
GENERAL ELECTRICITY HOLDINGS LTD

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

GENERAL ELECTRICITY HOLDINGS LTD

COMPANY INFORMATION

Directors	C Huguet (appointed 6 April 2021) I Madar (resigned 31 August 2021) S Statelova (resigned 9 April 2021) D J Bullock (resigned 9 April 2021) B G H Wauters G Oxley (appointed 31 August 2021)
Registered number	08053350
Registered office	35 Ballards Lane London N3 1XW
Independent auditors	BKL Audit LLP Chartered Accountants & Statutory Auditor 35 Ballards Lane London N3 1XW

GENERAL ELECTRICITY HOLDINGS LTD

CONTENTS

	Page
Group Strategic Report	1 - 2
Directors' Report	3 - 4
Independent Auditors' Report	5 - 8
Consolidated Statement of Comprehensive Income	9
Consolidated Statement of Financial Position	10 - 11
Company Statement of Financial Position	12 - 13
Consolidated Statement of Changes in Equity	14 - 15
Company Statement of Changes in Equity	16
Consolidated Statement of Cash Flows	17 - 18
Notes to the Financial Statements	19 - 43

**GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2021**

Introduction

The Group is active in the broader Virtual Power Plant (VPP) space. The Group leverages a combination of proprietary hardware and software to deliver financial benefits to grid operators, utilities, suppliers and large consumers of electricity. The Group also acts as a commercial demand response aggregator in the United Kingdom.

Business review

The directors have undertaken a comprehensive review of the Group's financial and business metrics and are satisfied with the performance for the financial year end to 31 December 2021. A complete assessment thereof is contained in this set of financial accounts.

Principal risks and uncertainties

The directors, officers and senior management are committed to embedding risk management in all operational practices so that they can identify and mitigate all risks associated with the group's activities.

Internal control risks are minimised by robust governance procedures for authorisation of all transactions and projects as well as best practice procedures to ensure the health and safety of the group's workforce, people that the Group supports and visitors to the Group's premises.

The directors and officers are of the opinion that reasonable steps have been taken to ensure that the major risks to which the Group is exposed are identified and reviewed and that there are systems in place to mitigate them, whilst recognising that such processes are designed to manage rather than eliminate all major risks and that they can provide only reasonable but not absolute reassurance.

Financial key performance indicators

The officers and senior management team of the business regularly track the on-going financial performance of the business through a series of key performance indicators covering the principal areas of the Group's activities, including sales, delivery and operations. These KPI's include:

- Gross Margin %
- Annual Recurring Revenue (ARR)
- Trailing Twelve Month Revenue (TTM)
- Forecast Revenue (Outlook)

Other key performance indicators

- Marketing
 - o Unique Visits Per Month to website
- People
 - o Employee & Contractor Headcount
 - o Employee Turnover %
- Other
 - o Mega Watts Under Management

GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021

Directors' statement of compliance with duty to promote the success of the Group

The Directors of the Company are acutely aware of the requirement for them to act in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members. In considering this duty the Directors consider the following stakeholders:

Shareholders

The shareholder of the Company is Engie New Ventures, a subsidiary of Engie, a listed French multinational group, which operates in the fields of renewables, thermal generation, networks and customer solutions.

Employees

Regular meetings occur between directors and the senior management team to provide information for management to cascade to their teams. The company also provides internal communications and regular staff and management meetings.

Customers

The company has a varied customer base including subsidiaries of Engie, National Grid, and other companies operating within the energy sector. The company has always been a customer needs led organisation and treating customers fairly is ingrained in the organisation. The behaviour of employees towards customers is governed by the company policies.

Suppliers

We have various key supplier relationships which work more as a partnership which ensures the smooth running of our business.

This report was approved by the board and signed on its behalf.

B G H Wauters

Director

Date: 16 December 2022

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2021**

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

Directors' responsibilities statement

The directors are responsible for preparing the Group Strategic Report, the Directors' Report and the consolidated audited financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare audited financial statements for each financial year. Under that law the directors have elected to prepare the audited financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the audited financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and the Group and of the the Consolidated Statement of Comprehensive Income of the Group for that period.

In preparing these audited financial statements, the directors are required to:

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgements and accounting 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;
- prepare the audited financial statements on the going concern basis unless it is inappropriate to presume that the Group 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 the Group and to enable them to ensure that the audited financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Results and dividends

The loss for the year, after taxation, amounted to £17,110,860 (2020 - loss £7,206,286).

The directors have not recommended a dividend.

Directors

The directors who served during the year were:

C Huguet (appointed 6 April 2021)
I Madar (resigned 31 August 2021)
S Stelova (resigned 9 April 2021)
D J Bullock (resigned 9 April 2021)
B G H Wauters
G Oxley (appointed 31 August 2021)

Future developments

The directors and officers of the Group have developed strategic plans in order to achieve their objectives for the business.

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021

Research and development activities

The Group has moved away from focussing on investing in its software platform which has been impaired in the year.

Engagement with suppliers, customers and others

The directors' engagement with suppliers, customers and others is disclosed in the Strategic Report.

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company and the Group's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditors are aware of that information.

Post balance sheet events

There have been no significant events affecting the Company since the year end.

Auditors

During the year, Berg Kaprow Lewis LLP acted as auditor to the company until 31 March 2022.

On 31 March 2022, Berg Kaprow Lewis LLP transferred its audit business to a new LLP, BKL Audit LLP. The directors consented to treating the appointment of Berg Kaprow Lewis LLP as extending to BKL Audit LLP with effect from 1 April 2022.

Under section 487 (2) of the Companies Act 2006, BKL Audit LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

This report was approved by the board and signed on its behalf.

B G H Wauters

Director

Date: 16 December 2022

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GENERAL ELECTRICITY HOLDINGS LTD

Opinion

We have audited the financial statements of General Electricity Holdings Ltd (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2021, which comprise the Group Statement of Comprehensive Income, the Group and Company Statements of Financial Position, the Group Statement of Cash Flows, the Group and Company Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and of the parent Company's affairs as at 31 December 2021 and of the Group's loss 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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.

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 Group's or the parent 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.

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GENERAL ELECTRICITY HOLDINGS LTD (CONTINUED)

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves.

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 in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Group Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Group and the parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Directors' Report.

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

- adequate accounting records have not been kept by the parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent Company 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.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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 Group's and the parent 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 Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GENERAL ELECTRICITY HOLDINGS LTD (CONTINUED)

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 Group 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:

- Enquiring of management and those charged with governance around actual and potential litigation claims;
- Enquiring of management and those charged with governance to identify any instances of noncompliance with laws and regulations;
- Reviewing board meeting minutes for all meetings taking place throughout the year and indeed up until the date of signature of these financial statements;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Reviewing the general ledger in detail for all transactions with related parties;

Performing walk through testing to ensure systems and controls are operating as recorded where appropriate

- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

As part of an audit in accordance with ISAs (UK), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GENERAL ELECTRICITY HOLDINGS LTD (CONTINUED)

that a material uncertainty exists, we are required to draw attention in our Auditors' Report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditors' Report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Use of our report

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 Auditors' 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.

David Landau FCA (Senior Statutory Auditor)

for and on behalf of

BKL Audit LLP

Chartered Accountants

Statutory Auditor

London

17 December 2022

GENERAL ELECTRICITY HOLDINGS LTD

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 £	2020 £
Turnover	4	6,139,749	5,432,124
Cost of sales		(8,747,584)	(3,387,811)
Gross (loss)/profit		(2,607,835)	2,044,313
Administrative expenses		(9,915,665)	(8,985,451)
Exceptional administrative expenses	13	(5,124,024)	-
Other operating income	5	644,441	511,395
Operating loss	6	(17,003,083)	(6,429,743)
Interest receivable and similar income	10	-	521
Interest payable and similar expenses	11	(107,777)	(729,237)
Loss before taxation		(17,110,860)	(7,158,459)
Tax on loss	12	-	(47,827)
Loss for the financial year		(17,110,860)	(7,206,286)
Currency translation differences		-	2,257
Other comprehensive income for the year		-	2,257
Total comprehensive income for the year		(17,110,860)	(7,204,029)
(Loss) for the year attributable to:			
Owners of the parent Company		(17,110,860)	(7,206,286)
		(17,110,860)	(7,206,286)

The notes on pages 19 to 43 form part of these financial statements.

GENERAL ELECTRICITY HOLDINGS LTD
REGISTERED NUMBER:08053350

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2021

	Note	2021 £	2020 £
Fixed assets			
Intangible assets	14	-	4,688,546
Tangible fixed assets	15	64,313	252,689
Investments	16	20	20
		<u>64,333</u>	<u>4,941,255</u>
Current assets			
Stocks	17	40,188	51,876
Debtors: amounts falling due after more than one year	18	-	233,362
Debtors: amounts falling due within one year	18	2,195,616	2,460,085
Cash at bank and in hand	19	1,935,117	2,764,794
		<u>4,170,921</u>	<u>5,510,117</u>
Creditors: amounts falling due within one year	20	(10,456,300)	(5,934,727)
Net current liabilities		(6,285,379)	(424,610)
Total assets less current liabilities		(6,221,046)	4,516,645
Creditors: amounts falling due after more than one year	21	(4,000,000)	(4,099,247)
Provisions for liabilities			
Other provisions	22	(3,880,703)	-
		<u>(3,880,703)</u>	<u>-</u>
Net (liabilities)/assets		<u>(14,101,749)</u>	<u>417,398</u>
Capital and reserves			
Called up share capital	23	11,249,618	8,944,162
Share premium account		17,470,300	17,253,609
Profit and loss account		(42,821,667)	(25,780,373)
Equity attributable to owners of the parent Company		<u>(14,101,749)</u>	<u>417,398</u>
		<u>(14,101,749)</u>	<u>417,398</u>

GENERAL ELECTRICITY HOLDINGS LTD
REGISTERED NUMBER:08053350

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 DECEMBER 2021

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

B G H Wauters
Director

Date: 16 December 2022

The notes on pages 19 to 43 form part of these financial statements.

GENERAL ELECTRICITY HOLDINGS LTD
REGISTERED NUMBER:08053350

COMPANY STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2021

	Note	2021 £	2020 £
Fixed assets			
Intangible assets	14	-	4,688,547
Investments	16	120	12,413,149
		<u>120</u>	<u>17,101,696</u>
Current assets			
Debtors: amounts falling due within one year	18	386,618	3,513,016
Cash at bank and in hand	19	123,918	2,009,981
		<u>510,536</u>	<u>5,522,997</u>
Creditors: amounts falling due within one year	20	(6,260,347)	(2,972,030)
Net current (liabilities)/assets		<u>(5,749,811)</u>	<u>2,550,967</u>
Total assets less current liabilities		<u>(5,749,691)</u>	<u>19,652,663</u>
Creditors: amounts falling due after more than one year	21	(4,000,000)	(4,000,000)
Net (liabilities)/assets		<u><u>(9,749,691)</u></u>	<u><u>15,652,663</u></u>
Capital and reserves			
Called up share capital	23	11,249,618	8,944,162
Share premium account		17,470,300	17,253,609
Profit and loss account brought forward		(10,545,108)	(7,754,763)
Loss for the year		(27,994,067)	(3,036,709)
Other changes in the profit and loss account		69,566	246,364
Profit and loss account carried forward		<u>(38,469,609)</u>	<u>(10,545,108)</u>
		<u><u>(9,749,691)</u></u>	<u><u>15,652,663</u></u>

GENERAL ELECTRICITY HOLDINGS LTD
REGISTERED NUMBER:08053350

COMPANY STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 DECEMBER 2021

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

B G H Wauters
Director

Date: 16 December 2022

The notes on pages 19 to 43 form part of these financial statements.

GENERAL ELECTRICITY HOLDINGS LTD

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021

	Called up Share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 January 2021	8,944,162	17,253,609	(25,780,373)	417,398
Comprehensive income for the year				
Loss for the year	-	-	(17,110,860)	(17,110,860)
Total comprehensive income for the year	-	-	(17,110,860)	(17,110,860)
Shares issued during the year	2,305,456	216,691	-	2,522,147
Credit relating to equity share based payments	-	-	69,566	69,566
At 31 December 2021	11,249,618	17,470,300	(42,821,667)	(14,101,749)

The notes on pages 19 to 43 form part of these financial statements.

GENERAL ELECTRICITY HOLDINGS LTD

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2020

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 January 2020	3,234,797	9,828,413	(18,822,708)	(5,759,498)
Comprehensive income for the year				
Loss for the year	-	-	(7,206,286)	(7,206,286)
Currency translation differences	-	-	2,257	2,257
Total comprehensive income for the year	-	-	(7,204,029)	(7,204,029)
Shares issued during the year	5,709,365	7,425,196	-	13,134,561
Credit relating to equity settled share based payments	-	-	246,364	246,364
At 31 December 2020	8,944,162	17,253,609	(25,780,373)	417,398

The notes on pages 19 to 43 form part of these financial statements.

GENERAL ELECTRICITY HOLDINGS LTD

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 January 2020	3,234,797	9,828,413	(7,754,763)	5,308,447
Comprehensive income for the year				
Loss for the year	-	-	(3,036,709)	(3,036,709)
Contributions by and distributions to owners				
Bonus shares issued during the year	5,709,365	7,425,196	-	13,134,561
Credit relating to equity-settled share based payments	-	-	246,364	246,364
Total transactions with owners	5,709,365	7,425,196	246,364	13,380,925
At 1 January 2021	8,944,162	17,253,609	(10,545,108)	15,652,663
Comprehensive income for the year				
Loss for the year	-	-	(27,994,067)	(27,994,067)
Contributions by and distributions to owners				
Shares issued during the year	2,305,456	216,691	-	2,522,147
Credit relating to equity-settled share based payments	-	-	69,566	69,566
At 31 December 2021	11,249,618	17,470,300	(38,469,609)	(9,749,691)

The notes on pages 19 to 43 form part of these financial statements.

GENERAL ELECTRICITY HOLDINGS LTD

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2021

	2021 £	2020 £
Cash flows from operating activities		
Loss for the financial year	(17,110,860)	(7,206,286)
Adjustments for:		
Amortisation of intangible assets	-	669,614
Depreciation of tangible assets	85,860	108,077
Impairments of fixed assets	4,688,547	-
Loss on disposal of tangible assets	120,365	-
Interest paid	107,777	729,237
Interest received	-	(521)
Taxation charge	-	47,827
Decrease/(increase) in stocks	11,688	(42,382)
Decrease in debtors	497,830	1,838,499
Increase/(decrease) in creditors	1,194,574	(331,487)
Increase in provisions	3,880,703	-
Corporation tax received/(paid)	-	(47,827)
Foreign Exchange	-	2,257
Share option charge	69,566	246,364
Net cash generated from operating activities	(6,453,950)	(3,986,628)
Cash flows from investing activities		
Purchase of intangible fixed assets	-	(2,453,264)
Purchase of tangible fixed assets	(17,848)	(217,809)
Interest received	-	521
Net cash from investing activities	(17,848)	(2,670,552)
Cash flows from financing activities		
Issue of ordinary shares	2,305,456	5,709,365
Other new loans	5,000,000	1,772,246
Interest paid	(107,777)	(729,237)
Share premium on issue of ordinary shares	216,691	7,425,196
Conversion of loans to equity	(1,772,249)	(6,981,000)
Net cash used in financing activities	5,642,121	7,196,570
Net (decrease)/increase in cash and cash equivalents	(829,677)	539,390
Cash and cash equivalents at beginning of year	2,764,794	2,225,404
Cash and cash equivalents at the end of year	1,935,117	2,764,794

GENERAL ELECTRICITY HOLDINGS LTD

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021

	2021 £	2020 £
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	1,935,117	2,764,794
	<u>1,935,117</u>	<u>2,764,794</u>

The notes on pages 19 to 43 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

1. General information

General Electricity Holdings Ltd (the "Company") and its subsidiaries (together "the Group") operate as a commercial demand response aggregator and platform service provider both in the UK and internationally.

The Group leverages a combination of proprietary hardware and software to deliver financial benefits to grid operators, utilities, suppliers and large consumers of electricity via a fully automated demand management solution. The Company also is a technology platform developer and provider of this platform to clients and group companies.

The Company is a private company limited by shares and is incorporated in England and Wales.

The Registered Office address is 35 Ballards Lane, London, N3 1XW.

The principal place of business is 4th Floor, Office 602-603, Salisbury House, 29 Finsbury Circus, London, EC2M 5QQ.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland ("FRS 102") and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgement in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements.

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Statement of Financial Position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated Statement of Comprehensive Income from the date on which control is obtained. They are deconsolidated from the date control ceases.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

2. Accounting policies (continued)

2.3 Going concern

The financial statements have been prepared on the going concern basis which assumes that the Group will continue to trade for the foreseeable future, being a period of at least twelve months from the date of approval of these financial statements, and will be able to meet its debts as they fall due.

The Group made a loss for the year ended 31 December 2021 of £17,110,860 and as at 31 December 2021, it had net current liabilities of £6,285,379 and net liabilities of £14,101,749.

During the year certain shareholders have provided additional funding. The directors are confident that this support will continue for at least 12 months from the date of signature of these accounts and, in conjunction with ongoing cash generated, believe that this will be sufficient to cover all ongoing costs.

The directors have also reviewed forecasts for the next 12 months and are confident that the company will be able to meet its liabilities as they fall due.

Based on all of the above, the directors believe that the Group has adequate resources to continue in operational existence for the foreseeable future and that it is appropriate to continue to use the going concern basis for the preparation of these financial statements.

2.4 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is Sterling.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Consolidated Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Consolidated Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Consolidated Statement of Comprehensive Income within 'other operating income'.

On consolidation, the results of overseas operations are translated into Sterling at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

2. Accounting policies (continued)

2.5 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.6 Operating leases

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.7 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Consolidated Statement of Comprehensive Income in the same period as the related expenditure.

2.8 Coronavirus Job retention scheme income and expenditure

Furlough income is receivable as compensation for salary expenses already incurred and to give immediate financial support to the Group with no future related costs. This income is recognised in the Consolidated Statement of Comprehensive Income in the same period as the related expenditure.

2.9 Interest income

Interest income is recognised in the Consolidated Statement of Comprehensive Income using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

2. Accounting policies (continued)

2.10 Finance costs

Finance costs are charged to the Consolidated Statement of Comprehensive Income 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.

2.11 Borrowing costs

All borrowing costs are recognised in the Consolidated Statement of Comprehensive Income in the year in which they are incurred.

2.12 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in the Consolidated Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Group in independently administered funds.

2.13 Share based payments

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to the Statement of Comprehensive Income over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the Group keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to the Statement of Comprehensive Income over the remaining vesting period.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

2. Accounting policies (continued)

2.14 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company and the Group operate and generate income.

2.15 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the Group but are presented separately due to their size or incidence.

2.16 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. The Group had assessed that the useful life of the intangible assets was 5 years, however an impairment was performed in 2021.

2.17 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Plant and machinery	-	20%	straight line
Fixtures and fittings	-	25%	straight line
Office equipment	-	25%	straight line
Computer equipment	-	25%	straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

2. Accounting policies (continued)

2.18 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted Group shares, whose market value can be reliably determined, are remeasured to market value at each reporting date. Gains and losses on remeasurement are recognised in the Consolidated Statement of Comprehensive Income for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

2.19 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in the Consolidated Statement of Comprehensive Income.

2.20 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.21 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

2.22 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

2. Accounting policies (continued)

2.23 Provisions for liabilities

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of Comprehensive Income in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the reporting date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Statement of Financial Position.

2.24 Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors and amounts owed by and to group undertakings.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade creditors or debtors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an 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.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

3. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the Statement of Financial Position date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

(i) Useful economic lives of tangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are reassessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See note 15 for the carrying amount of the property plant and equipment, and accounting policy note 2.17 for the useful economic lives for each class of assets.

(ii) Stock provisioning

The Group assembles and installs processing stations and is subject to changing cost prices. As a result it is necessary to consider the recoverability of the cost of stock and the associated provisioning required.

When calculating the stock provision, management considers the nature and condition of the stock, as well as applying assumptions around anticipated saleability of finished goods and future usage of raw materials. See note 17 for the net carrying amount of the stock.

(iii) Impairment of debtors

The Group makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 18 for the net carrying amount of the debtors.

(iv) Share based payments

Certain employees have been granted share options by the Group that require a fair value methodology to value the options at the date of grant as detailed in accounting policy 2.13 and note 24.

(v) Useful economic life of intangible assets

The annual amortisation charge for intangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are reassessed annually. See note 14 for the carrying value of intangible assets and accounting policy 2.16.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

4. Turnover

Analysis of turnover by country of destination:

	2021 £	2020 £
United Kingdom	5,661,864	4,639,278
Rest of Europe	409,313	434,772
Rest of the world	68,572	358,074
	<u>6,139,749</u>	<u>5,432,124</u>

5. Other operating income

	2021 £	2020 £
Other operating income	4,860	120,000
Coronavirus job retention scheme income	-	51,520
Government Grants receivable	639,581	162,470
Tax credit on research and development expenditure	-	177,405
	<u>644,441</u>	<u>511,395</u>

6. Operating loss

The operating loss is stated after charging:

	2021 £	2020 £
Depreciation of intangible fixed assets	-	669,616
Depreciation of tangible fixed assets	85,860	108,077
Exchange differences	21,702	28,230
Impairment of intangible assets	4,688,547	-
Other operating lease rentals	460,165	286,597
Share based payment	<u>69,566</u>	<u>246,364</u>

GENERAL ELECTRICITY HOLDINGS LTD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

7. Auditors' remuneration

	2021 £	2020 £
Fees payable to the Group's auditor and its associates for the audit of the Group's annual accounts	16,650	16,650
	<u>16,650</u>	<u>16,650</u>
Fees payable to the Group's auditor and its associates in respect of:		
The auditing of accounts of associates of the Group pursuant to legislation	33,350	33,350
Audit- related assurance services	-	3,183
Taxation compliance services	5,000	4,244
	<u>38,350</u>	<u>40,777</u>

8. Employees

The average monthly number of employees, including the directors, during the year was as follows:

	Group 2021 No.	Group 2020 No.	Company 2021 No.	Company 2020 No.
Technical / delivery	3	3	-	-
Operations	6	6	-	-
Management	6	6	-	-
Sales & Marketing	7	10	-	-
Technology	10	22	-	-
Other	6	6	3	3
	<u>38</u>	<u>53</u>	<u>3</u>	<u>3</u>

In addition to the wages and salaries figure disclosed below, the Group have capitalised £Nil (2020: £379,535) of payroll costs. These are included within Intangible Fixed Assets (Note 14).

GENERAL ELECTRICITY HOLDINGS LTD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

Staff costs, including directors' remuneration, were as follows:

	2021	2020
	£	£
Wages and salaries	4,655,709	3,303,329
Social security costs	405,687	539,700
Cost of defined contribution scheme	161,857	144,157
	<u>5,223,253</u>	<u>3,987,186</u>

9. Directors' remuneration

Directors' remuneration for the period was £963,968 (2020: £309,784).

The highest paid director received remuneration of £963,968 (2020 - £309,784).

The value of the Group's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £NIL (2020 - £NIL).

10. Interest receivable

	2021	2020
	£	£
Interest receivable	-	521
	<u>-</u>	<u>521</u>

11. Interest payable and similar expenses

	2021	2020
	£	£
Interest payable	107,777	729,237
	<u>107,777</u>	<u>729,237</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

12. Taxation

	2021 £	2020 £
Corporation tax		
Current tax on profits for the year	-	47,827
	-	47,827
Total current tax	-	47,827
Deferred tax		
Total deferred tax	-	-
Taxation on profit on ordinary activities	-	47,827
Factors affecting tax charge for the year		

The tax assessed for the year is higher than (2020 - *higher than*) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Loss on ordinary activities before tax	<u>(17,110,860)</u>	<u>(7,158,459)</u>
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	(3,251,063)	(1,360,107)
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	485,132	107,601
Adjustments to tax charge in respect of prior periods	-	(25,336)
Non-taxable income	-	(22,800)
Adjustment in research and development tax credit leading to an increase (decrease) in the tax charge	-	(2,800)
Unrelieved tax losses carried forward	2,765,931	1,386,883
Group relief	-	(35,614)
Total tax charge for the year	<u>-</u>	<u>47,827</u>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

12. Taxation (continued)

Factors that may affect future tax charges

The Group has tax losses of approximately £42m (2020: £21.6m) available to carry forward against future taxable profits of the Group.

The Group has research and development tax credits of approximately £80,000 (2020: £80,000) which are available to be offset against future corporation tax liabilities.

No deferred tax asset has been provided on the above as it is uncertain as to when there will be sufficient profits to utilise these losses.

13. Exceptional items

	2021 £	2020 £
Impairment of intangible assets	4,688,547	-
Bad debt write off (group companies now liquidated)	435,477	-
	<u>5,124,024</u>	<u>-</u>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

14. Intangible assets

Group

	Development expenditure £
Cost	
At 1 January 2021	5,808,022
At 31 December 2021	5,808,022
Amortisation	
At 1 January 2021	1,119,475
Impairment charge	4,688,547
At 31 December 2021	5,808,022
Net book value	
At 31 December 2021	-
At 31 December 2020	4,688,547

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

14. Intangible assets (continued)

Company

	Development expenditure £
Cost	
At 1 January 2021	5,808,022
	5,808,022
At 31 December 2021	
Amortisation	
At 1 January 2021	1,119,475
	4,688,547
Impairment charge	
	5,808,022
At 31 December 2021	
Net book value	
At 31 December 2021	-
	4,688,547
<i>At 31 December 2020</i>	

GENERAL ELECTRICITY HOLDINGS LTD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

15. Tangible fixed assets

Group

	Plant and machinery £	Fixtures and fittings £	Office equipment £	Computer equipment £	Total £
Cost or valuation					
At 1 January 2021	332,515	295,074	84,528	90,877	802,994
Additions	-	-	-	17,848	17,848
Disposals	-	(187,979)	(84,181)	-	(272,160)
At 31 December 2021	332,515	107,095	347	108,725	548,682
Depreciation					
At 1 January 2021	319,431	123,753	79,144	27,978	550,306
Charge for the year on owned assets	9,975	47,798	4,165	23,922	85,860
Disposals	-	(68,488)	(83,309)	-	(151,797)
At 31 December 2021	329,406	103,063	-	51,900	484,369
Net book value					
At 31 December 2021	3,109	4,032	347	56,825	64,313
At 31 December 2020	13,084	171,321	5,384	62,899	252,688

16. Fixed asset investments

Group

	Unlisted investments £
Cost or valuation	
At 1 January 2021	20
At 31 December 2021	20

GENERAL ELECTRICITY HOLDINGS LTD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

Company

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2021	12,470,141
Additions	69,566
Disposals	(56,992)
	<hr/>
At 31 December 2021	12,482,715
	<hr/>
Impairment	
At 1 January 2021	56,992
Charge for the period	12,482,595
Impairment on disposals	(56,992)
	<hr/>
At 31 December 2021	<u>12,482,595</u>

GENERAL ELECTRICITY HOLDINGS LTD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Principal activity	Class of shares	Holding
KiWi Power Ltd	35 Ballards Lane, London N3 1XW	Smart grid technology and commercial response aggregator	Ordinary	100 %
KiWi Power Battery Management Limited	35 Ballards Lane, London N3 1XW	Management of a commercial battery storage project	Ordinary	100 %
KiWi Power International Limited	35 Ballards Lane, London N3 1XW	Licensing hardware and software to international partners	Ordinary	100 %
KiWi Power Deutschland GmbH	c/o HLB Dr. Stückmann u. Partner mbH, Elsa-Brandström-Straße 7, 33602 Bielefeld	Smart grid technology and commercial response aggregator. Incorporated in Germany	Ordinary	100 %
KiWi Enerji Sistemleri Anonim Sirketi	Turkey	Dormant. Incorporated in Turkey.	Ordinary	100 %
KiWi Power USA Inc	USA	Smart grid technology and commercial response aggregator. Incorporated in USA	Ordinary	100 %
KiWi Power Ireland Limited	35 Ballards Lane, London, N3 1XW	Smart grid technology and commercial response aggregator. Incorporated in Ireland	Ordinary	100 %

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

Subsidiary undertakings (continued)

All the subsidiary undertakings, with the exception of Kiwi Enerji Sistemleri Anonim Sirketi, are included in the consolidated financial statements.

The results of Kiwi Enerji Sistemleri Anonim Sirketi, Kiwi Power Ireland and Kiwi Power USA Inc have not been consolidated on the basis that they have an immaterial impact on the Group's results.

All the subsidiary undertakings are directly owned by the Company and were incorporated in England and Wales, unless stated otherwise in the "Principal activity" column.

On 30 September 2022 the investment in Vest BM Limited (formerly Kiwi Power Battery Management Limited) was sold.

Unlisted investments

The Company holds a 20% equity investment in NK Boulby Energy Storage Ltd which is an unlisted entity. This investment is held at historic cost.

17. Stocks

	Group 2021 £	<i>Group 2020 £</i>
Finished goods and goods for resale	40,188	51,876
	40,188	51,876

GENERAL ELECTRICITY HOLDINGS LTD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

18. Debtors

	Group 2021 £	<i>Group</i> <i>2020</i> £	Company 2021 £	<i>Company</i> <i>2020</i> £
Due after more than one year				
Other debtors	-	233,362	-	-
	Group 2021 £	<i>Group</i> <i>2020</i> £	Company 2021 £	<i>Company</i> <i>2020</i> £
Due within one year				
Trade debtors	384,520	424,670	-	-
Amounts owed by group undertakings	-	-	-	2,011,170
Other debtors	493,853	668,246	361,516	1,499,957
Prepayments and accrued income	1,317,243	1,367,169	25,102	1,889
	<u>2,195,616</u>	<u>2,460,085</u>	<u>386,618</u>	<u>3,513,016</u>

19. Cash and cash equivalents

	Group 2021 £	<i>Group</i> <i>2020</i> £	Company 2021 £	<i>Company</i> <i>2020</i> £
Cash at bank and in hand	<u>1,935,117</u>	<u>2,764,794</u>	<u>123,918</u>	<u>2,009,981</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

20. Creditors: Amounts falling due within one year

	Group	<i>Group</i>	Company	<i>Company</i>
	2021	<i>2020</i>	2021	<i>2020</i>
	£	<i>£</i>	£	<i>£</i>
Other loans	5,000,000	<i>1,772,249</i>	5,000,000	<i>1,772,249</i>
Trade creditors	2,627,702	<i>1,217,712</i>	27,384	<i>8,600</i>
Amounts owed to group undertakings	-	<i>-</i>	992,284	<i>950,268</i>
Other taxation and social security	86,391	<i>137,077</i>	-	<i>-</i>
Other creditors	220,019	<i>241,245</i>	200,276	<i>216,933</i>
Accruals and deferred income	2,522,188	<i>2,566,444</i>	40,403	<i>23,980</i>
	<u>10,456,300</u>	<i><u>5,934,727</u></i>	<u>6,260,347</u>	<i><u>2,972,030</u></i>

Included within other loans is a revolving credit facility with the immediate parent undertaking Engie New Ventures SAS. The facility is unsecured, due within one year and accrues interest at LIBOR plus 0.33%.

Also included within other loans is a revolving credit facility with the ultimate parent entity Engie SA. The loan is unsecured, due within one year and accrues interest at the BOE rate plus 0.33%.

21. Creditors: Amounts falling due after more than one year

	Group	<i>Group</i>	Company	<i>Company</i>
	2021	<i>2020</i>	2021	<i>2020</i>
	£	<i>£</i>	£	<i>£</i>
Accruals and deferred income	-	<i>99,247</i>	-	<i>-</i>
Share capital treated as debt	4,000,000	<i>4,000,000</i>	4,000,000	<i>4,000,000</i>
	<u>4,000,000</u>	<i><u>4,099,247</u></i>	<u>4,000,000</u>	<i><u>4,000,000</u></i>

Disclosure of the terms and conditions attached to the non-equity shares is made in note 23.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

22. Provisions

Group

	Contractual provisions £	Onerous lease provision £	Total £
Charged to profit or loss	3,712,563	168,140	3,880,703
At 31 December 2021	3,712,563	168,140	3,880,703

During the year the Group entered into an onerous contract with a supplier for which it will not receive commensurate benefits. The full amount of the contract has been recognised in these financial statements. The Group also did not meet certain CMU requirements and have included an onerous provision for the expected termination fees. These are included within contractual provisions.

Onerous lease provisions relate to operating lease commitments which would have been cancelled if this was possible.

GENERAL ELECTRICITY HOLDINGS LTD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

23. Share capital

	2021 £	2020 £
Shares classified as equity		
Allotted, called up and fully paid		
11,249,618 (2020 - 8,944,162) Ordinary shares of £1 each	<u>11,249,618</u>	<u>8,944,162</u>

There is a single class of Ordinary shares. There are no restrictions on the distribution of dividends and the repayment of capital.

During the year ended 31 December 2021, 2,305,456 Ordinary shares of £1 each were allotted and fully paid.

	2021 £	2020 £
Shares classified as debt		
Allotted, called up and fully paid		
285,537 (2020 - 285,537) Preference B shares of £1 each	285,537	285,537
3,714,463 (2020 - 3,714,463) Premium paid on Preference B shares of £1 each	3,714,463	3,714,463
	<u>4,000,000</u>	<u>4,000,000</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

24. Share based payments

The Group operated a share-based payment scheme for its key employees.

Certain employees are granted share options in the Company. The options are granted with a fixed exercise price, are exercisable after the date of grant and expire ten years after the date of grant.

A reconciliation of share option movements over the year to 31 December 2021 is shown below:

	Weighted average exercise price (pence) 2021	Number 2021	<i>Weighted average exercise price (pence) 2020</i>	<i>Number 2020</i>
Outstanding at the beginning of the year		325,465	100	325,465
Granted during the year		-	100	19,488
Lapsed during the year	-100	(36,406)	-100	(19,947)
Outstanding at the end of the year		289,059		325,006

The Group is unable to directly measure the fair value of employee services received. Instead the fair value of the share options granted during the prior year was determined using a simplified Black-Scholes model, with the following parameters:

	2020 <i>Black-Scholes</i>
Option pricing model used	
Fair value at grant date (£ per share)	1.35
Exercise price (pence)	100
Option life (years)	10
Expected volatility	30%
Expected dividend growth rate	None
Risk-free interest rate	0.23%

The total charge for the year in respect of these share-based payments was £69,566 (2020: £246,364). The charge is treated as an expense in the Group figures and as a capital contribution added to the cost of investments in the Company.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

25. Contingent assets and liabilities

Subsequent to the year end, the Group were in discussions with the National Grid regarding additional income due to the subsidiary Kiwi Power relating to services provided in the financial year ended 31 December 2021. The fees are virtually certain to be received however, at the date of the approval of these financial statements, the Directors are unable to provide a reliable estimate of the amount receivable and, consequently, no asset has been recognised in these financial statements.

26. Pension commitments

The Group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge represents contributions payable by the Group to the fund and amounted to £161,857 (2020: £142,901).

Contributions totalling £18,245 (2020: £22,794) were payable to the fund at the Statement of Financial Position date.

27. Commitments under operating leases

At 31 December 2021 the Group had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2021 £	<i>Group 2020 £</i>
Not later than 1 year	168,140	<i>349,063</i>
Later than 1 year and not later than 5 years	-	<i>168,140</i>
	<u>168,140</u>	<i><u>517,203</u></i>

28. Related party transactions

Where possible the Company and Group has taken advantage of the exemption conferred by FRS 102 section 33.1A from the requirement to disclose transactions with other wholly owned group undertakings on the grounds that consolidated financial statements are prepared by the parent undertaking and are publicly available.

Key management personnel were paid remuneration of £963,968 (2020: £534,732) during the year ended 31 December 2020.

29. Controlling party

The ultimate parent undertaking is Engie SA, a company incorporated in France and listed on Euronext in Paris and Brussels.

At the year-end, the immediate parent undertaking was Engie New Ventures SAS. Following the year-end, the ordinary shares were transferred to GDF International SAS.

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.