7,090,832	9,750,000
Total current assets		7,090,832	9,750,000
Total assets		30,988,792	41,897,960
EQUITY			
Called up share capital	18	1	1
Retained earnings		30,759,118	25,806,021
Total equity		30,759,119	25,806,022
LIABILITIES			
Current liabilities			
Trade and other payables	12	229,673	182,770
Loans and borrowings	13	-	15,909,168
Total current liabilities		229,673	16,091,938
Total liabilities		229,673	16,091,938
Total equity and liabilities		30,988,792	41,897,960

Notes on pages 10 to 18 form an integral part of these financial statements.

The financial statements on pages 7 to 18 were approved by the board of directors and authorised for issue on 25 March 2022 and are signed on its behalf by:



Mr J Duffy
Director

Company Registration No. 09793796

UK GREEN INVESTMENT GALLOPER LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH 2021

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 April 2019	1	7,302,416	7,302,417
Profit and total comprehensive income for the year	-	18,503,605	18,503,605
Balance at 31 March 2020	1	25,806,021	25,806,022
Profit and total comprehensive income for the year	-	4,953,097	4,953,097
Balance at 31 March 2021	1	30,759,118	30,759,119

Notes on pages 10 to 18 form an integral part of these financial statements.

UK GREEN INVESTMENT GALLOPER LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

1 Accounting policies

Company information

UK Green Investment Galloper Limited is a private company limited by shares incorporated and domiciled in the United Kingdom and registered in England and Wales. The registered office is 8 White Oak Square, London Road, Swanley, Kent, BR8 7AG. The company's principal activities and nature of its operations are disclosed in the directors' report.

The immediate parent of the Company is Galloper Holdco Limited ("Galloper Holdco"), company number: 10492131, incorporated on 22 November 2016 in the United Kingdom, having its registered office at 8 White Oak Square, London Road, Swanley, BR8 7AG.

1.1 Accounting convention

The financial statements of the Company have been prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006 ('IFRS') and the applicable legal requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The preparation of the financial statements in compliance with international accounting standards in conformity with the requirement of the Companies Act requires the use of certain critical accounting estimates. It also requires Management to exercise judgement in applying the Company's accounting policies. The areas where significant judgements and estimates have been made in preparing the financial statements and their effect are disclosed in the accounting policies.

The Company has taken advantage of the exemption from applying the equity method to account for its investment in Associate given in International Accounting Standard (IAS) 28 section 17.

The Company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, UK Green Investment Rampion Limited.

1.2 Going concern

The financial statements have been prepared on a going concern basis. In assessing whether the going concern assumption is appropriate, management has taken into account all available information about the future which is at least 12 months from the date of approval of the financial statements.

The management has considered the impact of COVID-19 on the Company, its operations and financial statements and concluded that there is no impact of COVID-19 on the Company's ability to continue as a going concern for the foreseeable future. The long-term nature of offshore wind assets contributed to overall resilience of this asset class to economic fluctuations. Company's liquidity position and forecasted future cash flows are being reviewed by the management and presented to the Board quarterly. The assumptions in the cash flow forecast are updated regularly to account for the most recent macroeconomic and company's developments.

At the year end, the company had net current assets of £6,861,159 (2020: net current liabilities of £6,341,938).

1.3 Non-current investments

Interests in associates are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

UK GREEN INVESTMENT GALLOPER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2021

1 Accounting policies

(Continued)

1.4 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities. The company did not have a bank account during the period and all operating expenses were settled by the parent entity, therefore no Statement of Cash Flows has been presented.

1.5 Financial assets

Financial assets are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument. Financial assets are classified into specified categories, depending on the nature and purpose of the financial assets.

Financial assets held at amortised cost

Financial instruments are classified as financial assets measured at amortised cost where the objective is to hold these assets in order to collect contractual cash flows, and the contractual cash flows are solely payments of principal and interest. They arise principally from the provision of goods and services to customers (eg trade receivables). They are initially recognised at fair value plus transaction costs directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment where necessary.

Impairment of financial assets

Financial assets held at amortised cost are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

1.6 Financial liabilities

The Company recognises financial liabilities when the Company becomes a party to the contractual provisions of the instruments.

Financial liabilities at amortised cost

Trade and other payables are initially measured at fair value net of transaction costs directly attributable to the issuance of the financial liability. They are subsequently measured at amortised cost using the effective interest method. For the purposes of each financial liability, interest expense includes initial transaction costs and any premium payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the company's obligations are discharged, cancelled, or they expire.

1.7 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer payable at the discretion of the Company.

UK GREEN INVESTMENT GALLOPER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2021

1 Accounting policies

(Continued)

1.8 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the Statement of Comprehensive Income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the Statement of Comprehensive Income, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.9 Dividends

Dividend income is recognised when the right to receive payment is established. Dividend distributions to the company's shareholders are recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the company's shareholders.

2 Adoption of new and revised standards and changes in accounting policies

Certain new accounting standards and interpretations have been published that are not mandatory for 31 March 2021 reporting periods and have not been early adopted by the Company. These standards are not expected to have a material impact on the entity in the current or future reporting periods on foreseeable future transactions.

The following standards, interpretations and amendments to existing standards became effective on 1 January 2020 and have not had a material impact on the Company :

- Amendments to IFRS 9, IAS 39 and IFRS 7: Interest Rate Benchmark Reform (Phase 1), effective from 1 January 2020.

UK GREEN INVESTMENT GALLOPER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2021

3 Critical accounting estimates and judgements

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

Critical judgements

Impairment of investment

At each balance sheet date, management assesses whether there is any indication that the investment in the associate may be impaired. In assessing whether there is any indication that the investment in the associate may be impaired, management uses judgement and takes into account several external and internal sources of information. The directors have considered all relevant sources of information and concluded that there are no indicators that the investment in the associate may be impaired.

Critical estimates

Management do not consider there to be any material critical estimates.

4 Operating profit

	2021 £	2020 £
Operating profit for the year is stated after charging:		
Fees payable to the company's auditor for the audit of the company's financial statements	21,114	47,595
Tax compliance fees	3,600	7,200
Management service fees	22,189	13,795
	<u> </u>	<u> </u>

All costs are shown inclusive of VAT as the Company is not VAT registered.

5 Auditors' remuneration

	2021 £	2020 £
Fees payable to the company's auditors and their affiliates:		
For audit services		
Audit of the financial statements of the company	17,595	39,663
Audit of the financial statements of the company's associate	59,100	87,650
	<u> </u>	<u> </u>

6 Employees

The company had no employees during the year (2020: nil).

None of the directors have received remuneration during the year (2020: nil).

UK GREEN INVESTMENT GALLOPER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2021

7 Dividend Income

	2021	2020
	£	£
Dividend income	5,000,000	18,575,000

All dividend amounts were received from Galloper Wind Farm Holding Company Limited (the "associate").

8 Income tax expense

The charge for the year can be reconciled to the profit per the Statement of Comprehensive Income as follows:

	2021	2020
	£	£
Profit before taxation	4,953,097	18,503,605
Expected tax charge based on a corporation tax rate of 19.00% (2020: 19.00%)	941,088	3,515,685
Effect of expenses not deductible in determining taxable profit	8,912	13,565
Income not taxable	(950,000)	(3,529,250)
Taxation charge for the year	-	-
Unrecognised deferred tax:		
Losses	(22,476)	(13,565)
Closing	(22,476)	(13,565)

In the Spring Budget 2021, the Government announced that from 1 April 2023 the corporation tax rate will increase to 25%. As the proposal to increase the rate to 25% had not been substantively enacted at the balance sheet date, its effects are not included in these financial statements.

At 31 March 2021, the directors reviewed the probability that sufficient taxable profits would be available to allow a deferred tax asset to be recovered. As this was uncertain, a deferred tax asset was not recognised.

9 Associates

Details of the company's associate as at 31 March 2021 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held	
			Direct	Voting
Galloper Wind Farm Holding Company Limited	Windmill Hill Business Park, Whitehill Way, Swindon, Wiltshire, United Kingdom, SN5 6PB	Ordinary	25	25

UK GREEN INVESTMENT GALLOPER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

10 Investments

	Non-current 2021 £	2020 £
Investment in associate	23,897,960	32,147,960

Galloper Wind Farm Holding Company Limited (the "associate") is the strategic investment of the company. The principal activity is the operation of a wind farm (the "asset") based off the Suffolk coast in the United Kingdom. The movement for the associate during the financial year are as follows:

Movements in non-current investments

	Shares in group undertakings £
Cost or valuation	
At 1 April 2020	32,147,960
Capital reduction	(8,250,000)
At 31 March 2021	23,897,960
Carrying amount	
At 31 March 2021	23,897,960
At 31 March 2020	32,147,960

A special resolution was passed by Galloper Wind Farm Holding Company Limited on 14th July 2020 to reduce the share premium account of the Company resulting in a repayment to the holders of the ordinary share capital of the Company of £0.01 each, this is reflected in the capital reduction above.

11 Trade and other receivables

	2021 £	2020 £
Amount owed by parent undertaking	7,090,832	-
Amounts owed by fellow group undertakings	-	9,750,000
	7,090,832	9,750,000

UK GREEN INVESTMENT GALLOPER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

12 Trade and other payables

	2021 £	2020 £
Amounts owed to fellow group undertakings	198,281	153,778
Accruals	31,392	28,992
	<u>229,673</u>	<u>182,770</u>

13 Loans and borrowings

	2021 £	2020 £
Loans and borrowings held at amortised cost:		
Loans from parent undertaking	-	15,909,168

The company fully repaid the loan during the year.

14 Fair value of financial liabilities

The directors consider that the carrying amounts of financial liabilities carried at amortised cost in the financial statements approximate to their fair values.

15 Financial instruments

	2021 £	2020 £
Carrying amount of financial assets		
Debt instruments measured at amortised cost	<u>7,090,832</u>	<u>9,750,000</u>
Carrying amount of financial liabilities		
Measured at amortised cost		
- Loans and borrowings	-	15,909,168
- Trade and other payables	<u>229,673</u>	<u>182,770</u>

UK GREEN INVESTMENT GALLOPER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2021

15 Financial instruments

(Continued)

The company is exposed through its operations to the following risk:

- Liquidity risk

The company is exposed to risks that arise from its use of financial instruments. This and the following notes describe the company's objectives, policies and processes for managing those risks and the methods used to measure them.

There have been no substantive changes during the year in the company's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from the previous periods.

The company's objective in managing risk is the creation and protection of shareholder value. Risk is inherent in the company's activities, but it is managed through a process of ongoing identification, measurement and monitoring, subject to risks limits and other controls. The process of risk management is critical to achieving the company's objectives.

The company's senior management oversees the management of these risks. Management reviews and agrees policies for managing each of these risks, which are summarised in the following notes.

16 Liquidity risk

The following table details the remaining contractual maturity for the company's financial liabilities with agreed repayment periods. The contractual maturity is based on the earliest date on which the company may be required to pay.

	Less than 1 year £
At 31 March 2020	
Trade and other payables	28,992
	<u> </u>
At 31 March 2021	
Trade and other payables	31,392
	<u> </u>

Liquidity risk is defined as the risk the company will encounter difficulties in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Exposure to liquidity risk arises because of the possibility that the company could be required to pay its liabilities earlier than expected. In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the company uses short term finance through intercompany borrowing.

From the current performance of the company, there is no indication for the next 12 months that the Company will face any significant liquidity risk. Also, refer to note 1.2 for it's going concern assessment.

UK GREEN INVESTMENT GALLOPER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

17 Capital risk management

The capital of the company is represented by the Equity. The company's objective when managing the capital is to safeguard the ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain a strong capital base to support the development of the investment activities of the company. The directors monitor and review the broad structure of the company's capital on an on-going basis.

18 Called up share capital

	2021 Number	2020 Number	2021 £	2020 £
Ordinary share capital Issued and fully paid				
Ordinary share capital of £1 each	1	1	1	1
	==	==	==	==

The Company has only issued ordinary shares as at the reporting date.

There is no share premium in the Company as at the reporting date.

No share capital was issued in the year (2020: nil).

19 Related party transactions

During the year, the company received dividends of £5,000,000 (2020: £18,575,000) from Galloper Wind Farm Holding Company Limited, an Associate. The Company also received a capital reduction £8,250,000 (2020: £11,000,000) from Galloper Wind Farm Holding Company Limited in relation to a reduction in the share premium account.

At 31 March 2021, the company was owed an amount of £7,090,832 by Galloper Holdco Limited (2020: £15,909,168 owed to Galloper Holdco Limited). The company also owed an amount of £198,281 (2020: £153,778) to OSW Co Holdings 2 for invoices paid on behalf of the Company.

At 31 March 2020, an amount of £9,750,000 was owed by the associate to the company which was fully repaid in the year, leaving no balance due at 31 March 2021.

20 Controlling party

As at 31 March 2021, the company's immediate parent undertaking was Galloper Holdco Limited, a company incorporated and domiciled in the United Kingdom and registered in England and Wales, and its ultimate parent company and ultimate controlling party was UK Green Investment Rampion Limited, a company incorporated and domiciled in the United Kingdom and registered in England and Wales.

The smallest and largest undertaking for which the company is a member and for which group financial statements are prepared is UK Green Investment Rampion Limited.

Copies of the financial statements of both the immediate parent undertaking and the ultimate parent company are available from Companies House (www.beta.companieshouse.gov.uk).