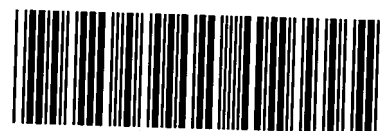


# **BILSTHORPE WIND FARM LIMITED**

**DIRECTORS' REPORT  
AND  
FINANCIAL STATEMENTS FOR THE YEAR ENDED  
31 DECEMBER 2013**

**WEDNESDAY**



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**Registered Number 07431004**

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

CONTENTS	Page
Directors and advisors	1
Directors' report	2-3
Directors' responsibilities statement	4
Independent auditor's report to the members of Bilsthorpe Wind Farm Limited	5
Profit and loss account	6
Balance sheet	7
Notes to the financial statements	8-14

**DIRECTORS AND ADVISORS**

**Directors**

C Dix	(resigned 16 August 2013)
D M Hardy	(appointed 3 April 2014)
A K Harmer	(resigned 3 April 2014)
R McArthur	

**Company secretary and registered office**

Maria Lewis  
1 Kingsway  
London  
WC2B 6AN

**Auditor**

Deloitte LLP  
Chartered Accountants & registered auditor  
London

**Principal bankers**

Nord LB  
One Wood Street  
London  
EC2V 7WT

## DIRECTORS' REPORT

The Directors submit their Annual Report and the audited financial statements for the year ended 31 December 2013.

The Director's report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption.

The Company is a wholly owned subsidiary of Bilsthorpe Wind Farm Holdings Limited which in turn is a wholly owned subsidiary of John Laing Investments Limited.

## BUSINESS REVIEW AND PRINCIPAL ACTIVITIES

The Company's principal activity is the design, build, financing and operation of a wind farm consisting of 5 x 2MW turbines in Nottinghamshire.

There have not been any significant changes in the Company's principal activities in the year under review.

Financial Close was achieved on 13 August 2012. The concession period is 25 years. The wind farm became fully operational in June 2013.

The Directors have considered the use of the going concern basis in the preparation of the financial statements in light of current market conditions and concluded that it is appropriate. More information is provided in note 1 to the financial statements.

No strategic report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

ROC Accreditation was received in January and the remaining £137,645 Equity Bridge Facility was cancelled.

On 3 April 2014 the shares in Bilsthorpe Wind Farm (Holdings) Limited, the parent company, were sold to John Laing Environmental Assets Group (UK) Limited. As part of the sale Bilsthorpe Wind Farm Limited repaid the full amount of the outstanding bank debt.

## FUTURE DEVELOPMENTS

The Directors are not aware, at the date of this report, of any major changes in the Company's activities in the next year.

## FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a number of financial risks including credit risk and cash flow risk.

**Cash flow risk:** The Company's borrowings expose it to cash flow risk primarily due to the financial risks of changes in interest rates. The Company uses interest rate swap contracts to hedge these exposures.

**Credit Risk:** The Company's principal financial assets are cash and trade and other receivables. Due to the contractual arrangements the directors believe this risk to be minimal.

**Exposure to market prices:** The Company is exposed to long term electricity market prices. A 15 year Purchase Power Agreement was entered into, effective from the start of commercial operations in 2013. We continue to monitor the electricity market.

**Wind / energy yield risk –** The Company has in preparing the project engaged consultants to assess long term wind predictions and consequent energy yield for the given turbines. It is recognised that while best practice methodologies were used to the Banks satisfaction, there still remains a risk that wind and energy yield may be less (or more) than modelled. The project was financed on an assumption that realistic downsides when modelled would not materially jeopardise the project. The Company will monitor performance periodically during operations.

## DISCLOSURE OF INFORMATION TO THE AUDITOR

The Directors who held office at the date of approval of this Directors' report confirm that, so far as they are aware, there is no relevant audit information of which the Company's auditor is unaware, and each Director has taken all the steps that they ought to have taken as a Director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

**DIRECTORS' REPORT (continued)**

**DIRECTORS**

The Directors who served throughout the year, except as noted, are shown on page 1.

**EMPLOYEES**

Details of the number of employees and related costs can be found in note 5 to the financial statements on page 10.

**AUDITOR**

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and Deloitte LLP will therefore continue in office.

On behalf of the Board



R McArthur  
Director

17 April 2014

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; 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.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BILSTHORPE WIND FARM LIMITED**

We have audited the financial statements of Bilsthorpe Wind Farm Limited for the year ended 31 December 2013 which comprise the profit and loss account, the balance sheet and the related notes 1 to 18. 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).

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, 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**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the Directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

### **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 2013 and of its 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.

### **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.

### **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 company was not entitled to take advantage of the small companies exemption in preparing the Directors' report.



Ross Howard (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London, United Kingdom

17 April 2014

**PROFIT AND LOSS ACCOUNT**

**FOR THE YEAR ENDED 31 DECEMBER 2013**

	Notes	2013 £	2012 £
Turnover	2	918,447	-
Cost of Sales		<u>(129,983)</u>	<u>-</u>
<b>Gross profit</b>		<b>788,464</b>	<b>-</b>
Administrative expenses		<u>(422,048)</u>	<u>(91,110)</u>
<b>Operating profit / (loss)</b>	3	<b>366,416</b>	<b>(91,110)</b>
Net interest (payable) / receivable	6	(662,152)	299
<b>Loss on ordinary activities before taxation</b>		<b>(295,736)</b>	<b>(90,811)</b>
Tax on loss on ordinary activities	7	189,523	-
<b>Loss for the year</b>	15	<b><u>(106,213)</u></b>	<b><u>(90,811)</u></b>

A reconciliation of movements in shareholder's deficit is given in note 16.

All items in the profit and loss account relate to continuing operations.

There is no material difference between the results stated in the profit and loss account and their historical cost equivalents.

All gains and losses are recognised in the profit and loss account in the current year and preceding period, and therefore no separate statement of total recognised gains and losses has been presented.



**BILSTHORPE WIND FARM LIMITED**

**BALANCE SHEET AS AT 31 DECEMBER 2013**

	Notes	2013 £	2012 £
<b>Fixed assets</b>			
Tangible fixed assets	8	15,506,844	7,237,995
<b>Current assets</b>			
Debtors		902,834	826,822
- due within one year	9	713,311	826,822
- due after more than one year	9	189,523	-
Cash at bank and in hand		1,472,404	193,765
		<u>2,375,238</u>	<u>1,020,587</u>
<b>Current liabilities</b>			
Creditors: amounts falling due within one year	10	(1,123,720)	(8,391,998)
<b>Net current assets/(liabilities)</b>		<u>1,251,518</u>	<u>(7,371,411)</u>
<b>Total assets less current assets/(liabilities)</b>		16,758,362	(133,416)
Creditors: amounts falling due after more than one year	10	(16,972,381)	(7,122)
Provisions for liabilities	12	(32,732)	-
<b>Net liabilities</b>		<u>(246,751)</u>	<u>(140,538)</u>
<b>Capital and reserves</b>			
Called up share capital	14	1,000	1,000
Profit and loss account	15	(247,751)	(141,538)
<b>Shareholder's deficit</b>	16	<u>(246,751)</u>	<u>(140,538)</u>

The financial statements of Bilsthorpe Wind Farm Limited, registered number 07431004, were approved by the Board of Directors and authorised for issue on 17 April 2014. They were signed on its behalf by:



R McArthur  
Director  
17 April 2014

Notes to the financial statements for the year ended 31 December 2013

1 ACCOUNTING POLICIES

a) Basis of preparation of accounts

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom law and accounting standards. A summary of the principal accounting policies adopted by the Directors, which have been applied consistently throughout the current and preceding year is shown below.

The Company is a wholly owned subsidiary undertaking of Henderson Infrastructure Holdco (Jersey) Limited and as such is exempt under FRS1 (revised 1996) from the requirement to prepare its own cash flow statement.

The current economic conditions create some uncertainty with respect to:

- (a) the ability of key sub-contractors to continue to meet contractual commitments;
- (b) the ability of the debt provider to continue to meet its contractual commitments; and
- (c) the ability of the SWAP provider to continue to meet their commitments.

The Directors have also considered the ability of customers to continue to pay under the Power Purchase Agreement due to the Company and do not consider this to be a material risk.

The Company's forecasts and projections, taking account of reasonably possible changes in environmental conditions, wind turbines and counterparty performance, show that the Company expects to be able to continue to operate.

After making these enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future despite currently being in a net liability position. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

b) Turnover

Turnover represents Renewable Obligation Certificates and other revenue streams in relation to the generation of electricity. Turnover is net of VAT and is entirely derived in the United Kingdom. Turnover is recognised at the time the electricity is generated.

c) Taxation

Current tax, including United Kingdom Corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

In accordance with FRS19 'Deferred Tax', deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured at the average tax rates that are expected to apply in the period in which the timing differences are expected to reverse, based on the tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are not discounted.

d) Tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost or valuation, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Plant and machinery      25 years

e) Leases

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term, except where the period to the review date on which the rent is first expected to be adjusted to the prevailing market rate is shorter than the full lease term, in which case the shorter period is used.

f) Finance costs

Finance costs which are directly attributable to the construction of tangible fixed assets are capitalised as part of the cost of those assets. The commencement of capitalisation begins when both finance costs and expenditures for the asset are being incurred and activities that are necessary to get the asset ready for use are in progress. Capitalisation ceases when substantially all the activities that are necessary to get the asset ready for use are complete.

Notes to the financial statements for the year ended 31 December 2013

ACCOUNTING POLICIES (continued)

- g) Bank borrowings  
Interest-bearing bank loans and overdrafts are recorded at the proceeds received, net of direct issue costs. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are accounted for on an accruals basis in the profit or loss account using the effective interest method and are added to the carrying amount of the instrument to the extent that they are not settled in the period in which they arise.
- h) Cash  
Cash comprises cash at bank and in hand and short term deposits with original maturity of less than three months.
- i) Financial Instruments  
The Company uses financial instruments to reduce exposure to interest rate movements. The Company does not hold or issue derivative financial instruments for speculative purposes.
- j) Debt issue costs  
Costs incurred following the issue of debt are held on the balance sheet and charged to the profit and loss account over the period that the relevant debt is held. If the loans for which the arrangement fee were incurred have not yet been drawn down, the deferred debt issue costs will be shown as a prepayment in the balance sheet.
- k) Decommissioning costs  
The Company is liable for decommissioning costs at the end of the licence period to return the wind farm site to its original state and condition. The key assumptions for the value in use calculations are those regarding the discount rates, inflation rates and expected costs. There is uncertainty at the present time about the exact timing and quantum of these costs. A provision for decommissioning has been recognised based on the Directors' best estimate of the decommissioning obligation. The estimated future cash outflows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money.

Notes to the financial statements for the year ended 31 December 2013 (continued)

**2 TURNOVER**

	2013 £	2012 £
Turnover in the year is analysed as follows:		
Levy Exemption Certificate Revenue	42,686	-
Power Purchase Agreement Revenue	476,990	-
Renewable Obligation Certificate Buy Out	362,520	-
Renewable Obligation Certificate Recycle	36,251	-
	<u>918,447</u>	<u>-</u>

**3 OPERATING PROFIT / (LOSS)**

	2013 £	2012 £
Operating profit / (loss) is stated after charging:		
Fees payable to the Company's auditors for the audit of the Company	3,565	7,500
Fees payable to the Company's auditors for the audit of parent company	2,655	2,575
Payments under operating lease (note 13)	89,441	21,358
Depreciation Charge	251,363	-

There were no fees for non-audit services in the current or preceding year.

**4 DIRECTORS' REMUNERATION**

No Directors received any remuneration for services to the Company during the current or prior year. The Company is managed by secondees from the shareholders under a management services contract.

**5 STAFF NUMBERS**

The Company had no employees during the current year (2012: nil).

**6 NET INTEREST (PAYABLE) / RECEIVABLE**

	2013 £	2012 £
<b>Interest receivable and similar income</b>		
Interest receivable on bank deposits	2,007	299
	<u>2,007</u>	<u>299</u>
<b>Interest payable and similar charges</b>		
Interest payable on bank loans and overdrafts	(549,341)	(115,426)
Interest payable to parent undertakings	(527,535)	-
Amortised debt issue costs	(24,504)	-
Unwinding of discount on provision	(1,111)	-
Capitalised interest	438,332	115,426
	<u>(664,159)</u>	<u>-</u>
Net interest (payable) / receivable	<u>(662,152)</u>	<u>299</u>

**7 TAX ON LOSS ON ORDINARY ACTIVITIES**

	2013 £	2012 £
<u>Analysis of charge for the year</u>		
<b>Deferred tax</b>		
Current period	220,321	-
Changes to tax rates and laws	(30,798)	-
<b>Total deferred tax</b>	<u>189,523</u>	<u>-</u>
<b>Total tax charge on loss on ordinary activities</b>	<u>189,523</u>	<u>-</u>

## Notes to the financial statements for the year ended 31 December 2013 (continued)

## 7 TAX ON LOSS ON ORDINARY ACTIVITIES (continued)

*Factors affecting the tax charge for the current year*

The differences between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the loss before tax are as follows:

	2013 £	2012 £
Loss for the year	<u>(295,736)</u>	<u>(90,811)</u>
Loss on ordinary activities multiplied by the standard rate of corporation tax in the UK of 23.25% (2012 - 24.5%)	68,759	22,249
<b>Effects of:</b>		
Origination and reversal of timing differences	(62,914)	-
Effects of disallowable expenditure	(5,845)	-
Tax losses not recognised for deferred tax purposes	-	(22,249)
<b>Total current tax for the year</b>	<u>-</u>	<u>-</u>

For the year ended 31 December 2013, the blended UK rate of 23.25% is applied due to the change in the UK corporation tax rate from 24% to 23% with effect from 1 April 2013.

In the 2013 Budget (delivered on 20 March 2013), it was announced that the main rate of corporation tax for UK companies would reduce to 21% from 1 April 2014, and then reduce further to 20% from 1 April 2015. These future reductions in the main rate of corporation tax to 21% and then to 20% were substantively enacted for financial reporting purposes on 2 July 2013. The reduced rate of 20% has therefore been reflected in the calculation of deferred tax at the balance sheet date.

## 8 TANGIBLE FIXED ASSETS

	Plant and Equipment
<b>Cost</b>	
At 1 January 2013	7,237,995
Additions	8,520,212
31 December 2013	<u>15,758,207</u>
<b>Accumulated Depreciation</b>	
At 1 January 2013	-
Charge for the year	251,363
31 December 2013	<u>251,363</u>
<b>Net book value</b>	
31 December 2013	<u>15,506,844</u>
At December 2012	<u>7,237,995</u>

The fixed asset includes cumulative net interest costs of £553,758 (2012 - £115,426).

## 9 DEBTORS

	2013 £	2012 £
<b>Due within one year:</b>		
Prepayments and accrued income	629,910	629,626
Trade Debtors	68,526	-
Other taxation and social security	14,875	197,196
	<u>713,311</u>	<u>826,822</u>
<b>Due after more than one year:</b>		
Deferred tax asset	189,523	-
	<u>189,523</u>	<u>-</u>

**Notes to the financial statements for the year ended 31 December 2013 (continued)**

**10 CREDITORS**

	2013 £	2012 £
<b>Amounts falling due within one year</b>		
Bank loan (note 11)	483,801	8,052,432
Less: Unamortised debt issue costs	(62,415)	-
Amounts owed to parent undertaking	408,667	177,196
Trade creditors	155,162	73,937
Contractor retentions	39,241	-
Accruals and deferred income	99,264	88,433
	<u>1,123,720</u>	<u>8,391,998</u>
	2013 £	2012 £
<b>Amounts falling due after more than one year</b>		
Bank loan (note 11)	9,016,837	7,122
Less: Unamortised debt issue costs	(392,953)	-
Amounts owed to parent undertaking (note 11)	8,348,497	-
	<u>16,972,381</u>	<u>7,122</u>
	2013 £	2012 £
<b>Analysis of debt:</b>		
Debt can be analysed as falling due:		
In one year or less	892,468	8,229,628
Between one and two years	640,887	7,122
Between two and five years	1,939,026	-
In five years or more	14,785,421	-
	<u>18,257,802</u>	<u>8,236,750</u>
Unamortised debt issue costs	(455,368)	-
	<u>17,802,434</u>	<u>8,236,750</u>

**11 LOANS**

**Bank loans**

The Company had an initial term loan facility of £10,128,077 of which £9,465,077 has been drawn down during the year and accrued interest of £35,561 was outstanding at 31 December 2013. Of the remaining term loan, £500,000 is still to be drawn down at 31 December 2013 and £163,000 relating to a bonus payment that is no longer payable has been cancelled.

The term loan is repayable in instalments by 11 June 2028, based on an agreed percentage amount of the total drawn down. Repayments commence on 31 March 2014. Interest on term loan is charged at a variable interest rate of LIBOR plus 3.25%.

In August 2012, as part of its interest rate management strategy and in accordance with the terms of its credit agreement, the Company entered into an interest rate swap maturing on 31 March 2026. The maximum notional amount of the interest rate swap is £8,102,461.97. Under this swap the Company receives interest on a variable basis and pays interest at a fixed rate of 2.33%.

The fixed interest rate swap was entered into to mitigate the interest exposure of the Company which has a positive fair value at 31 December 2013 of £300,853 (2012 - negative fair value of £327,611).

The Company had an equity bridge facility of £8,888,946 of which £8,052,432 had previously been drawn. This loan was repaid on 31 May 2013 and a further £698,869 of the facility was cancelled. The remaining £137,645 of the facility will be cancelled once ROC accreditation is received. Interest on this loan was charged at a variable interest rate of LIBOR plus 1.9%.

The Company had a VAT facility of £1,248,021 which was fully repaid and cancelled on 31 December 2013. Interest on the VAT facility was charged at a variable interest rate of LIBOR plus 2.75%.

**Subordinated debt**

Subordinated debt of £8,062,432 was injected by the immediate parent company during the period via the issue of £8,052,432 unsecured subordinated debt fixed rate loan notes due in June 2038, bearing an interest rate of 11% per annum. During the year, interest of £296,065 was added to the principal. The remaining facility of £826,514 at 31 December 2013 will be cancelled in due course. Loan repayments are made in instalments over the life of the loan.

## Notes to the financial statements for the year ended 31 December 2013 (continued)

## 12 PROVISION

	Decommissioning Provision
Provision	
At 1 January 2013	-
Additions	31,621
Unwinding of the discount	1,111
31 December 2013	<u>32,732</u>
At 31 December 2012	<u>-</u>

The Company's decommissioning provision results from its obligation at the end of the licence period to return the wind farm site to its original state and condition. The Company has estimated the net present value of the decommissioning provision to be £31,621 as at 31 December 2013 (2012 – nil) based on an undiscounted total future liability of £75,000. The discount factor, being the risk free rate related to the liability, was 3.52% as at 31 December 2013.

## 13 CAPITAL COMMITMENTS, CONTINGENT LIABILITIES AND FINANCIAL COMMITMENTS

The company has entered into lease agreements with land owners such that a portion of the rent payable post commissioning is contingent on certain conditions relating to gross income received by the Company.

At the balance sheet date, the Company had annual commitments in respect of land for minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2013 £	2012 £
More than 5 years	<u>16,800</u>	<u>21,358</u>

## 14 CALLED UP SHARE CAPITAL

	2013 £	2012 £
Allotted, called up and fully paid: 1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

## 15 MOVEMENT IN RESERVES

	Profit and loss account £
At 1 January 2013	(141,538)
Loss for the year	(106,213)
At 31 December 2013	<u>(247,751)</u>

## 16 RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S DEFICIT

	2013 £
Loss for the year	(106,213)
Net addition to shareholder's deficit	<u>(106,213)</u>
Opening shareholder's deficit	(140,538)
Closing shareholder's deficit	<u>(246,751)</u>

## 17 TRANSACTIONS WITH RELATED PARTIES

As a wholly owned subsidiary of Henderson Infrastructure Holdco (Jersey) Limited, the Company has taken advantage of the exemption under Financial Reporting Standard 8 not to provide information on related party transactions with other undertakings within the Henderson Infrastructure Holdco (Jersey) Limited group. Note 18 gives details of how to obtain a copy of the published financial statements of Henderson Infrastructure Holdco (Jersey) Limited.

Notes to the financial statements for the year ended 31 December 2013 (continued)

**18 ULTIMATE PARENT UNDERTAKING**

The smallest and largest group in which its results are consolidated, and the Company's ultimate parent and controlling entity, is Henderson Infrastructure Holdco (Jersey) Limited, a company incorporated in Jersey, Channel Islands. Copies of the consolidated accounts of Henderson Infrastructure Holdco (Jersey) Limited are available from its registered office at Ogier House, The Esplanade, St Helier JE4 9WG, Jersey, Channel Islands.