

Company registration number 13065665 (England and Wales)

REDSTOW RENEWABLES HOLDCO LTD
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022
PAGES FOR FILING WITH REGISTRAR

REDSTOW RENEWABLES HOLDCO LTD

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REDSTOW RENEWABLES HOLDCO LTD

BALANCE SHEET

AS AT 31 DECEMBER 2022

		2022		2021 as restated	
	Notes	£	£	£	£
Fixed assets					
Investments	4		8,289,748		1,289,748
Current assets					
Debtors falling due after more than one year	6	19,852,825		19,781,082	
Creditors: amounts falling due within one year	7	(104,911)		(634,979)	
Net current assets			19,747,914		19,146,103
Total assets less current liabilities			28,037,662		20,435,851
Creditors: amounts falling due after more than one year	8		(28,782,604)		(20,617,965)
Net liabilities			(744,942)		(182,114)
Capital and reserves					
Called up share capital			1		1
Profit and loss reserves			(744,943)		(182,115)
Total equity			(744,942)		(182,114)

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

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

The financial statements were approved by the board of directors and authorised for issue on 30 June 2023 and are signed on its behalf by:

A Sharpe
Director

Company Registration No. 13065665

REDSTOW RENEWABLES HOLDCO LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

Company information

Redstow Renewables Holdco Ltd is a private company limited by shares incorporated in England and Wales. The registered office is The Corn Store, Hyde Hall Farm, Buntingford, Hertfordshire, SG9 0RU.

1.1 Reporting period

The prior period was for more than 12 months from 6 December 2020 to 31 December 2021. The reason for this was due to it being the first reporting period. The current period covers the 12 months ended 31 December 2022. The two periods are therefore not necessarily comparable.

1.2 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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 principal accounting policies adopted are set out below.

The company has taken advantage of the exemption under section 399 of the Companies Act 2006 not to prepare consolidated accounts, on the basis that the group of which this is the parent qualifies as a small group. The financial statements present information about the company as an individual entity and not about its group.

1.3 Going concern

The company has net liabilities as at the balance sheet date. Notwithstanding this, as part of the regular budgeting and forecast review process, the directors have prepared cash flow forecasts covering a period in excess of 12 months from the approval of the financial statements and are satisfied the company will have sufficient cash to meet its obligations as they fall due during this period. The company is also a member of a group whose financial position is closely linked to the status and continued support of other group undertakings. Each of these fellow group undertakings have committed to support each other as required for the foreseeable future.

The company additionally has a long-term financing arrangement with its parent company and any unpaid interest under this arrangement may be deferred until the final repayment date of January 2051, at the discretion of the company.

Having considered the information available at the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future.

The directors have therefore continued to adopt the going concern basis of accounting in preparing the financial statements.

REDSTOW RENEWABLES HOLDCO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

(Continued)

1.4 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities 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.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.5 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried 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 values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, 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 have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

REDSTOW RENEWABLES HOLDCO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

(Continued)

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

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

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts 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 creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

1.6 Interest income

Interest income is recognised in the statement of comprehensive income using the effective interest method.

1.7 Finance costs

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

1.8 Related parties

The company has taken advantage of the exemption available 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.

REDSTOW RENEWABLES HOLDCO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

2 Judgements and key sources of estimation uncertainty

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 where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Impairment of investments in subsidiaries

The company conducts an impairment review of the investment in the subsidiary whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable or tests for impairment annually in accordance with the relevant accounting standards. Determining whether an asset is impaired requires an estimation of the recoverable amount which requires the company to estimate the value in use which is based on future cash flows and a suitable discount factor in order to calculate the present value. Where the actual cash flows are less than expected, an impairment loss may arise. After reviewing the business environment and the company's strategies and past performance of its cash generating units, management concluded that there was no impairment of investments in subsidiaries at the current year end.

Recoverability of amounts due from group undertakings

In conducting the impairment review of investment in the subsidiary, the company is also determining whether the amounts receivable from the subsidiary require impairment or whether a provision against the amounts is required. Determining whether the amounts receivable are impaired is based on the ability of the subsidiary to generate sufficient cash in the future to enable repayment of the debt. Where expected cash generated is lower than the amounts due to the company, an impairment loss may arise, or a provision may be required to reflect the risk that the full amount is not recovered. After reviewing the business environment and the company's expected future cash flows, management concluded that there was no impairment of amounts due from group undertakings at the current year end.

3 Employees

The company had no employees in either the current year or prior period.

REDSTOW RENEWABLES HOLDCO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

4 Fixed asset investments

	2022 £	2021 £
Shares in group companies	8,289,748	1,289,748

Movements in fixed asset investments

	Shares in subsidiaries £
Cost or valuation	
At 1 January 2022	1,289,748
Additional consideration paid in year on investments held	7,000,000
At 31 December 2022	8,289,748
Carrying amount	
At 31 December 2022	8,289,748
At 31 December 2021	1,289,748

5 Subsidiaries

Details of the company's subsidiaries at 31 December 2022 and 2021 are as follows:

Name of undertaking	Address	Nature of business	Class of shares held	% Held Direct
Redstow Renewables Limited	England*	Anaerobic digestion plant	Ordinary	100.00

Registered office address:

* The Corn Store, Hyde Hall Farm, Buntingford, Hertfordshire, United Kingdom, SG9 0RU

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Capital and Reserves £	Profit/(Loss) £
Redstow Renewables Limited	(3,415,248)	(156,510)

6 Debtors

	2022 £	2021 as restated £
Amounts falling due after more than one year:		
Amounts owed by group undertakings	19,852,825	19,781,082

REDSTOW RENEWABLES HOLDCO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

6 Debtors

(Continued)

Amounts owed by group undertakings are unsecured and interest bearing at 10.00% per annum and have a final repayment date for capital and all accrued, unpaid interest of January 2051. Interest payable is calculated on a quarterly basis and compounded quarterly, where unpaid. Repayments of both unpaid interest and capital are at the discretion of the borrower, subject to the final repayment date of January 2051. At the balance sheet date, the capital outstanding was £18,689,341 (2021: £18,689,344).

Corporation tax losses of approximately £475,000 (2021: £28,000) were carried forward at the balance sheet date. The directors have not recognised a deferred tax asset in relation to these losses as they do not expect them to be utilised for the foreseeable future.

7 Creditors: amounts falling due within one year

2022 2021 as restated

	£	£
Amounts owed to group companies	104,911	634,979

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

8 Creditors: amounts falling due after more than one year

2022 2021 as restated

	£	£
Amounts owed to group companies	28,782,604	20,617,965

Amounts owed to group undertakings are unsecured and interest bearing at 10.00% per annum and have a final repayment date for capital and all accrued, unpaid interest of January 2051. Interest payable is calculated on a quarterly basis and compounded quarterly, where unpaid. Repayments of both unpaid interest and capital are at the discretion of the borrower, subject to the final repayment date of January 2051. At the balance sheet date, the capital outstanding was £26,979,008 (2021: £19,488,941).

9 Audit report information

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Laura Pingree and the auditor was Azets Audit Services.

10 Parent company

The parent company is Bio Capital 2 Ltd, a company incorporated in England and Wales. The address of its registered office is The Corn Store, Hyde Hall Farm, Buntingford, Hertfordshire, United Kingdom, SG9 0RU.

The directors do not consider there to be an ultimate controlling party.

REDSTOW RENEWABLES HOLDCO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

11 Prior period adjustment

Reclassification of balances with group undertakings

In the current year, the directors identified that certain amounts owed by group undertakings as previously reported as falling due within one year should have been reported as falling due after more than one year at the prior balance sheet date. As a result, an amount of £1,091,738 is now shown as being due by group undertakings in debtors falling due after more than one year in the comparative information presented in these financial statements whereas it was previously reported as falling due within one year. Refer to note 6.

The directors also identified in the current year that certain amounts owed to group undertakings as previously reported as falling due within one year should have been reported as falling due after more than one year at the prior balance sheet date. As a result, an amount of £1,169,024 is now shown as being due to group undertakings in creditors falling due after more than one year in the comparative information presented in these financial statements whereas it was previously reported as falling due within one year. Refer to notes 7 and 8.

Similarly, the directors also identified that certain amounts owed to group undertakings as previously reported as creditors falling due after more than one year should have been reported as creditors falling due within one year at the prior balance sheet date. As a result, an amount of £104,911 is now shown as being due to group undertakings in creditors falling due within one year in the comparative information presented in these financial statements whereas it was previously reported as falling due after more than one year. Refer to notes 7 and 8.

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.