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Financial Statements

Blue Energy Jupiter Acquisition Limited

For the year ended 31 March 2016



Registered number: 09040161

Blue Energy Jupiter Acquisition Limited

Company Information

Directors

C J Dean
S J Foy
S Noble

Company secretary

S J Foy

Registered number

09040161

Registered office

10 West Street
Alderley Edge
Cheshire
SK9 7EG

Independent auditor

Grant Thornton UK LLP
Chartered Accountants & Statutory Auditor
4 Hardman Square
Spinningfields
Manchester
M3 3EB

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Directors' report

For the year ended 31 March 2016

The directors present their report and the financial statements for the year ended 31 March 2016.

Principal activity

The principal activity of the company in the year was that of an intermediate holding company.

Directors

The directors who served during the year were:

C J Dean
S J Foy
S Noble

Directors' responsibilities statement

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with 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 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 for the Company financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

Disclosure of information to auditor

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

- so far as that director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- that 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's auditor is aware of that information.

Post balance sheet events

On 30 June 2016 the Company disposed of its other investment for £6,013,000.

Blue Energy Jupiter Acquisition Limited

Directors' report

For the year ended 31 March 2016

Auditors

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small Companies Note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on *25 November 2016* and signed on its behalf.



S Noble
Director

Independent auditor's report to the members of Blue Energy Jupiter Acquisition Limited

We have audited the financial statements of Blue Energy Jupiter Acquisition Limited for the year ended 31 March 2016, which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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, as set out on page 1, 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 www.frc.org.uk/auditscopeukprivate.

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 March 2016 and of its result 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.

Opinion on other matter prescribed by the Companies Act 2006

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



Independent auditor's report to the members of Blue Energy Jupiter Acquisition Limited

Matters on which we are required to report by exception

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

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

Grant Thornton UK LLP

Christopher Martin
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Manchester

Date: *29 November 2016*

Profit and loss account

For the year ended 31 March 2016

The Company has not traded during the year or the preceding financial year. During these periods, the Company received no income and incurred no expenditure and therefore made neither a profit or loss.

Balance sheet

As at 31 March 2016

	Note	2016 £	2015 £
Fixed assets			
Other investments	5	<u>300</u>	<u>300</u>
		300	300
Current assets			
Debtors: amounts falling due within one year	6	<u>-</u>	<u>1</u>
		-	1
Creditors: amounts falling due within one year	7	<u>(299)</u>	<u>(300)</u>
Net current liabilities		<u>(299)</u>	<u>(299)</u>
Total assets less current liabilities		<u>1</u>	<u>1</u>
Net assets		<u>1</u>	<u>1</u>
Capital and reserves			
Called up share capital	9	<u>1</u>	<u>1</u>
		<u>1</u>	<u>1</u>

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

25 November 2016


S Noble
Director

The notes on pages 7 to 11 form part of these financial statements.

Notes to the financial statements

For the year ended 31 March 2016

1. Accounting policies

1.1 Company information

Blue Energy Jupiter Acquisition Limited, is incorporated in the United Kingdom and its registered office is at 10 West Street, Alderley Edge, Cheshire, SK9 7EG.

The principal activity of the company is that of a holding company.

1.2 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland 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 management to exercise judgment in applying the Company's accounting policies (see note 2).

Information on the impact of first-time adoption of FRS102 is given in note 13.

The financial statements are presented in pounds Sterling (£).

The individual accounts of Blue Energy Jupiter Acquisition Limited have also adopted the following disclosure exemptions:

- the requirement to present a statement of cash flows and related notes

The exemption is applied on the basis that both the entity and the group it is a member of, by virtue of control and ownership, is small.

Going concern

After reviewing the Company's forecast and projections, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

The following principal accounting policies have been applied:

1.3 Investments

Investments in subsidiaries are measured at cost less accumulated impairment.

1.4 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 March 2016

1. Accounting policies (continued)

1.5 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 accounts receivable and payable, and loans from related parties.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at the 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 payables or receivables, 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 Profit and loss account.

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 the Company will receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the balance sheet 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.

2. Judgments in applying accounting policies and key sources of estimation uncertainty

Management have determined that there are no areas subject to significant judgment within these financial statements.

3. Operating profit

The audit fee for the current and prior year has been borne by a fellow group undertaking.

Notes to the financial statements

For the year ended 31 March 2016

4. Employees

The company has no employees other than the directors, who did not receive any remuneration (2015-£nil).

5. Other investments

	Other investments £
Cost or valuation	
At 1 April 2015	300
At 31 March 2016	<u>300</u>
Net book value	
At 31 March 2016	<u>300</u>
At 31 March 2015	<u>300</u>

Other investments relate to the Company's investment in the B shares of Chiplow Wind Farm Limited, Kelmarsh Wind Farm Limited and Winwick Wind Farm Limited. The B shares carry no voting rights.

6. Debtors

	2016 £	2015 £
Amounts owed by group undertakings	<u>-</u>	<u>1</u>

7. Creditors: Amounts falling due within one year

	2016 £	2015 £
Amounts owed to group undertakings	<u>299</u>	<u>300</u>

Notes to the financial statements

For the year ended 31 March 2016

8. Financial instruments

	2016 £	2015 £
Financial assets		
Financial assets that are debt instruments measured at amortised cost	-	1
Financial liabilities		
Financial liabilities measured at amortised cost	(299)	(300)

Financial assets measured at amortised cost comprise amounts owed by group undertakings.

Financial liabilities measured at amortised cost comprise amounts owed to group undertakings.

9. Share capital

	2016 £	2015 £
Allotted, called up and fully paid		
1 Ordinary shares share of £1	1	1

10. Capital commitments

The directors have confirmed that there were no capital commitments at 31 March 2016 or 31 March 2015.

Notes to the financial statements

For the year ended 31 March 2016

11. Related party transactions

	2016 Amounts due to £	2015 Amounts due from £	2015 Amounts due to £
Blue Energy Partnerships Holdings Limited	199	1	-
Blue Energy Partnerships Limited	100	-	-
Kelmarsh Wind Farm Limited	-	-	100
Chiplow Wind Farm Limited	-	-	100
Winwick Wind Farm Limited	-	-	100
	<u>299</u>	<u>1</u>	<u>300</u>

All related parties are under the common ownership of Blue Energy Partnerships Holdings Limited.

12. Controlling party

The immediate and ultimate parent undertaking is Blue Energy Partnerships Holdings Limited by virtue of its ownership of the entire allotted share capital of the company.

13. First time adoption of FRS 102

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 and have not impacted on equity or profit or loss.