Bellhouse Energy Limited

Directors' report and financial statements

for the year ended 31 December 2006

Registered Number 03466081

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Bellhouse Energy Limited
Directors' report and financial statements
for the year ended 31 December 2006

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Bellhouse Energy Limited

Directors and advisors

Directors
H H P Wyndham
R D Holmes (resigned 22 February 2007)
R E Swanson (resigned 22 February 2007)
D R Wilson (resigned 22 February 2007)
A T West (resigned 22 February 2007)
E J Wilkinson (appointed 22 February 2007)
D P Tilstone (appointed 22 February 2007, resigned 17 May 2007)

Secretary
A H Pentecost (resigned 27 March 2007)
Eversecretary Limited (appointed 27 March 2007)

Auditors
Grant Thornton UK LLP
Registered Auditors
Chartered Accountants
4 Hardman Square
Spinningfields
Manchester
M3 3EB

Solicitors
Eversheds LLP
115 Colmore Row
Birmingham
West Midlands
B3 3AL

Registered Office
Units 14 & 15 Queensbrook
Bolton Technology Exchange
Spa Road
Bolton
BL1 4AY

Registered Number
03466081

Bellhouse Energy Limited

Directors' report for the year ended 31 December 2006

The directors present their report and the audited financial statements for the year ended 31 December 2006

Principal activities
The company is engaged in the business of generating electricity from landfill gas

Dividend
The directors do not recommend the payment of a dividend (2005 £nil)

Business review and future developments
The profit for the year after taxation and before dividends was £343,479 (2005 £341,031)

The results and financial position at the year end were satisfactory and the directors expect the current level of business to be maintained in the foreseeable future

Events since the balance sheet date
On 22 February 2007, Bellhouse Energy Limited's intermediate parent company, CLPE Holdings Limited, was acquired by MEIF LG Energy Limited, a company registered in the United Kingdom

Following on from the acquisition by MEIF LG Energy Limited, Bellhouse Energy Limited has changed its financial year end to 31 March, its next financial statements will be prepared for the 15 months ended 31 March 2008

Directors
The directors who served during the year and changes since 31 December 2006 are shown on page 1

Statement of directors' responsibilities
The directors are responsible for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and regulations

United Kingdom company law requires the directors to prepare financial statements for each financial year Under that law the directors have elected to prepare financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) The financial statements are required by law to 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 apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure the financial statements comply with the Companies Act 1985 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

Bellhouse Energy Limited

Statement of directors' responsibilities (cont).

In so far as the directors are aware

- there is no relevant audit information of which the company's auditors are unaware, and
- the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

Auditors

Following the resignation of Cooper Parry LLP, Grant Thornton UK LLP were appointed as auditors to the company In accordance with Section 385 of the Companies Act, a resolution concerning their reappointment will be proposed at the Annual General Meeting

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

By order of the board

E J Wilkinson
Director
Date
23 OCT 2007

REPORT of the INDEPENDENT AUDITOR TO THE members OF BELLHOUSE ENERGY LIMITED

We have audited the financial statements of Bellhouse Energy Limited for the year ended 31 December 2006 which comprise the profit and loss account, the balance sheet, the statement of accounting policies and notes 1 to 16 These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the company's members as a body, in accordance with Section 235 of the Companies Act 1985 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 auditors

The directors' responsibilities for preparing the Directors' Report and financial statements in accordance with United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985 We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board An audit includes examination on a test basis of evidence relevant to the amounts and disclosures in the financial statements It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice of the state of the company's affairs as at 31 December 2006 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

GRANT THORNTON UK LLP
REGISTERED AUDITOR
CHARTERED ACCOUNTANTS
Manchester
29 October 2007

Bellhouse Energy Limited

Profit and loss account for the year ended 31 December 2006

Continuing operations	Notes	2006 £	2005 £
Turnover		**819,369**	868,836
Cost of sales		**(388,511)**	(447,539)
Gross profit		**430,858**	421,297
Administrative expenses		**(16,307)**	(14,699)
Bad debt recovered		**-**	17,749
Operating profit		**414,551**	424,347
Interest payable and similar charges	**4**	**(62,352)**	(72,020)
Profit on ordinary activities before taxation	**1**	**352,199**	352,327
Taxation	**5**	**(8,720)**	(11,296)
Profit on ordinary activities after taxation		**343,479**	341,031

The company had no recognised gains or losses in the current or previous year other than those passing through the profit and loss account Accordingly, a statement of total recognised gains and losses has not been presented

There is no difference between the profit on ordinary activities before taxation and the profit for the year stated above and their historical cost equivalents

Bellhouse Energy Limited

Balance sheet as at 31 December 2006

	Notes	2006 £	2005 £
Fixed assets			
Tangible assets	6	**832,017**	948,678
Current assets			
Debtors	7	**1,472,919**	1,150,402
Creditors: amounts falling due within one year	8	**(195,825)**	(215,696)
Net current assets		**1,277,094**	934,706
Total assets less current liabilities		**2,109,111**	1,883,384
Creditors: amounts falling due after more than one year	9	**(877,908)**	(995,380)
Provisions for liabilities and charges	10	**(145,443)**	(145,723)
Net assets		**1,085,760**	742,281
Capital and reserves			
Called up share capital	11	**10,000**	10,000
Retained profit	12	**1,075,760**	732,281
Shareholders' funds	13	**1,085,760**	742,281

The financial statements on pages 5 to 12 were approved by the board of directors on and were signed on its behalf by

E J Wilkinson
Director
23 OCT 2007

Bellhouse Energy Limited

Statement of accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

Basis of preparation
The financial statements have been prepared in accordance with applicable United Kingdom accounting standards and under the historical cost accounting rules

Tangible fixed assets and depreciation
Tangible fixed assets are stated at cost less accumulated depreciation and any provision for impairment Finance costs incurred during the development stage of a project are capitalised, along with site preparation costs, installation costs and connection costs Once the project is commissioned, these costs are depreciated over the estimated useful economic life of the asset constructed

Depreciation is provided by the company to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives from commissioning as follows

Plant and machinery	15 years

Taxation
Corporation tax is provided on taxable profits at the current rate applicable Tax charges and credits are accounted for through the same primary statement (either the profit and loss account or statement of total recognised gains and losses) as the pre-tax item

In accordance with Financial Reporting Standard 19, full provision is made for deferred taxation on a non discounted basis in respect of all timing differences Deferred tax is calculated at rates at which it is estimated that the tax will arise

Deferred tax assets are recognised to the extent they are more likely than not to be recovered

Turnover
Turnover is derived from and recognised when electricity generated is exported to third party customers All turnover arises solely within the United Kingdom

Cash flow statement
Under Financial Reporting Standard 1 (revised), the company is exempt from the requirement to prepare a cash flow statement on the grounds that more than 90% of the voting rights are controlled within the group and the consolidated financial statements of CLPE Holdings Limited are publicly available

Related party transactions
Under Financial Reporting Standard 8, the company is exempt from the requirement to disclose related party transactions with group entities on the grounds that more than 90% of the voting rights are controlled within the group and the consolidated financial statements of CLPE Holdings are publicly available

Notes to the financial statements for the year ended 31 December 2006

1 Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging

	2006 £	2005 £
Auditors' remuneration	-	3,000
Depreciation of tangible fixed assets	**116,661**	116,661

2 Remuneration of directors

None of the directors received any emoluments in respect of their services to the company (2005 £nil)

3 Staff numbers and costs

No staff were employed by the company during the year (2005 nil)

4 Interest payable and similar charges

	2006 £	2005 £
On loan from parent undertaking	**62,352**	72,020

5 Taxation

	2006 £	2005 £
Current tax		
UK corporation tax on profits of the year	**9,000**	-
Deferred tax		
Origination and reversal of timing differences	**(280)**	11,296
Tax on profit on ordinary activities	**8,720**	11,296

5 Taxation (cont.)

The tax for the year is lower (2005 - lower) than the standard rate of corporation tax in the UK (30%)
The differences are explained below

	£	£
Profit on ordinary activities before tax	**352,199**	352,327
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 30% (2005 30%)	**105,660**	105,698
Effects of		
Depreciation for the year in excess of capital allowances	**276**	-
Capital allowances for the year in excess of depreciation	-	(11,296)
Group relief	**(96,936)**	(94,402)
	9,000	-

Factors that may affect future tax charges
The company does not anticipate any factors that will have a significant effect on future tax charges other than group relief that may be available from other group companies

6 Tangible fixed assets

	Plant and machinery £
Cost	
At 1 January 2006 and 31 December 2006	**1,749,908**
Depreciation	
At 1 January 2006	801,230
Charge for the year	116 661
At 31 December 2006	**917,891**
Net book value	
At 31 December 2006	**832,017**
At 31 December 2005	948,678

Included in the cost of plant and machinery as at 31 December 2006 is capitalised interest of £nil (31 December 2005 - £nil)

Notes to the financial statements for the year ended 31 December 2006

7 Debtors

	2006 £	2005 £
Trade debtors	**75,761**	81,503
Amounts due from parent undertaking	**1,327,412**	995,299
Prepayments and accrued income	**69,746**	73,600
	1,472,919	1,150,402

8 Creditors: amounts falling due within one year

	2006 £	2005 £
Trade creditors	**7,298**	-
Loan from parent undertaking	**117,466**	110,393
Corporate tax payable	**9,000**	-
Other taxation and social security	**31,136**	33,415
Accruals and deferred income	**30,925**	71,888
	195,825	215,696

9 Creditors: amounts falling due after more than one year

	2006 £	2005 £
Loan from parent undertaking	**877,908**	995,380
The loan from parent undertaking can be analysed as falling due		
In one year or less, or on demand	**117,466**	110,393
Between one and two years	**121,856**	118,743
Between two and five years	**404,630**	391,187
In five years or more	**351,422**	485,450
	995,374	1,105,773

Interest is payable on the debt at 5 88% (2005 5 88%)

10 Provision for liabilities and charges

Deferred taxation

	2006 £	2005 £
Provision for deferred tax comprises		
Accelerated capital allowances	**145,443**	145,723
Provision at start of year	**145,723**	134,427
Deferred tax (credit)/charge in profit and loss account for year	**(280)**	11,296
Provision at end of year	**145,443**	145,723

11 Called up share capital

	2006 £	2005 £
Authorised		
10,000 ordinary shares of £1 each	**10,000**	10,000
Allotted, called up and fully paid		
10,000 ordinary shares of £1 each	**10,000**	10,000

12 Reserves

	Profit and loss account £
At 1 January 2006	**732,281**
Profit for the financial year	**343,479**
At 31 December 2006	**1,075,760**

13 Reconciliation of movement in shareholders' funds

	2006 £	2005 £
Profit for the financial year	**343,479**	341,031
Opening shareholders' funds	**742,281**	401,250
Closing shareholders' funds	**1,085,760**	742,281

14 Commitments and guarantees

There were no capital commitments at the end of the financial year (31 December 2005 £nil)

The company has guaranteed the bank loans of its intermediate parent company, CLPE Projects 2 Limited, and its fellow subsidiaries amounting to £9,842,192 (2005 £10,933,834) by means of a debenture providing fixed and floating charges over the company's assets

14 Ultimate parent and controlling company

Until 22 February 2007, the company's ultimate parent company was "Ridgewood Electric Power Trust V" an entity which is registered in the United States Christiana Bank and Trust Company, a company registered and incorporated in the United States is the Corporate Trustee of the Trust Ridgewood Renewable Power LLC, a company registered and incorporated in the United States, was the managing shareholder of the Trust The directors consider that Ridgewood Renewable Power LLC was the ultimate controlling party of the company at 31 December 2006

The company's immediate parent undertaking is CLPE Projects 2 Limited, a company incorporated and registered in England and Wales

The smallest group in which the results of the company are consolidated was that headed by CLPE Projects 2 Limited The largest group in which the results of the company are consolidated was Ridgewood Electric Power Trust V

The consolidated financial statements of CLPE Projects 2 Limited are available from Units 14 & 15 Queensbrook, Bolton Technology Exchange, Spa Road, Bolton, BL1 4AY

See note 17 for post balance sheet events ocurring on 22 February 2007

15 Related party transactions

There were no transactions with related parties, other than group companies, during 2006 and 2005

16 Post balance sheet events

On 22 February 2007, Bellhouse Energy Limited's intermediate parent company, CLPE Holdings Limited, was acquired by MEIF LG Energy Limited, a company registered in the United Kingdom

MEIF LG Energy Limited's ultimate parent entity is Macquarie European Infrastructure Fund Limited Partnership a UK registered partnership domiciled in Guernsey

Following on from the acquisition by MEIF LG Energy Limited, Bellhouse Energy Limited has changed its financial year end to 31 March its next financial statements will be prepared for the 15 months ended 31 March 2008