



EGGBOROUGH POWER (HOLDINGS) LIMITED

Registered Number SC 201083

ANNUAL REPORT AND FINANCIAL STATEMENTS

31 DECEMBER 2014



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Directors

Stuart Crooks
David Mitchell

Auditor

Deloitte LLP
2 New Street Square
London
EC4A 3BZ

Registered Office

GSO Business Park
East Kilbride
G74 5PG

DIRECTORS' REPORT

The Directors present their annual report and financial statements for the year ended 31 December 2014. The Directors' Report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption. The Company has applied the exemption for small companies from preparing a Strategic Report.

Principal activities

Eggborough Power (Holdings) Limited (the "Company") did not trade during the year. The Company previously acted as a holding company for Eggborough Power Limited which owned and operated a coal-fired power station, which was disposed of in the year ended 31 March 2010.

Business review

The profit for the year, before taxation, amounted to £178,000 (2013: £201,000) and after taxation, amounted to £6,954,000 (2013: £158,000).

Financial risk management

The main financial risks faced by the Company through its normal business activities are liquidity risk and credit risk. These risks and the Company's approach to dealing with them are described below:

Liquidity risk is the risk that the proceeds from financial assets are not sufficient to fund the obligations arising from liabilities as they fall due. The Company's exposure to liquidity risk is reduced due to the net current asset position.

The Company's credit risk is primarily attributable to its debtors. Credit risk is mitigated by the nature of the debtor balances owed, with these due from other Group companies who are able to repay these if required.

Going concern

After making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in existence for the foreseeable future. However, the Company previously ceased its operational activity and whilst the Company is being retained for potential future activities there are no firm plans to commence such activities in the immediate future. Accordingly, the financial statements have been prepared on a basis other than going concern.

Directors

Directors who held office during the year and subsequently, except as noted, were as follows:

Stuart Crooks (appointed 1 January 2014)

Robert Guyler (resigned 28 April 2015)

David Mitchell (appointed 28 April 2015)

None of the Directors had a service contract with the Company in the current or prior year. They are all employed by associated companies within the Electricité de France SA group, and have contracts with those companies.

There were qualifying third-party indemnity provisions in place for the benefit of the Directors of the Company during the financial year and at the date of approval of the financial statements.

DIRECTORS' REPORT continued

Dividends

No dividends were paid in the year (2013: £nil).

Auditor

Each of the persons who is a Director at the date of approval of this annual report confirms that:

- so far as the Director is aware, there is no relevant audit information of which the Company's Auditor is unaware; and
- the Director has 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 Auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s.418 of the Companies Act 2006.

It is noted that Deloitte LLP as appointed by the members are deemed to be re-appointed as the auditor to the Company for the financial year ending 31 December 2015 in accordance with the provisions of Section 487(2) of the Companies Act 2006 and that the Directors have been authorised to fix the remuneration of the auditor.

Approved by the Board and signed on its behalf by



David Mitchell
Director
16 September 2015

DIRECTORS' RESPONSIBILITIES STATEMENT

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

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

- select suitable accounting policies and then apply them consistently;
- make judgments and 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 keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EGGBOROUGH POWER (HOLDINGS) LIMITED

We have audited the financial statements of Eggborough Power (Holdings) Limited for the year ended 31 December 2014 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 10. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of Directors and Auditor

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2014 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Emphasis of matter – Financial statements prepared other than on a going concern basis

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 1 to the financial statements, which explains that the financial statements have been prepared on a basis other than that of a going concern.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EGGBOROUGH POWER (HOLDINGS)
LIMITED continued**

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption from preparing a Strategic Report or in preparing the Directors' Report.



**Bevan Whitehead FCA (Senior Statutory Auditor)
for and on behalf of Deloitte LLP**

Chartered Accountants and Statutory Auditor
London, United Kingdom

Date: 16/9/15

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2014**

	<i>Note</i>	2014 £000	2013 £000
Interest receivable and similar income	4	178	201
Profit on ordinary activities before taxation		178	201
Tax on profit on ordinary activities	5	6,776	(43)
Profit for the financial year	8	6,954	158

All results are derived from discontinued operations in both the current and preceding year.

There were no recognised gains or losses in either year other than those included in the profit and loss account above. Accordingly, no statement of total recognised gains and losses has been presented.

**BALANCE SHEET
AT 31 DECEMBER 2014**

	<i>Note</i>	2014 £000	2013 £000
Current assets			
Debtors			
- due within one year	6	20,563	13,609
Net current assets		20,563	13,609
Net assets		20,563	13,609
Capital and reserves			
Called up share capital	7	-	-
Share premium	8	344,254	344,254
Profit and loss account	8	(323,691)	(330,645)
Shareholder's funds	8	20,563	13,609

The financial statements of Eggborough Power (Holdings) Limited, registered number SC 201083 on pages 7 to 12 were approved and authorised for issue by the Board of Directors on 16 September 2015 and were signed on its behalf by:



David Mitchell
Director

NOTES TO THE FINANCIAL STATEMENTS

1. Accounting policies

The principal accounting policies are set out below. They have all been applied consistently throughout the year and the preceding year.

Basis of accounting

These financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom law and accounting standards.

Going concern

As set out in the Directors' Report, after making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in existence for the foreseeable future. However, the Company previously ceased its operational activity and whilst the Company is being retained for potential future activities there are no firm plans to commence such activities in the immediate future. Accordingly, the financial statements have been prepared on a basis other than going concern.

No material adjustments have arisen as a result of ceasing to apply the going concern basis.

Cash flow statement

The Company has taken advantage of the exemption in Financial Reporting Standard No. 1 (revised) from including a cash flow statement as it is a member of a group, headed by EDF Energy Holdings Limited whose consolidated financial statements include a cash flow statement and are publicly available.

Taxation

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax or a right to pay less tax in the future have occurred at the balance sheet date, with the following exceptions:

- provision is made for gains on disposal of fixed assets that have been rolled over into replacement assets only where, at the balance sheet date, there is a commitment to dispose of the replacement assets with no likely subsequent rollover or available capital losses;
- provision is made for gains on re-valued fixed assets only where there is a commitment to dispose of the re-valued assets and the attributable gain can neither be rolled over nor eliminated by capital losses; and
- deferred tax assets are recognised only to the extent that the Directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is measured on an undiscounted basis.

NOTES TO THE FINANCIAL STATEMENTS continued

2. Operating costs

In 2014 an amount of £10,486 (2013: £10,280) was paid to Deloitte LLP for audit services. This charge was borne by another group company in both the current and prior year. In 2014 no non-audit services were provided to the Company (2013: £nil).

The Company had no employees in 2014 (2013: None).

3. Directors' emoluments

All Directors are employees of associated EDF companies. The Directors did not receive any remuneration for services to the Company during the year or preceding year.

No Director (2013: none) held any interests in the shares or debentures of the Company or the Group required to be disclosed under the Companies Act 2006.

4. Interest receivable and similar income

	2014 £000	2013 £000
Interest receivable on amounts owed by other Group companies	178	201
	178	201

5. Tax on profit on ordinary activities

(a) Analysis of tax (credit)/charge in the year:

	2014 £000	2013 £000
UK current tax		
UK corporation tax charge on profit for the year	35	43
Adjustment in respect of previous periods	(6,811)	-
Total tax (credit)/charge on profit on ordinary activities (note 5(b))	(6,776)	43

Changes to the main rate of corporation tax were proposed by the UK Government in the Summer Budget in July 2015. These comprised a reduction in the main rate of corporation tax for the financial year beginning 1 April 2017 from 20% to 19% and a further reduction for the financial year beginning 1 April 2020 from 19% to 18%. These reductions had not been substantively enacted by the end of the accounting period and so have not been reflected in these accounts.

NOTES TO THE FINANCIAL STATEMENTS continued

5. Tax on profit on ordinary activities continued

(b) Factors affecting tax (credit)/charge for the year:

The tax assessed for the year is lower (2013: lower) than the standard rate of corporation tax in the UK.

The differences are explained below.

	2014 £000	2013 £000
Profit on ordinary activities before tax	178	201
Tax on profit on ordinary activities at standard UK rate of corporation tax of 21.5% (2013: 23.25%)	38	47
Effect of:		
Disallowed expenses and non taxable income	(3)	(4)
Adjustment in respect of previous periods	(6,811)	-
Current tax (credit)/charge for the year (note 5(a))	(6,776)	43

The Company has £nil (2013: £25,700,000) potential tax losses available to be carried forward for offset against future profits of the same trade as they were utilised in the year.

6. Debtors

	2014 £000	2013 £000
Debtors: amounts falling due within one year		
Amounts owed by other Group companies	13,830	12,914
Corporation tax (Group relief receivable)	6,733	695
	20,563	13,609

7. Share capital

Allotted, called up and fully paid

	2014 Number	2013 Number	2014 £	2013 £
Ordinary shares of £1.00 each	99	99	99	99

8. Reconciliation of shareholder's funds

	Share capital £000	Share premium £000	Profit and loss account £000	Total shareholder's funds £000
At 1 January 2013	-	344,254	(330,803)	13,451
Profit for the year	-	-	158	158
At 31 December 2013	-	344,254	(330,645)	13,609
Profit for the year	-	-	6,954	6,954
At 31 December 2014	-	344,254	(323,691)	20,563

NOTES TO THE FINANCIAL STATEMENTS continued

9. Related parties

In accordance with FRS 8 'Related party disclosures', the Company is exempt from disclosing transactions with other wholly owned entities that are part of the Group or investees of the Group qualifying as related parties, as it is a wholly-owned subsidiary of the Group.

10. Parent undertaking and controlling party

British Energy Limited holds a 100% interest in Eggborough Power (Holdings) Limited and is considered to be the immediate parent company. EDF Energy Holdings Limited is the smallest group for which consolidated financial statements are prepared. Copies of that company's consolidated financial statements may be obtained from 40 Grosvenor Place, Victoria, London, SW1X 7EN.

At 31 December 2014, Electricité de France SA, a company incorporated in France, is regarded by the Directors as the Company's ultimate parent company and controlling party. This is the largest group for which consolidated financial statements are prepared. Copies of that company's consolidated financial statements may be obtained from Electricité de France SA, 22-30 Avenue de Wagram, 75382, Paris, Cedex 08, France.