# Annual Report and

Financial Statements for the Period Ended 31 December 2015

<u>for</u>

New Stone House Farm Limited (formerly INRG (Solar Parks) 10 Limited)

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# Company Information for the Period Ended 31 December 2015

**DIRECTORS:** 

L Di Rico A M Shaffran

**SECRETARY:** 

Quintas Energy UK Ltd

**REGISTERED OFFICE:** 

c/o Quintas Energy UK Ltd Suite C, 3rd Floor 3 Harbour Exchange Square

London E14 9GE

**REGISTERED NUMBER:** 

08697664 (England and Wales)

**AUDITOR:** 

KPMG LLP

Arlington Business Park

Theale **READING** RG7 4SD

Report of the Directors for the Period Ended 31 December 2015

The directors present their report with the financial statements of the company for the 15 months ended on 31 December 2015.

Comparative figures are unaudited and represent a long period of account from incorporation on 19 September 2013 to 30 September 2014.

#### PRINCIPAL ACTIVITY

The principal activity of the company during the period was the generation of electricity using solar technology.

#### **BUSINESS REVIEW**

During the period the company made a loss of £999,027.

The directors do not propose a dividend.

#### IFRS TRANSITION

The company is preparing their financial statements in accordance with Adopted IFRS for the first time; previous accounts were prepared in accordance with UK FRSSE. An explanation of how the transition has affected the reported financial position, financial performance and cashflows is provided in note 24.

#### **DIRECTORS**

The directors who have held office during the period from 1 October 2014 to the date of signing this report as follows:

L Di Rico - appointed 21 October 2014 A M Shaffran - appointed 21 October 2014

#### **GOING CONCERN**

Having reviewed the company's current position and cash-flow projections for the next twelve months, the directors believe the company is well placed to manage its business risks despite the net liabilities position.

Additionally, the ultimate parent of the Company, Magnetar Financial LLC, have confirmed that for at least 12 months from the date of approval of the financial statements, it does not intend to seek repayment of the amounts currently loaned to the company, if repayment of these amounts would result in the company being unable to meet its obligations. Accordingly, they adopt the going concern basis in preparation of the financial statements.

#### **SMALL COMPANY EXEMPTION**

The directors have taken advantage of the small companies exemptions provided by section 414B of the Companies Act 2006 from the requirement to prepare a strategic report.

#### STATEMENT AS TO DISCLOSURE OF INFORMATION TO THE AUDITOR

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditor is unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Report of the Directors - continued for the Period Ended 31 December 2015

## **AUDITOR**

The auditor, KPMG LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

## ON BEHALF OF THE BOARD:

**Alan Shaffran** 

Director Director

Date: 05/04/16

## **REGISTERED OFFICE ADDRESS**

New Stone House Farm Limited c/o Quintas Energy UK Ltd Suite C, 3rd Floor 3 Harbour Exchange Square London E14 9GE

# Statement of Directors' Responsibilities for the Period Ended 31 December 2015

The directors are responsible for preparing the Report of the Directors 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 International Financial Reporting Standards as adopted by the European Union. 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;
- state whether they have been prepared in accordance with IFRS, as adopted by the EU; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Report of the Independent Auditor to the Members of New Stone House Solar Limited

#### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NEW STONE HOUSE SOLAR LIMITED

We have audited the financial statements of New Stone House Solar Limited for the period ended 31 December 2015 set out on pages 7 to 25. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU.

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

#### Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at <a href="https://www.frc.org.uk/auditscopeukprivate">www.frc.org.uk/auditscopeukprivate</a>.

#### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2015 and of its loss for the period then ended;
- have been properly prepared in accordance with IFRSs as adopted by the EU; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Opinion on other matters prescribed by the Companies Act 2006

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

#### Matters on which we are required to report by exception

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

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

Report of the Independent Auditor to the Members of New Stone House Solar Limited – continued

#### Other matter -Prior period financial statements

In forming our opinion on the financial statements, which is not modified, we note that the prior period financial statements were not audited. Consequently, International Standards on Auditing (UK and Ireland) require the auditor to state that the corresponding figures contained within these financial statements are unaudited.

James Ledward (Senior Statutory Auditor) for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants Arlington Business Park Theale Reading RG7 4SD

7 April 2016

# Statement of comprehensive income for the Period ended 31 December 2015

		·	Unaudited Period
		15 Months Ended	19-Sep-13 to
•		31-Dec-15	30-Sep-14
	' Notes	£	£
Revenue		956,225	-
Cost of sales		(84,366)	
GROSS PROFIT		871,859	-
Administrative expenses		(995,302)	(28,000)
OPERATING PROFIT/(LOSS)		(123,443)	(28,000)
Finance costs	6	(1,119,035)	
LOSS BEFORE INCOME TAX	4	(1,242,478)	(28,000)
Income tax	. 7	243,451	
LOSS FOR THE PERIOD		(999,027)	(28,000)
OTHER COMPREHENSIVE INCOME		<u> </u>	<u> </u>
TOTAL COMPREHENSIVE LOSS FOR TH	E PERIOD	(999,027)	(28,000)

#### Statement of financial position 31 December 2015

<u> </u>			Unaudited	
		31-Dec-15	30-Sep-14	19-Sep-13
	Notes	51-Dec-15 £	50-3ер-14 £	19-3ep-13 £
ASSETS	Notes	r	L	٠.
NON-CURRENT ASSETS				
	8	10 226 000	522 205	
Property, plant and equipment		10,326,098	522,285	-
Deferred tax	16	243,451		<del>-</del>
		10,569,549	522,285	-
CLIDDENIT ACCETS				
CURRENT ASSETS	^	000 000	101 400	
Trade and other receivables	9	830,038	101,422	-
Cash and cash equivalents	20	384,044		
		1,214,082	101,422	-
			<del></del>	
TOTAL ASSETS		11,783,631	623,707	
EQUITY				
SHAREHOLDERS' EQUITY				
Called up share capital	10	100	100	-
Retained deficit	11	(1,027,027)	(28,000)	
	•			
TOTAL EQUITY		(1,026,927)	(27,900)	
I IADII PUIC				
LIABILITIES NON CURRENT LIABILITIES				
NON-CURRENT LIABILITIES				
Provisions	15	107 121		
Provisions	15	107,121	-	-
CURRENT LIABILITIES				
	12	75 570	651 607	
Trade and other payables		75,579	651,607	-
Interest bearing loans and borrowings	13	12,627,858	<del></del>	
		12,703,437	651,607	
		12,703,437	051,007	
TOTAL LIABILITIES		12,810,558	651,607	-
		<del></del>		
TOTAL EQUITY AND LIABILITIES		11,783,631	623,707	

05/04/16 and were signed by: The financial statements were approved by the Board of Directors on

Alan Shaffran

Director: Director

# Statement of changes in equity for the Period ended 31 December 2015

	Called up share capital £	Retained deficit £	Total equity £
Balance at 19 September 2013 Issue of share capital Total comprehensive loss	100	(28,000)	100 (28,000)
Balance at 30 September 2014	100	(28,000)	(27,900)
Total comprehensive loss		(999,027)	(999,027)
Balance at 31 December 2015	100	(1,027,027)	(1,026,927)

# Statement of cash flows for the Period ended 31 December 2015

for the Period ended 31 December 2015			
			Unaudited
•			Period
		15 Months Ended	19-Sep-13 to
•	•	31-Dec-15	30-Sep-14
•		£	£
		<b>.</b>	*
Cash flows from operating activities		(502.806)	500 105
Cash generated from operations	19	(523,826)	522,185
Interest paid		<del>-</del>	
Net cash from operating activities		(523,826)	522,185
•			
Cash flows from investing activities			
Purchase of property, plant and equipment		(10,021,388)	(522,285)
			•
Net cash from investing activities		(10,021,388)	(522,285)
			•
Cash flows from financing activities			
Proceeds from new loans		11,511,630	-
Short term loan to parent company		(582,372)	-
Share issue	•	-	100
			•
Net cash from financing activities		10,929,258	100
The dust Hom manding activities			
		•	
			•
Net increase in cash and cash equivalents		384,044	_
Cash and cash equivalents at beginning of Period	20	-	<u>-</u>
Cash and cash equivalents at beginning of I errod	20	•	
			•
			· · · · · · · · · · · · · · · · · · ·
Cash and cash equivalents at end of Period	20	384,044	_
Casii and Casii equivalents at end of a citod	20		

Notes to the Financial Statements for the Period Ended 31 December 2015

## 1 GENERAL INFORMATION

New Stone House Farm Limited is a private limited company incorporated and domiciled in England. The address of the company's registered office is Suite C 3<sup>rd</sup> Floor, 3 Harbour Exchange Square, London, E14 9GE.

On 12 November 2014, the company name was changed from INRG (Solar Parks) 10 Limited to New Stone House Farm Limited.

The principal activity of the company during the period was the generation of electricity using solar technology.

#### 2 ACCOUNTING POLICIES

The company financial statements have been prepared and approved by the directors in accordance with International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs").

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements and in preparing an opening IFRS balance sheet at 19 September 2013 for the purposes of the transition to Adopted IFRSs.

#### **IFRS** Transition

The company is preparing their financial statements in accordance with Adopted IFRS for the first time; previous accounts were prepared in accordance with Financial Reporting Standard for Smaller Entities (FRSSE). An explanation of how the transition has affected the reported financial position, financial performance and cashflows is provided in note 24.

#### Measurement convention

The financial statements have been prepared under historical cost convention.

#### Adopted IFRSs not yet applied

The following Adopted IFRSs have been issued but, not being effective for the financial period ended 31 December 2015, have not been applied in these financial statements. Their adoption is not expected to have a material effect on the financial statements.

- IFRS 9 Financial Instruments.
- IFRS 15 Revenue from Contracts with Customers.
- Clarification of Acceptable Methods of Depreciation and Amortisation Amendments to IAS 16 and IAS 38.

The directors do not anticipate that the adoption of the above standards and interpretations will have a material impact on the company's financial statements in the period of initial application.

#### Going concern

Having reviewed the company's current position and cash-flow projections for the next twelve months, the directors believe the company is well placed to manager its business risks despite the net liabilities position.

Additionally, the ultimate parent of the Company, Magnetar Financial LLC, have confirmed that for at least 12 months from the date of approval of the financial statements, it does not intend to seek repayment of the amounts currently loaned to the company, if repayment of these amounts would result in the company being unable to meet its obligations. Accordingly, they adopt the going concern basis in preparation of the financial statements.

Notes to the Financial Statements for the Period Ended 31 December 2015

#### 2 ACCOUNTING POLICIES – continued

#### Revenue recognition

Revenue represents income from the generation of energy from the operational solar park during the period. Any income not invoiced is accrued in the period in which it has been generated.

Revenue is stated net of value added tax and is generated entirely within the United Kingdom.

#### Revenue relating to the accrued income for ROCs and LECs

The number of Renewable Obligations Certificates (ROCs) and Levy Exempt Certificates (LECs) are calculated each month based on the number of mega-watts of power exported. The ROC price is fixed for each Compliance Period and is published in advance by Ofgem. The LEC is an exemption to the Climate Change Levy (CCL) which is published in advance of the tax year by HMRC. The ROC recycle price is not published until September following the accounting year end and thus management estimate the price. Management monitor the total UK renewable generation on a quarterly basis to ensure this assumption remains reasonable.

Effective 31 July 2015, no revenue was accrued or recognised for LECs following the Government's revocation of the Climate Change Levy (LECs) from which LECs were derived.

#### Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and any provision for impairment losses. Cost comprises the aggregate amount paid and the fair value of any other consideration given to acquire the asset and includes costs directly attributable to making the asset capable of operating as intended. Borrowing costs are expensed as incurred as they do not meet the capitalisation criteria under IAS 23, as the construction of the related assets does not require a substantial period of time. Items of property, plant and equipment are depreciated to their estimated residual values on a straight line basis over their expected useful lives as follows:

Solar Photovoltaic (PV) assets - over 25 years

The depreciation methods, estimated remaining useful lives and residual values are reviewed at each reporting date, taking account technological innovations and asset maintenance programmes. A change resulting from the review is treated as a change in accounting estimate. The depreciation expense is recognised in the income statement.

#### **Provisions**

A provision is recognised in the balance sheet when the company has a present legal or constructive obligation as a result of a past event, that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects risks specific to the liability.

Liabilities for decommissioning costs are recognised when the company has an obligation to dismantle and remove the solar PV equipment and to restore the land on which it is located. Liabilities may arise upon construction of such facilities, upon acquisition or through a subsequent change in legislation or regulations. The amount recognised is the estimated present value of expenditure determined in accordance with local conditions and requirements. A corresponding tangible item of property, plant and equipment equivalent to the provision is also created.

Any changes in the present value of the estimated expenditure is added to or deducted from the cost of the asset to which it relates. The adjusted depreciable amount of the asset is then depreciated prospectively over its remaining useful life. The unwinding of the discount on the decommissioning provision is included as a finance cost.

# Notes to the Financial Statements - continued for the Period Ended 31 December 2015

#### 2 ACCOUNTING POLICIES - continued

#### Impairment of non-financial assets

Carrying value of non-financial assets is reviewed at each reporting date or whenever events or changes in circumstances indicate that the carrying amount may not be recoverable, to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated.

A previously recognised impairment will be revised insofar as estimates change as a result of an event occurring after the impairment was recognised. An impairment is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined had no impairment been recognised. A reversal of impairment is recognised in the income statement.

After the recognition of an impairment loss, the depreciation or amortisation charge for the asset is adjusted in the future periods to allocate the asset's revised carrying amount, less its residual value, on a systematic basis over its useful life.

#### Financial instruments

Financial instruments recognised on the balance sheet include trade and other receivables, cash and cash equivalents, accounts payable and other financial liabilities.

#### Initial recognition and measurement

Financial assets and financial liabilities are recognised on the balance sheet when the company becomes party to the contractual provisions of the instrument. Financial instruments are initially recorded at fair value plus, in the case of a financial asset of financial liability not at fair value through profit or loss, directly attributable transaction costs. Subsequent measurement and impairment for each classification is specified in the sections below.

All regular way purchases and sales of financial assets are recognised on the trade date i.e. the date that the company commits to purchase or sell the financial assets.

#### De-recognition of financial assets and liabilities

A financial asset, or apportion of a financial asset, is derecognised where:

- The rights to receive cash flows from the asset have expired;
- The company retains the right to receive the cash flow from the asset, but has assumed an obligation to pay them in full without material delay to a third party under "pass-through" arrangement, or
- The company has transferred the rights to receive cash flows from the asset and either:
- (i) has transferred substantially all the risks and rewards of ownership of the asset or
- (ii) has neither transferred nor retained substantially all the risks and rewards of ownership of the asset but has transferred control of the asset.

A financial liability is de-recognised when the obligation under the liability is discharged, cancelled or has expired.

Notes to the Financial Statements - continued for the Period Ended 31 December 2015

#### 2. ACCOUNTING POLICIES - continued

#### Trade and other receivables

Trade and other receivables reflected on the balance sheet are net of an allowance for uncollectible amounts.

#### Financial liabilities

Loans and accounts payables are classified as financial liabilities and are subsequently measured at amortised cost. Gains and losses are recognised in income when the financial liabilities are derecognised or impaired as well as through the amortisation process.

Finance costs and gains or losses relating to financial liabilities are included in the income statement. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability

Where the contractual terms of share capital do not have any features meeting the definition of financial liability then such capital is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

#### Leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the statement of profit or loss and other comprehensive income on a straight-line basis over the period of the lease.

#### Impairment of financial assets

The company's financial assets are reviewed at each reporting date or whenever events or changes in circumstances indicate that the carrying amount may not be recoverable, to determine whether or not there is any indication of impairment.

#### Taxation

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the statement of financial position date.

The charge for taxation is based on the profit or loss for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for accounting and taxation purposes. It also includes any adjustments in relation to prior periods.

Provision is made at current rates for deferred tax in respect of all timing differences that have originated but not reversed at the period end. Deferred tax assets are only recognised to the extent that they are regarded as recoverable.

#### Equity:

Equity comprises the following

- "Share capital" represents the nominal value of ordinary equity shares.
- "Retained deficit" includes all current results as disclosed in the income statement.

#### Cash and cash equivalents

Cash and cash equivalents include cash at bank at reporting date.

Notes to the Financial Statements - continued for the Period Ended 31 December 2015

#### 2 ACCOUNTING POLICIES - continued

#### Capital risk management

The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Total capital is calculated as 'equity' as shown in the balance sheet plus net debt. The loan balances represent inter-company loans.

#### Significant accounting estimates and assumptions

The preparation of financial statements in conformity with IFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts assets and liabilities. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values that are not readily apparent from other sources. Actual values may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years. The most critical accounting policies and estimates in determining the financial condition and results of the company are those requiring a greater degree of subjective or complete judgement.

#### Capitalisation and depreciation of property, plant and equipment, including decommissioning costs.

As part of the measurement and recognition of assets and liabilities in 2015, the company has recognised a provision for decommissioning obligations associated with the solar park. In determining the fair value of the provision, assumptions and estimates are made in relation to discount rates, the expected cost to dismantle and remove the plant from the site and the expected timing of those costs. The carrying amount of the provision as at 31 December 2015 was £107,121.

#### Deferred tax

Management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with an assessment of the net effect of future tax planning strategies.

## Revenue relating to the accrued income for ROCs and LECs

The number of Renewable Obligations Certificates (ROCs) and Levy Exempt Certificates (LECs) are calculated each month based on the number of mega-watts of power exported. The ROC price is fixed for each Compliance Period and is published in advance by Ofgem. The LEC is an exemption to the Climate Change Levy (CCL) which is published in advance of the tax year by HMRC. The ROC recycle price is not published until September following the accounting year end and thus management estimate the price. Management monitor the total UK renewable generation on a quarterly basis to ensure this assumption remains reasonable.

Effective 31 July 2015, no revenue was accrued or recognised for LECs following the Government's revocation of the Climate Change Levy (LECs) from which LECs were derived.

# Notes to the Financial Statements - continued for the Period Ended 31 December 2015

#### 3 REVENUE

100% of the revenue is generated in the UK.

#### 4 LOSS BEFORE INCOME TAX

The loss before income tax is stated after charging:

	Unaudited
	Period
15 Months Ended	19-Sep-13 to
31-Dec-15	30-Sep-14
£	£
221,393	-
5,000	<u>-</u>

Depreciation - owned assets Auditor's remuneration

#### 5 EMPLOYEES AND DIRECTORS

The company has no employees, hence there were no staff costs for the period ended 31 December 2015. (2014: £nil).

#### **Directors Remuneration:**

None of the directors received remuneration in the period ended 31 December 2015 (2014:£nil).

#### 6 NET FINANCE COSTS

•		Unaudited
•	•	Period
	15 Months Ended	19-Sep-13 to
•	31-Dec-15	30-Sep-14
	£	£
Interest expense	1,119,035	

Interest relates to amounts due to group undertakings and is charged at 8% per annum.

# Notes to the Financial Statements - continued for the Period Ended 31 December 2015

#### 7 INCOME TAX

Tax charges in income statement	•	e e	2015 £
Current tax			
Current Period tax expense			-
Over/(under) provided in prior Periods			•
Current tax (expense) / income			
·			
Deferred tax			
Recognition of net operating losses			-
Origination and reversal of temporary differences			243,451
Changes in tax rates			•
Recognition of previously unrecognized losses brought forward			242 451
Deferred tax (expense) / income			243,451
Total tax charges in income statement			243,451
Total tax charges in income statement			243,451
Total tax charges in income statement  Reconciliation of the effective tax rate		•	243,451 2015
. J			·
Reconciliation of the effective tax rate  Loss before taxation			2015 £
Reconciliation of the effective tax rate		~	2015 £ (1,242,478)
Reconciliation of the effective tax rate  Loss before taxation  Tax using the UK corporation tax rate of 20.4%			2015 £ (1,242,478) (253,465)
Reconciliation of the effective tax rate  Loss before taxation  Tax using the UK corporation tax rate of 20.4%  Reduction of tax rate on deferred tax balances			2015 £ (1,242,478) (253,465) 7,238
Reconciliation of the effective tax rate  Loss before taxation  Tax using the UK corporation tax rate of 20.4%  Reduction of tax rate on deferred tax balances  Non-deductible expenses			2015 £ (1,242,478) (253,465) 7,238
Reconciliation of the effective tax rate  Loss before taxation  Tax using the UK corporation tax rate of 20.4% Reduction of tax rate on deferred tax balances Non-deductible expenses Tax exempt revenues Recognition of previously unrecognised losses brought forward Current Period losses for which no deferred tax asset was recognis	ed		2015 £ (1,242,478) (253,465) 7,238
Reconciliation of the effective tax rate  Loss before taxation  Tax using the UK corporation tax rate of 20.4%  Reduction of tax rate on deferred tax balances  Non-deductible expenses  Tax exempt revenues  Recognition of previously unrecognised losses brought forward	ed		2015 £ (1,242,478) (253,465) 7,238

#### Factors affecting current and future tax charge

Reduction in the UK corporation tax rate from 23% to 21% (effective from 1 April 2014) and 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015. This will reduce the company's future current tax charge accordingly. The deferred tax asset at 31 December 2015 has been calculated based on these rates.

A further rate reduction to 17%, effective from I April 2020, was announced on 16<sup>th</sup> March 2016. Whilst this will reduce the company's tax liability in future it has not been substantively enacted and so deferred tax has been calculated in line with the 18% rate.

# Notes to the Financial Statements - continued for the Period Ended 31 December 2015

# 8 PROPERTY, PLANT AND EQUIPMENT

_		Plant and machinery £	Decommissioning assets £	Totals £
	COST			
	At 1 October 2014	522,285		522,285
	Additions	9,921,388	203,818	10,125,206
	At 31 December 2015	10,443,673	203,818	10,647,491
	DEPRECIATION		•	
	At 1 October 2014	-	-	-
	Charge for Period	318,083	3,310	321,393
	At 31 December 2015	318,083	3,310	321,393
	NET BOOK VALUE		• ,	
	At 31 December 2015	10,125,590	200,508	10,326,098
	At 30 September 2014	522,285	-	522,285
9	TRADE AND OTHER RECEIVABLES			
				Unaudited
			31-Dec-15	30-Sep-14
	Current:	•	£	£
	Trade receivables	•	78,945	101,422
	Due from group undertakings		582,372	- ,
	Prepayments and accrued income		89,999	-
	Other debtors/receivables		78,722	101 422
	•		830,038	101,422
10	CALLED UP SHARE CAPITAL			,
	Allotted, issued and fully paid:			Unaudited
	Number: Class:	Amount paid	31-Dec-15	30-Sep-14
		per share	£	£
	100 Ordinary	. 1	100	. 100

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

# Notes to the Financial Statements - continued for the Period Ended 31 December 2015

#### 11 RESERVES

,11	RESERVES		
			Retained
	•		deficit
			£
	At 1 October 2014		(28,000)
	Loss for the period		(999,027)
	Edgs for the period		(***,*=-/
	At 31 December 2015		(1,027,027)
			,
12	TRADE AND OTHER PAYABLES		`\
			Unaudited
		31-Dec-15	30-Sep-14
	•	£	£
	Current:		
	Trade creditors	20,485	651,607
	Due to group undertakings	37,059	-
	Interest on loans from group undertakings	2,807	-
	Accruals	15,228	-
		75,579	651,607
	No.		
	.V	•	
13	INTEREST BEARING LOANS AND BORROWINGS	•	
			Unaudited
		31-Dec-15	30-Sep-14
		£	£
	Current:		
	Interest bearing loans and borrowings	12,627,858	-

Financial liabilities represent unsecured amounts due to group undertakings by the company at 31 December 2015 from Magnetar Intermediate Solar Luxembourg s.a.r.l an intermediary holding company, who is also a related party.

The loan is repayable on demand or 27 October 2034 whichever is earlier. Interest is accruing at 8% per annum. The year end balance includes interest of £1,116,229.

Notes to the Financial Statements - continued for the Period Ended 31 December 2015

# 14 OPERATING LEASES

Minimum lease payments under non-cancellable operating leases fall due as follows:

	Within one Period Between one and five Periods In more than five Periods	Land and Buildings  31-Dec-15 £ 47,600 190,400 945,088 1,183,088	Land and Buildings Unaudited 30-Sep-14 £
15	PROVISIONS		Decommissioning liability £
	At 1 October 2014 Provided during the Period Accretion charge for Period At 31 December 2015		103,818 3,303 107,121
16	DEFERRED TAX		Unaudited
		31-Dec-15 £	30-Sep-14
	Deferred tax asset on accumulated losses	243,451	

The company is expected to generate future taxable profits against which the deferred tax assets can be utilised.

Notes to the Financial Statements - continued for the Period Ended 31 December 2015

## 17 FINANCIAL INSTRUMENTS

#### Fair value category

The financial assets and liabilities held by the company for both 31 December 2015 and 30 September 2014 were categorised under loans and receivables.

#### Fair value measurement

The fair values of the financial assets and liabilities, together with the carrying amounts shown in the balance sheet, are as follows:

	Carrying Amount 31-Dec-15 £	Carrying Amount 30-Sep-14 £	Fair Value 31-Dec-15 £	Fair Value 30-Sep-14 £
Financial assets: Trade and other receivables Financial assets	830,038	101,422 -	830,038	101,422
Financial liabilities: Trade and other payables Owing to group company	· 75,579 12,627,858	651,607	75,579 12,627,858	651,607 -

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Trade receivables and Trade payables approximate their carrying amounts largely due to the short-term maturities of the instruments.

# Notes to the Financial Statements - continued for the Period Ended 31 December 2015

#### 18 FINANCIAL RISK MANAGEMENT

The company's principal financial assets and liabilities comprise trade receivables, cash, interest bearing loans and trade payables.

The company has exposure to the following risks from its use of financial instruments:

- Market risk, including foreign currency, commodity price, interest rate, inflation rate risks
- Credit risk
- Liquidity risk

This note presents information about the company's exposure to each of the above risks and the company's objectives, policies and processes for assessing and managing risk.

The Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework.

# (a) Market risk

The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimising the return on risk.

The company is not exposed to significant foreign currency risk as the majority of all payables and receivables are denominated in pounds sterling which is the functional currency in which the Company operates.

The company has limited exposure to interest rate risk. The company is fully funded by the parent company and has no floating rate interest bearing loans or borrowings at 31 December 2015 or 30 September 2014. The company does not intend to hold cash for the purpose of generating interest income. The company does not currently consider it necessary to actively manage interest rate risk.

#### (b) Credit risk

The company's policies are aimed at minimising losses as a result of a counterparty's failure to honour its obligations. Exposure to credit risk arises as a result of the transactions with counterparties. The counterparties used by the company are considered by management to be of appropriate credit rating. At each balance sheet date, the company's financial assets were neither impaired nor past due. The maximum credit exposure at reporting date are the carrying value of the credit balances if any.

#### (c) Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company monitors its risk of a shortage of funds using projected cash flows and by monitoring the maturity of both its financial assets and liabilities.

Period ended 31 December 2015	On demand £	Less than 3 · months	3 to 12 months	1 to 5	>5 Periods	Total £
Financial Liabilities  Trade and other payables	-	75,579	-	-	-	75,579
	12,627,858	-	-	-	-	12,627,858
Owing to group company						12,703,437

# Notes to the Financial Statements - continued for the Period Ended 31 December 2015

#### 18 FINANCIAL RISK MANAGEMENT - continued

Period ended 30 September 2014	On demand	Less than 3 months	3 to 12 months	1 to 5	>5 Periods	Total £
Financial Liabilities  Trade and other payables	-	651,607	-	-	-	651,607
Owing to group company	-	-	-	-	<del>-</del> 	651,607

#### (d) Capital management

Management considers capital to consist of equity plus net debt as disclosed in the balance sheet. The primary objective of the company's capital management is to ensure healthy capital ratios in order to support its business and maximise shareholder value. The company's financial instruments comprise cash and liquid resources and various items, such as receivables and trade payables that arise directly from its operations. The company's policy is to finance its operations through group borrowings. It is the company's policy not to hold financial instruments for speculative purposes.

At 31 December 2015, the company had amounts due to group undertakings. It had no financial assets other than other loan receivables and cash at bank. The fair value of trade payables approximated to their book value. Refer to note 17 for further detail.

Notes to the Financial Statements - continued for the Period Ended 31 December 2015

Closing shareholders' deficit

# 19 RECONCILIATION OF LOSS BEFORE INCOME TAX TO CASH GENERATED FROM OPERATIONS

			Unaudited
	, ·	1534 1 5 1 1	Period
	·	15 Months Ended	19-Sep-13 to
		31-Dec-15	30-Sep-14
		£ (1.242.478)	£ (28,000)
	Loss before tax	(1,242,478)	(28,000)
	Depreciation charges	221,393	-
	Accretion charge for year	3,303	-
	Finance cost	1,119,035	-
		101,253	(28,000)
	Decrease/(Increase) in trade and other receivables	(146,244)	(101,422)
	(Decrease)/Increase in trade and other payables	(578,835)	651,607
	Cook and and fine an amountions	(623, 826)	522,185
	Cash generated from operations	(623,826)	322,163
	· · · · · · · · · · · · · · · · · · ·		
20	CASH AND CASH EQUIVALENTS		
20	CASH AND CASH EQUIVALENTS		
	The amounts disclosed on the statement of cash flow these statement of financial position amounts:	s in respect of cash and cash equivalents a	re related to
		•	
			Unaudited
	•	31-Dec-15	30-Sep-14
	•	£	£
	Cash and cash equivalents	384,044	-
21	RECONCILIATION OF MOVEMENTS IN SHAREH	OLDERS' DEFICIT	
		31-Dec-15	30-Sep-14
		£	50 S <b>c</b> ρ 14
	Loss for the financial Period	(999,027)	(28,000)
	Share capital issues	(793,021)	100
	Share capital issues		100
	Net reduction to shareholders' deficit	(999,027)	(27,900)
	Opening shareholders' deficit	(27,900)	-

(1,026,927)

(27,900)

Notes to the Financial Statements - continued for the Period Ended 31 December 2015

#### 22 RELATED PARTY DISCLOSURES

Included in note 9 is £582,372 of loans due from Magnetar Solar (UK) Ltd. This loan was interest free and is repayable on demand.

Included in note 12 is Management Services Fees payable to Magnetar Solar (UK) Ltd of £37,059 under the management services agreement dated 19 November 2014.

Included in note 13 are unsecured amounts due to Magnetar Intermediate Solar Luxembourg, S.A.R.L. of £12,627,858. Interest is accruing on the loan balance at 8% with £1,116,229 incurred this period. The loan is repayable on demand or on 27 October 2034 whichever is earlier.

#### 23 CONTROLLING PARTY

At the date of issuing these accounts, the Company's immediate parent company is Magnetar Solar (UK) Ltd and the Company's ultimate holding company is Magnetar Financial LLC which is incorporated in the United States of America.

The smallest group for which group financial statements are drawn up and of which the company is member is Magnetar Solar (UK) Ltd. Its registered office and the address from which group financial statements can be obtained is 3rd Floor, 3 Harbour Exchange Square, London, United Kingdom, E14 9GE.

The largest group for which group financial statements are drawn up and of which the company is member is Magnetar Financial LLC. Its registered office and the address from which group financial statements can be obtained is 1603 Orrington Avenue., Evanston, Illinois, 60201, United States of America.

#### 24 IMPACT OF IFRS TRANSITION

The first time adoption of IFRS did not have an impact on the reported financial position or financial performance of the company and therefore no adjustments were made to the equity position as at 19 September 2013 and 30 September 2014 or to the total comprehensive income for the period ended 30 September 2014.

Under FRSSE, the company was exempt under FRS1 from the requirement to prepare a cash flow statement; a cash flow statement including comparatives has been prepared this year in accordance with IFRS.