

**MYRIAD CEG LIMITED
(FORMERLY MYRIAD CEG BIOMASS LIMITED)**

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2012



MYRIAD CEG LIMITED

COMPANY INFORMATION

Directors	P N Clark H W T Pepper J G M Wates J B Adkins (appointed 1 April 2012)
Company number	04391926
Registered office	Unit 21 Burrough Court Burrough-on-the-Hill Melton Mowbray Leicestershire LE14 2QS
Auditor	PKF (UK) LLP Regent House Clinton Avenue Nottingham NG5 1AZ
Bankers	HSBC Corporate Banking 60 Queen Victoria Street London EC4N 4TR

MYRIAD CEG LIMITED

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MYRIAD CEG LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2012

The directors present their report and the financial statements for the year ended 31 March 2012

Principal activities

The principal activity of the company was the supply, design, installation and commissioning of micro-generation renewable systems for the public, industrial, commercial and rural sectors

Directors

The directors who served during the year were

P N Clark
S Edmund (resigned 15 September 2011)
H W T Pepper
J G M Wates

Post balance sheet events

On 1 April 2012 the trade and assets of Myriad CEG Heatpumps Limited and the trade and assets in relation to the Solar PV business within Myriad CEG Wind Limited was transferred to Myriad CEG Limited at book value

Qualifying third party indemnity provisions

The company maintains liability insurance for directors and officers as permitted by section 234 of the Companies Act 2006

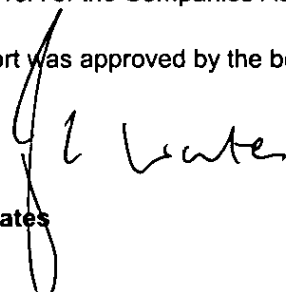
Provision of information to auditor

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 information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information

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 and signed on its behalf


J G M Wates
Director

Date 13.12.2012

MYRIAD CEG LIMITED

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 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 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.

MYRIAD CEG LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MYRIAD CEG LIMITED

We have audited the financial statements of Myriad CEG Limited for the year ended 31 March 2012 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 the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to smaller entities).

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. 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 March 2012 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to smaller entities, 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.

MYRIAD CEG LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MYRIAD CEG 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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption in preparing the directors' report



Roger Merchant (Senior statutory auditor)
for and on behalf of PKF (UK) LLP, Statutory auditor
Nottingham, UK

21 12 2012

MYRIAD CEG LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2012**

	Note	2012 £	2011 £
TURNOVER	1	6,994,103	4,142,708
Cost of sales		(4,967,353)	(2,956,002)
GROSS PROFIT		2,026,750	1,186,706
Administrative expenses		(1,986,003)	(1,153,371)
Other operating income	2	-	30,315
OPERATING PROFIT	3	40,747	63,650
EXCEPTIONAL ITEMS			
Profit on sale of fixed asset investment	5	79,500	-
PROFIT ON ORDINARY ACTIVITIES BEFORE INTEREST		120,247	63,650
Interest receivable and similar income		-	19,536
Interest payable and similar charges		-	(182)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		120,247	83,004
Tax on profit on ordinary activities	6	-	-
PROFIT FOR THE FINANCIAL YEAR	13	120,247	83,004

The notes on pages 7 to 12 form part of these financial statements

MYRIAD CEG LIMITED
REGISTERED NUMBER 04391926

BALANCE SHEET
AS AT 31 MARCH 2012

	Note	£	2012 £	£	2011 £
FIXED ASSETS					
Tangible assets	7		438,178		481,342
Investments	8		-		100,500
			<u>438,178</u>		<u>581,842</u>
CURRENT ASSETS					
Stocks		428,672		353,272	
Debtors	9	2,511,205		1,956,072	
Cash at bank		276,913		87,624	
		<u>3,216,790</u>		<u>2,396,968</u>	
CREDITORS amounts falling due within one year	10	(1,925,465)		(1,272,666)	
NET CURRENT ASSETS			<u>1,291,325</u>		<u>1,124,302</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>1,729,503</u>		<u>1,706,144</u>
PROVISIONS FOR LIABILITIES					
Other provisions	11		(127,607)		(224,495)
NET ASSETS			<u>1,601,896</u>		<u>1,481,649</u>
CAPITAL AND RESERVES					
Called up share capital	12		2,997		2,997
Share premium account	13		720,332		720,332
Profit and loss account	13		878,567		758,320
SHAREHOLDERS' FUNDS			<u>1,601,896</u>		<u>1,481,649</u>

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

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


H W T Pepper
 Director

Date 17 12 2012

The notes on pages 7 to 12 form part of these financial statements

MYRIAD CEG LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2012

1 ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

1.2 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts

Turnover relating to long term contracts reflects the contract activity during the year and represents the total contract costs incurred to date and attributable profit where appropriate

Revenue in relation to service and maintenance contracts is apportioned on a time basis over the period where the company is liable for risk cover. Any unrecognised element of revenue on these contracts at the period end, relating to future periods, is held within creditors as deferred income

1.3 Long-term contracts

Profit on long-term contracts is taken as the work is carried out if the final outcome can be assessed with reasonable certainty. The profit included is calculated on a prudent basis to reflect the proportion of the work carried out at the year end, by recording turnover and related costs as contract activity progresses. Turnover is calculated as that proportion of total contract value which costs incurred to date bear to total expected costs for that contract. Revenues derived from variations on contracts are recognised only when they have been accepted by the customer. Full provision is made for losses on all contracts in the year in which they are first foreseen

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases

Leasehold Improvements	-	Over the term of the lease
Plant & machinery	-	10-20% Straight line
Motor vehicles	-	25% Straight line

1.5 Investments

Investments held as fixed assets are shown at cost less provision for impairment

1.6 Operating leases

Rentals under operating leases are charged to the profit and loss account on a straight line basis over the lease term

1.7 Warranty provision

The company provides a conditional two year warranty on the installation of goods supplied. A provision is made for warranty costs based on an estimate of the expected costs of correcting any defects on the sales made within the previous 2 years

MYRIAD CEG LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2012

2 OTHER OPERATING INCOME

	2012 £	2011 £
Other operating income	-	30,315

3 OPERATING PROFIT

The operating profit is stated after charging/(crediting)

	2012 £	2011 £
Depreciation of tangible fixed assets - owned by the company	97,382	87,081
Auditor's remuneration	7,000	4,750
Pension costs	19,254	16,874
Profit/loss on sale of tangible assets	(4,719)	-

4. DIRECTORS' REMUNERATION

	2012 £	2011 £
Aggregate emoluments	77,900	63,467

5 EXCEPTIONAL ITEMS

	2012 £	2011 £
Profit on sale of fixed asset investment (see note 8)	79,500	-

6. TAXATION

Factors affecting tax charge for the year

The company received group relief for no consideration sufficient to reduce the tax charge to nil

MYRIAD CEG LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2012

7. TANGIBLE FIXED ASSETS

	Leasehold improvement £	Plant & machinery £	Motor vehicles £	Total £
Cost				
At 1 April 2011	205,708	371,124	72,305	649,137
Additions	-	46,085	14,225	60,310
Disposals	-	(65,411)	(19,276)	(84,687)
At 31 March 2012	205,708	351,798	67,254	624,760
Depreciation				
At 1 April 2011	10,285	119,306	38,204	167,795
Charge for the year	20,571	66,495	10,316	97,382
On disposals	-	(62,824)	(15,771)	(78,595)
At 31 March 2012	30,856	122,977	32,749	186,582
Net book value				
At 31 March 2012	174,852	228,821	34,505	438,178
At 31 March 2011	195,423	251,818	34,101	481,342

8. FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £
Cost or valuation	
At 1 April 2011	100,500
Disposals	(100,500)
At 31 March 2012	-
Net book value	
At 31 March 2012	-
At 31 March 2011	100,500

The investment held in Myriad CEG Wood Fuels Limited was disposed of on 30 March 2012 for a consideration of £180,000. The profit on sale of the investment of £79,500 has been recognised in the profit and loss account as an exceptional item (see note 5).

MYRIAD CEG LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2012

9. DEBTORS

	2012 £	2011 £
Trade debtors	2,182,206	1,338,863
Amounts owed by group undertakings	15,789	537,465
Other debtors	69,250	-
Amounts recoverable on long term contracts	243,960	79,744
	<u>2,511,205</u>	<u>1,956,072</u>

10. CREDITORS: Amounts falling due within one year

	2012 £	2011 £
Payments received on account	461,159	475,079
Trade creditors	814,810	423,422
Amounts owed to group undertakings	212,157	-
Social security and other taxes	225,019	223,034
Other creditors	212,320	151,131
	<u>1,925,465</u>	<u>1,272,666</u>

The bank overdraft is secured on the assets of the company and group

11. PROVISIONS

	Warranty provision £
At 1 April 2011	224,495
Amounts used	(48,000)
Amounts reversed	(48,888)
At 31 March 2012	<u>127,607</u>

Warranty provision

The company provides a two year conditional warranty on the installation of goods supplied. The provision is an estimate of the expected costs of correcting any defects on the sales made within the previous 2 years.

MYRIAD CEG LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2012

12. SHARE CAPITAL

	2012 £	2011 £
Allotted, called up and fully paid		
1,980 £1 Ordinary shares shares of £1 each	1,980	1,980
1,017 £1 Ordinary A shares shares of £1 each	1,017	1,017
	<u>2,997</u>	<u>2,997</u>

13. RESERVES

	Share premium account £	Profit and loss account £
At 1 April 2011	720,332	758,320
Profit for the year		120,247
At 31 March 2012	<u>720,332</u>	<u>878,567</u>

14. CONTINGENT LIABILITIES

There is a guarantee in favour of the company's bankers for all and every sum owing at the date of demand given by the company and all subsidiary undertakings, supported by a charge over all the assets and undertakings of these companies. At 31 March 2012 the group net overdraft facility was £0.5m (2011 - £0.5m). The company's bankers have a right of set off between the bank balances and overdrafts of all group undertakings.

15. PENSION COMMITMENTS

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £19,254 (2011 - £16,874). Contributions payable to the fund at the balance sheet date were £2,840.

16. OPERATING LEASE COMMITMENTS

At 31 March 2012 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings		Other	
	2012 £	2011 £	2012 £	2011 £
Expiry date				
Within 1 year	-	-	-	1,800
Between 2 and 5 years	-	-	4,108	4,108
After more than 5 years	30,000	30,000	-	-
	<u>30,000</u>	<u>30,000</u>	<u>-</u>	<u>-</u>

MYRIAD CEG LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2012

17 RELATED PARTY TRANSACTIONS

Advantage has been taken of the exemption offered by FRS 8 from the requirement to disclose transactions between other group companies

Myriad CEG Wind Limited was acquired by Myriad CEG Group Limited on 28 February 2011. Prior to this acquisition the entity was controlled by Cape Verde Capital Management LLP who are the controlling party of Myriad CEG Group Limited and subsidiaries. Sales made in the period prior to the acquisition were £8,924.

Sales made in the period to Wates Group, related by common control, were £6,610 (2011 - £26,952). At the period end there was £Nil (2011 - £32,343) outstanding.

Cape Verde Capital Management LLP is the controlling party of Myriad CEG Group Limited and subsidiaries. In the period purchases of £Nil (2011 - £3,333) were made.

Richard Harvey, a former director, was a director of Manor Farm Feeds Limited, within the period purchases of £4,368 (2011 - £3,749) were made and £1,092 (2011 - £364) was outstanding at the period end.

Richard Harvey is also a director of East Midlands Wood Fuels Limited. In the period there were £Nil (2011 - £560) purchases made from East Midlands Wood Fuels Limited.

18 POST BALANCE SHEET EVENTS

On 1 April 2012 the trade and assets of Myriad CEG Heat Pumps Limited and the trade and assets in relation to the Solar PV business within Myriad CEG Wind Limited was transferred to Myriad CEG Limited at book value.

19 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company's immediate parent company is Myriad CEG Group Limited. The ultimate controlling party is Cape Verde Capital Management LLP.

The parent undertaking of the largest and smallest group for which consolidated accounts are prepared is Myriad CEG Group Limited. Consolidated accounts are available from Companies House, Cardiff, CF4 3UZ.