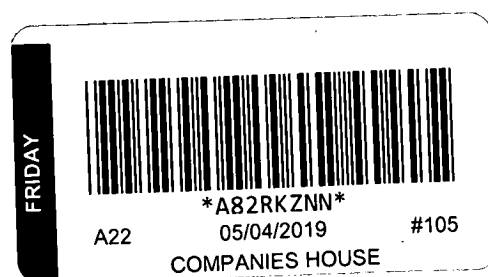


Company Registration No. 07678949 (England and Wales)

SUNSAVE 2 LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2018
PAGES FOR FILING WITH REGISTRAR



SUNSAVE 2 LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2018

The directors are responsible for preparing the Directors' 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 judgements and accounting estimates that are reasonable and prudent;
- 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.

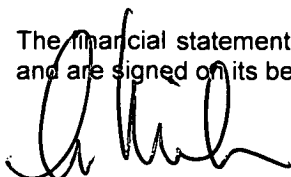
SUNSAVE 2 LIMITED**STATEMENT OF FINANCIAL POSITION****AS AT 31 DECEMBER 2018**

	Notes	2018 £	£	2017 £	£
Fixed assets					
Tangible assets	5	4,986,777		5,256,330	
Current assets					
Debtors	6	753,485		629,158	
Cash at bank and in hand		743,901		663,668	
		1,497,386		1,292,826	
Creditors: amounts falling due within one year	7	(1,860,429)		(1,796,906)	
Net current liabilities		(363,043)		(504,080)	
Total assets less current liabilities		4,623,734		4,752,250	
Creditors: amounts falling due after more than one year	8	(3,638,106)		(3,943,180)	
Provisions for liabilities	10	(269,569)		(234,168)	
Net assets		716,059		574,902	
Capital and reserves					
Called up share capital		2		2	
Profit and loss reserves		716,057		574,900	
Total equity		716,059		574,902	

The directors of the company have elected not to include a copy of the income statement 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 25.03.2019 and are signed on its behalf by:



Mr A C Milner
Director

SUNSAVE 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

Company information

Sunsave 2 Limited is a private company limited by shares incorporated in England and Wales. The registered office is 5th Floor, One City Place, Queens Road, Chester, CH1 3BQ.

The company's solar farm and principal place of business is Woodhorn Farm, Woodhorn Lane, Oving, Chichester, West Sussex, PO20 2BX.

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, modified to include the valuation of certain financial instruments at fair value. The principal accounting policies adopted are set out below.

Going concern

The company made a profit after tax in the year of £141,157 (2017: £139,473) and has net current liabilities of £363,043 (2017: £504,080) but shows a net surplus in shareholder funds of £716,059 (2017: £574,902) at the balance sheet date.

The company currently relies on the continued financial support from its parent company Vogt Projekt Holding GmbH. This support has been confirmed for the foreseeable future and the directors therefore believe that the financial statements have been appropriately prepared on a going concern basis.

Turnover

Turnover comprises revenue recognised by the company in respect of the supply of wholesale electricity exclusive of Value Added Tax and trade discounts. The company receives Feed In Tariffs in respect of the production of electricity.

Revenue is recognised when electricity is supplied.

Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following bases:

Solar farm	- 4% straight line
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Any gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

SUNSAVE 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies (Continued)

Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Cash and cash equivalents

Cash and cash equivalents are basic financial instruments and include cash in hand and deposits held at call with banks.

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 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 trade and other 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 financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

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 trade and other creditors, bank loans and loans from fellow group companies 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.

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

SUNSAVE 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies (Continued)

Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in profit or loss immediately.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on the net basis or to realise the asset and settle the liability simultaneously.

Current tax is based on taxable profit for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting 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 in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which 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 a non-discounted basis.

Provisions

Provisions are recognised when the company has a legal or constructive present obligation as a result of a past event, it is probable that the company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting end date, taking into account the risks and uncertainties surrounding the obligation.

Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognised at present value. When a provision is measured at present value the unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

SUNSAVE 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies (Continued)

Leases

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

Foreign exchange

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

2 Employees

The average monthly number of employees during the year was Nil (2017: Nil).

3 Interest receivable and similar income

	2018 £	2017 £
Interest income		
Interest on bank deposits	-	41
Other income from investments		
Gains on financial instruments measured at fair value through profit or loss	58,120	69,726
Total income	<u>58,120</u>	<u>69,767</u>

4 Taxation

	2018 £	2017 £
Current tax		
Adjustments in respect of prior periods	-	234
Deferred tax		
Origination and reversal of timing differences	33,304	32,984
Total tax charge	<u>33,304</u>	<u>33,218</u>

SUNSAVE 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

5 Tangible fixed assets

	Solar farm £
Cost	
At 1 January 2018 and 31 December 2018	6,738,810
Depreciation and impairment	
At 1 January 2018	1,482,480
Depreciation charged in the year	269,553
At 31 December 2018	1,752,033
Carrying amount	
At 31 December 2018	4,986,777
At 31 December 2017	5,256,330

6 Debtors

	2018 £	2017 £
Amounts falling due within one year:		
Trade debtors	11,397	12,947
Other debtors	7,477	-
Prepayments and accrued income	158,168	97,888
	<u>177,042</u>	<u>110,835</u>
Amounts falling due after more than one year:		
Derivative financial instruments (note 9)	556,443	498,323
Other debtors	20,000	20,000
	<u>576,443</u>	<u>518,323</u>
Total debtors	<u>753,485</u>	<u>629,158</u>

SUNSAVE 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

7 Creditors: amounts falling due within one year

	2018 £	2017 £
Bank loans and overdrafts	305,074	305,075
Trade creditors	50,705	30,497
Amounts due to group undertakings	1,469,392	1,329,765
Other taxation and social security	-	3,065
Other creditors	35,258	128,504
	<u>1,860,429</u>	<u>1,796,906</u>

8 Creditors: amounts falling due after more than one year

	2018 £	2017 £
Bank loans and overdrafts	<u>3,638,106</u>	<u>3,943,180</u>

The aggregate amount of creditors for which security has been given amounted to £4,069,697 (2017: £4,248,255).

The bank loan is secured by a debenture with a fixed and floating charge over the undertakings and all property and assets present and future, including goodwill, book debt, uncalled capital, buildings and plant and machinery, in favour of Bayerische Landesbank.

Included within creditors falling due after more than one year is an amount of £2,394,918 (2017: £2,767,382) in respect of liabilities which fall due for payment after more than five years from the balance sheet date.

9 Financial instruments

	2018 £	2017 £
Carrying amount of financial assets		
Instruments measured at fair value through profit or loss	<u>556,443</u>	<u>498,323</u>

Interest Rate Swaps

The Company uses fixed cross currency interest rates swaps to manage its exposure to interest rate and exchange rate movements on its bank borrowings. A cross currency interest rate swap contract with nominal values of £4,069,697 (2017: £4,248,255) fix interest payments at an average rate of 2.70% (2017: 2.70%) for periods up until 2022.

The fair values of interest rate swaps are determined using the yield curves in Reuters on the year end dates. The future cash flow is discounted using the zero curve of the valuation day (present value method). European options are measured using the Black-Scholes model, and Bermuda options using the Hull-White model.

SUNSAVE 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

10 Provisions for liabilities

		2018 £	2017 £
Other provisions		62,003	59,906
Deferred tax liabilities	11	207,566	174,262
		<u>269,569</u>	<u>234,168</u>

Movements on provisions apart from retirement benefits and deferred tax liabilities:

	Other provisions £
At 1 January 2018	59,906
Additional provisions in the year	<u>2,097</u>
At 31 December 2018	<u>62,003</u>

Deconstruction provision

The company's lease over the land on which it has constructed a solar park requires it to return the land to its original condition at the inception of the lease. This provision represents the present value of the estimated cost of complying with this obligation at the end of the lease.

SUNSAVE 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

11 Deferred taxation

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2018 £	Liabilities 2017 £
Balances:		
Accelerated Capital Allowances	186,273	176,579
Tax losses	(73,302)	(87,032)
Short term timing differences	94,595	84,715
	<u>207,566</u>	<u>174,262</u>
Movements in the year:		2018 £
Liability at 1 January 2018		174,262
Charge to profit or loss		33,304
Liability at 31 December 2018		<u>207,566</u>

12 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2018 £	2017 £
Within one year	61,565	61,810
Between one and five years	377,171	265,836
In over five years	1,400,974	1,266,698
	<u>1,839,710</u>	<u>1,594,344</u>

13 Parent company

The immediate parent company is Vogt Projekt Holding GmbH. The ultimate controlling party is Dagmar Vogt Vermögensverwaltungs GmbH being the 100% shareholder of Vogt Projekt Holding GmbH. Both companies are incorporated in Germany.

SUNSAVE 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

14 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 Ian Taylor.

The auditor was RSM UK Audit LLP.