

RI UK Solar Holdings Limited

DIRECTORS' REPORT AND AUDITED
FINANCIAL STATEMENTS

For the year ended 31 December 2016

COMPANY NUMBER: 09653134



RI UK Solar Holdings Limited
Directors' Report and Audited Financial Statements
For the year ended 31 December 2016

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RI UK Solar Holdings Limited
Directors' Report and Audited Financial Statements
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COMPANY INFORMATION

Directors

Charles Reid (British)
Peter Raftery (British)

Registered Office

12 Throgmorton Avenue
London
United Kingdom
EC2N 2DL

Independent Auditor

Deloitte
Chartered Accountants and Statutory Audit Firm
Deloitte & Touche House
Earlsfort Terrace
Dublin 2
Ireland

Administrator*

BNY Mellon Fund Services (Ireland) DAC
Riverside II
Sir John Rogerson's Quay
Dublin 2
Ireland

Bank

The Bank of New York Mellon SA/NV
46 Rue Montoyerstraat
B-1000 Brussels
Belgium

* Effective from 1 July 2016, BNY Mellon Investment Servicing (International) Limited merged into BNY Mellon Fund Services (Ireland) DAC.

RI UK Solar Holdings Limited
Directors' Report and Audited Financial Statements
For the year ended 31 December 2016

DIRECTORS' REPORT

The Board of Directors present their report and the audited financial statements of RI UK Solar Holdings Limited (the "Company") for the year ended 31 December 2016.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The Company, a UK registered company, was incorporated on 23 June 2015. The Company was established as a vehicle to provide investment into renewable power assets in the UK through equity and debt instruments, focusing on acquiring solar power projects.

RESULTS AND DIVIDENDS

The results for the year are shown on page 8. During the year ended 31 December 2016, the Board of Directors declared and paid a distribution of £Nil (2015: £365,566). The Directors do not recommend the payment of any further dividends for the year ended 31 December 2016.

CHANGES IN DIRECTORS AND REGISTERED OFFICE

There were no changes in Directors or Registered Office during the year.

DIRECTORS' INTERESTS IN SHARES

The Directors had no beneficial interest in the share capital of the Company at the date of appointment or at the end of the year.

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risks and uncertainties facing the Company relating to the investments held by it are set out in note 11 to the financial statements.

SIGNIFICANT EVENTS DURING THE YEAR

There were no significant changes in the state of affairs during the year.

SUBSEQUENT EVENTS

The subsequent events which have occurred since the Statement of Financial Position date are set out in note 14 to the financial statements.

FUTURE DEVELOPMENTS OF THE BUSINESS

The Directors expect the current level of activities to continue for the foreseeable future.

TRANSACTIONS WITH DIRECTORS

There were no fees paid in respect of compensation to the Directors for their services in managing the Company.

POLITICAL AND CHARITABLE DONATIONS

The Company did not make any political or charitable donations during the year.

EMPLOYEES

The Company has no direct employees. Services are provided by BlackRock Asset Management Ireland Limited, the management company of BlackRock Infrastructure Funds plc (the "Fund"), and BNY Mellon Fund Services (Ireland) DAC (the Administrator). Due to the nature of the services provided it is not possible to separately ascertain specific employee numbers.

RI UK Solar Holdings Limited
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DIRECTORS' REPORT (continued)

ADEQUATE ACCOUNTING RECORDS

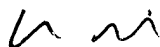
The Board of Directors ensure that adequate accounting records are kept in accordance with Section 386 of the Companies Act, 2006 by engaging BNY Mellon Fund Services (Ireland) DAC who employ accounting personnel with the appropriate expertise and by providing adequate resources to the finance function.

Those accounting records are maintained at the Administrator's office at Riverside II, Sir John Rogerson's Quay, Dublin 2, Ireland.

INDEPENDENT AUDITORS

Deloitte, Chartered Accountants and Statutory Audit Firm, have signified their willingness to continue in office in accordance with Section 485 of the Companies Act, 2006.

On behalf of the Board of Directors



Charles Reid
Director

Date: 13 June 2017

RI UK Solar Holdings Limited
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DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with Section 394 of the Companies Act, 2006 and other applicable regulations.

UK company law requires the Directors to prepare financial statements for each financial period. The Directors have prepared the Company financial statements in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union (the "EU"). The financial statements are required, per Section 396 of the Companies Act, 2006, to 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 estimates that are reasonable and prudent;
- State that the financial statements comply with IFRS as adopted by the EU, subject to any material departure disclosed and explained in the financial statements; and
- Prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the Company will continue in business, in which case there should be supporting assumptions or qualifications as necessary.

Per Section 386 of the Companies Act, 2006, 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 to 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.

Each of the Directors, whose name and functions are listed in the Company Information section of the Directors' Report and financial statements, confirms that to the best of each person's knowledge and belief:

- The financial statements, prepared in accordance with IFRS as adopted by the EU and in accordance with the Companies Act 2006, give a true and fair view of the assets, liabilities, financial position and profit of the Company;
- The Directors' report includes a fair review of the development and performance of the business and the position of the Company and a description of the principal risks and uncertainties that they face;
- So far as the Directors are aware, there is no relevant audit information of which the Company's auditors are unaware; and
- They have each taken all the steps that ought to have been taken by them as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RI UK SOLAR HOLDINGS LIMITED

We have audited the financial statements of RI UK Solar Holdings Limited for the year ended 31 December 2016 which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash Flows and the related notes 1 to 15. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

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 Statement of Directors' Responsibilities, 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 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; 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 year for which the financial statements are prepared is consistent with the financial statements

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RI UK SOLAR HOLDINGS 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.



Darren Griffin
For and on behalf of Deloitte
Chartered Accountants and Statutory Auditor
Dublin

Date:

13 June 2017

RI UK Solar Holdings Limited
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STATEMENT OF COMPREHENSIVE INCOME

	Notes	2016 £'000	2015* £'000
Dividend income	12	1,452	800
Unrealised gain/(loss) on financial assets at fair value through profit or loss	10	845	(232)
Total income		<u>2,297</u>	<u>568</u>
Expenses			
Interest expense	12	(1,612)	(416)
Other expenses	5	(38)	(16)
Total expenses		<u>(1,650)</u>	<u>(432)</u>
Operating income before tax on ordinary activities		647	136
Tax on income on ordinary activities	7	-	-
Net increase in shareholder's equity resulting from operating activities		<u>647</u>	<u>136</u>

* From date of incorporation 23 June 2015 to 31 December 2015.

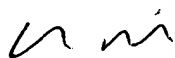
The accompanying notes form an integral part of the financial statements.

RI UK Solar Holdings Limited
 Directors' Report and Audited Financial Statements
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STATEMENT OF FINANCIAL POSITION

	Notes	2016 £'000	2015 £'000
Assets			
Financial assets at fair value through profit or loss	10	37,698	31,993
Cash and cash equivalents		300	-
Other receivables		11	-
Total assets		38,009	31,993
Liabilities			
Loans payable	12	(26,118)	(24,695)
Share capital proceeds, awaiting settlement		-	(1,634)
Interest payable	12	(241)	(98)
Other accrued expenses and liabilities	6	(53)	(15)
Total liabilities		(26,412)	(26,442)
Net Assets		11,597	5,551
Equity			
Share capital	9	11,179	5,780
Retained earnings		418	(229)
Total equity		11,597	5,551

On behalf of the Board of Directors



Charles Reid
 Director

Date: 13 June 2017

The accompanying notes form an integral part of the financial statements.

RI UK Solar Holdings Limited
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STATEMENT OF CHANGES IN EQUITY

	Notes	2016 £'000	2015* £'000
Share Capital			
Opening balance		5,780	-
Share capital issued		5,399	5,780
Closing balance	9	<u>11,179</u>	<u>5,780</u>
Retained earnings			
Opening balance		(229)	-
Net increase in shareholder's equity resulting from operating activities		647	136
Distributions to shareholders during the year/period		-	(365)
Closing balance		<u>418</u>	<u>(229)</u>
Total shareholder's equity at the end of the year/period		<u>11,597</u>	<u>5,551</u>

* From date of incorporation 23 June 2015 to 31 December 2015.

The accompanying notes form an integral part of the financial statements.

RI UK Solar Holdings Limited
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STATEMENT OF CASH FLOWS

	2016 £'000	2015* £'000
Cash flows from operating activities		
Net increase in shareholder's equity	647	136
Adjustment for:		
- Net change in fair value on financial assets at fair value through profit or loss	(845)	232
- Dividend income	(1,452)	(800)
- Interest expense	1,612	416
Increase in other receivables	(11)	-
Increase in other accrued expenses and liabilities	38	15
Net cash used in operating activities	<u>(11)</u>	<u>(1)</u>
Cash flows from investing activities		
Dividends received	1,452	800
Acquisition of financial assets at fair value through profit or loss	(4,977)	(32,225)
Disposal of financial assets at fair value through profit or loss	117	-
Net cash used in investing activities	<u>(3,408)</u>	<u>(31,425)</u>
Cash flows from financing activities		
Interest paid	(1,469)	(318)
Loans drawn down	1,423	24,811
Repayments on loans drawn down	-	(116)
Proceeds from the issue of shares	5,399	5,780
Share capital proceeds, awaiting settlement	(1,634)	1,634
Distributions to shareholders during the year/period	-	(365)
Net cash provided by financing activities	<u>3,719</u>	<u>31,426</u>
Net movement in cash and cash equivalents	300	-
Cash and cash equivalents at beginning of the year/period	-	-
Cash and cash equivalents at end of the year/period	<u>300</u>	<u>-</u>

* From date of incorporation 23 June 2015 to 31 December 2015.

The accompanying notes form an integral part of the financial statements.

RI UK Solar Holdings Limited
Directors' Report and Audited Financial Statements
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NOTES TO THE FINANCIAL STATEMENTS

1. General information

RI UK Solar Holdings Limited (the "Company"), a UK registered company, was incorporated on 23 June 2015. The Company was established as a vehicle to provide investment into renewable power assets in the UK through equity and debt instruments, focusing on acquiring solar power projects.

The applicable principal accounting policies and notes are set out below, all of which applied for the year ended 31 December 2016. Comparative information is presented for the period 23 June 2015 (date of incorporation) to 31 December 2015.

2. Basis of preparation

(a) Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (collectively "IFRS") as adopted by the European Union (EU) and as applied in accordance with the provisions of the Companies Act, 2006.

(b) Basis of measurement

The financial statements have been prepared on a going concern basis which assumes that the Company will continue in operational existence for the foreseeable future. The Directors are satisfied that they operate in such a way to ensure the Company will continue to be a going concern.

(c) Use of estimates, judgements and assumptions

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expense.

(i) Assumptions and estimation uncertainties

Measurement of fair values

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 of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

NOTES TO THE FINANCIAL STATEMENTS (continued)

2. Basis of preparation (continued)

(c) Use of estimates, judgements and assumptions (continued)

(ii) Judgements

Involvement with investment entities

The International Accounting Standards Board ("IASB") has introduced an amendment to IFRS 10 "Consolidated Financial Statements" effective for periods commencing on or after 1 January 2014 (with early adoption permitted). This amendment requires investment entities to fair value relevant subsidiaries including structured entities through profit or loss rather than consolidate their results. The Board of Directors have concluded that the following entities, which are related parties of the Company, satisfy the criteria to be regarded as investment entities and have adopted this amendment:

- Renewable Income UK, a sub-fund of BlackRock Infrastructure Funds plc (the "Fund");
- BRI UK Finance Designated Activity Company (the "Limited Company"); and
- RI Income UK Holdings Limited, a 100% subsidiary of the Limited Company, and the Company, a 100% subsidiary of RI Income UK Holdings Limited (together the "Holding Companies").

IFRS 10 indicates that companies formed in connection with each other for legal, regulatory, tax or similar requirements can be considered together to determine whether they display the characteristics of an investment entity. The reason and purpose of the multi layered structure is usually to accomplish one or more of the following:

- 1) Regulatory reasons to invest in certain jurisdictions,
- 2) Risk mitigation reasons and/or
- 3) Investment return enhancement.

The Fund, the Limited Company and the Holding Companies were formed in connection with each other for legal, regulatory, tax or similar requirements. When considered together they display the following typical characteristics of an investment entity:

- 1) The Fund and the Limited Company indirectly hold more than one investment because the Holding Companies hold a portfolio of investments.
- 2) Although the Limited Company, and as a result, indirectly the Holding Companies, are wholly capitalised by the Fund through the purchase of the profit participating note, the Fund itself is funded by many investors who are unrelated to the Fund. The Fund does not own the equity of the Limited Company nor the Holding Companies.
- 3) Ownership in the Fund is represented by units of equity interest.

The Directors are of the opinion that the Fund, the Limited Company and the Holding Companies each meet the definition of an investment entity. The following conditions exist:

- 1) The Fund and the Limited Company have obtained funds for the purpose of providing investors with investment management services.
- 2) The investments held by the Holding Companies are measured and evaluated on a fair value basis and information about those investments are provided to investors on a fair value basis through the Limited Company and/or the Fund.

All amounts have been rounded to the nearest thousand, unless otherwise indicated.

NOTES TO THE FINANCIAL STATEMENTS (continued)

3. Significant accounting policies

(a) Investments

Classification of investments

The Company classifies its equity investments and loans and receivables as financial assets at fair value through profit or loss. The category of financial assets through profit or loss comprises investments designated by the Board of Directors at inception, as being at fair value through profit or loss and/or held for trading.

Financial assets designated at fair value through profit or loss, at inception, are those that are managed and their performance evaluated on a fair value basis in accordance with the documented investment strategy.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They principally comprise loans to solar and wind power projects and also to related parties which finance the solar and wind power projects through equity investments.

Recognition/derecognition of investments

Purchases and sales of investments are accounted for on the day the trade transaction takes place. Investments are derecognised when the rights to receive cash flows from the investments have expired or the risks and rewards of ownership have all been substantially transferred. Realised gains and losses on disposals are calculated using the average cost method and are reflected as net gains/(losses) on financial assets/(liabilities) at fair value through profit or loss in the Statement of Comprehensive Income.

Initial measurement of investments

Financial assets at fair value through profit or loss are initially recognised at fair value. Gains and losses arising from changes in the fair value of the financial assets are presented in the Statement of Comprehensive Income, in the year in which they arise.

(b) Cash and cash equivalents

Cash and cash equivalents include cash in hand, demand deposits, time deposits and other short-term highly liquid investments with original maturities of three months or less.

(c) Taxation

Corporation tax

Current tax, including UK corporation tax and foreign tax, is provided on the Company's taxable profits, at amounts expected to be paid or recovered using the tax rates and laws that have been enacted or substantively enacted by the year end date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the end of the year. Provision is made at the rates expected to apply when the timing differences reverse. 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 taxable profits in years 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.

NOTES TO THE FINANCIAL STATEMENTS (continued)

3. Significant accounting policies (continued)

(d) Transactions in foreign currencies

The presentation currency of the Company's financial statements is Sterling Pounds ("£"). Foreign currency items included in the Company's financial statements are measured in the Company's functional currency which is £.

Transactions in foreign currencies are translated into the functional currency of the Company at the foreign currency exchange rate in effect at the date of the transaction.

Foreign currency assets and liabilities, including investments, are translated at the exchange rate prevailing at year end. the foreign exchange gain or loss based on the translation of the investments, as well as the gain or loss arising on the translation of other assets and liabilities, is included in net gains/(losses) on financial assets at fair value through profit or loss in the statement of Comprehensive income.

(e) Interest expense

Interest expense is accrued on an effective interest basis and is recognised in the Statement of Comprehensive Income as interest expense.

(f) Dividend income

Dividend income is recorded in the Statement of Comprehensive Income on an accruals basis respectively, gross of withholding tax.

(g) Loans payable

Loans payable are non-derivative financial liabilities with fixed or determinable payments that are not quoted in an active market. They principally comprise loans from the Limited Company which finance the Company's investments. Loans payable are measured at amortised cost using the effective interest rate method.

(h) Share capital proceeds, awaiting settlement

Cash that has been received in advance of the issuance of shares by the Company is recognised in the Statement of Financial Position as share capital proceeds, awaiting settlement.

(i) Distributions

Distributions are accounted for as a reduction in shareholder's equity and are recognised in the Statement of Changes in Equity for any distributions made during the year. The Directors may determine to make distributions to shareholders out of the net revenue of the Company including interest and dividends earned by the Company and realised net proceeds on the disposal of the investments. The Directors may, at their discretion, and subject to Shareholders being notified, declare distribution days as they may deem appropriate.

(j) Comparative period

Certain prior year figures have been reclassified to correspond to current year presentation.

NOTES TO THE FINANCIAL STATEMENTS (continued)

4. New standards and interpretations

New standards and amendments effective after 1 January 2017 which have not been early adopted:

The International Accounting Standards Board (IASB) has published amendments to IAS 7 'Statement of Cash Flows'. The amendments are intended to clarify IAS 7 to improve information provided to users of financial statements about an entity's financing activities. To achieve this objective, the IASB requires that the following changes in liabilities arising from financing activities are disclosed (to the extent necessary): (i) changes from financing cash flows; (ii) changes arising from obtaining or losing control of subsidiaries or other businesses; (iii) the effect of changes in foreign exchange rates; (iv) changes in fair values; and (v) other changes. They are effective for annual periods beginning on or after 1 January 2017, with earlier application being permitted.

IFRS 9, "Financial Instruments", addresses the classification, measurement and recognition of financial assets and financial liabilities. An updated version of IFRS 9 was issued on 10 November 2013. It replaces the parts of IAS 39 that relate to the classification and measurement of financial instruments. IFRS 9 requires financial assets to be classified into two measurement categories: those measured at fair value and those measured at amortised cost. The determination is made at initial recognition. The classification depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument. For financial liabilities, the standard retains most of the IAS 39 requirements. The main change is that, in cases where the fair value option is taken for financial liabilities, the part of a fair value change due to an entity's own credit risk is recorded in other comprehensive income rather than the income statement, unless this creates an accounting mismatch. The effective mandatory date in place for IFRS 9 is 1 January 2018.

IFRS 15, "Revenue from Contracts with Customers" – IFRS 15 was issued in May 2014 and establishes a new five-step model that will apply to revenue arising from contracts with customers. Under IFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The principles in IFRS 15 provide a more structured approach to measuring and recognising revenue. The new revenue standard is applicable to all entities and will supersede all current revenue recognition requirements under IFRS. Either a full or modified retrospective application is required for annual periods beginning on or after 1 January 2018 with early adoption permitted.

IFRS 16, "Leases", issued in January 2016 and effective for annual periods beginning on or after 1 January 2019, replaces existing IAS 17, specifies how to recognise, measure, present and disclose leases. The standard requires lessees to recognise assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. However, the lessors accounting requirements substantially remains the same as in IAS 17.

The Company is yet to assess the full impact of the new standards and amendments and intends to adopt new standards and amendments no later than the required accounting period beginning on or after the date advised by the IASB and once endorsed by the European Union ("EU").

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NOTES TO THE FINANCIAL STATEMENTS (continued)

5. Other expenses

	2016 £'000	2015 £'000
Administration fees	11	6
Auditors' remuneration	6	6
Professional fees	6	2
Other expenses	15	2
Total	38	16

There were no fees in relation to non-audit assurance, tax or other services paid to the auditors during the year ended 31 December 2016 and period ended 31 December 2015.

6. Other accrued expenses and liabilities

	As at 31 December 2016 £'000	As at 31 December 2015 £'000
Administration fees payable	(17)	(6)
Audit fees payable	(12)	(6)
Professional fees payable	(8)	(2)
Other payables	(16)	(1)
Total	(53)	(15)

7. Taxation

	31 December 2016 £'000	31 December 2015 £'000
Current tax	-	-
Current period tax charges	-	-
Total	-	-

The reconciliation of tax on the income before taxation, at the UK standard corporation rate, to the Company's actual tax charge for the year ended 31 December 2016 and period ended 31 December 2015, can be seen in the table below.

	31 December 2016 £'000	31 December 2015 £'000
Operating income before tax on ordinary activities for the year	647	136
Current tax at 20%	129	27
<i>Effects of:</i>		
Non-taxable income	(459)	(113)
Deferred tax not recognised	330	86
Tax for the year/period	-	-

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NOTES TO THE FINANCIAL STATEMENTS (continued)

8. Investment entities

The Fund has an interest in the Limited Company through its investment in the profit participating notes issued by the Limited Company. The Limited Company has in turn subscribed to the equity of RI Income UK Holdings Limited, which has in turn subscribed to the equity of the Company. As the Holding Companies, the Limited Company and the Fund are investment entities as defined under IFRS 10, "Consolidated Financial Statements", the financial statements of the Company are not presented on a consolidated basis. Refer to the basis of preparation in note 2 for further details.

The following table shows details of the entities that the Company does not consolidate but in which it holds an interest. These entities are collectively known as the "Investment Entities".

Names	Principal Activity	Place of Business	Country of Incorporation	Equity Ownership % Held	
				2016	2015
NSD2 Limited	Holding company	United Kingdom	United Kingdom	100%	100%
Hale Farm Solar Limited	Solar farm	United Kingdom	United Kingdom	100%	0%
UK Solar (Hartwell) LLP	Solar farm	United Kingdom	United Kingdom	100%	100%
UK Solar (Lower Newton) LLP	Solar farm	United Kingdom	United Kingdom	100%	100%

9. Share capital

	31 December 2016 £'000	31 December 2015 £'000
<i>Issued and fully paid up</i>		
11,178,890 (2015: 5,780,000) ordinary shares of £1 each	<u>11,179</u>	<u>5,780</u>

10. Valuation of investments

The Company classifies financial instruments measured at fair value using a fair value hierarchy. The fair value hierarchy has the following categories:

Level 1 - Quoted prices for identical instruments in active markets

A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available and those prices represent actual and regularly occurring market transactions on an arm's length basis. The Company does not adjust the quoted price for these instruments.

Level 2 - Valuation techniques using observable inputs

This category includes instruments valued using: quoted prices in active markets for similar instruments; quoted prices for similar instruments in markets that are considered less than active; or other valuation techniques where all significant inputs are directly or indirectly observable from market data.

Valuation techniques used for non-standardised financial instruments such as OTC derivatives, include the use of comparable recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, option pricing models and other valuation techniques commonly used by market participants making the maximum use of market inputs and relying as little as possible on entity determined inputs.

NOTES TO THE FINANCIAL STATEMENTS (continued)

10. Valuation of investments (continued)

Level 3 - Valuation techniques using significant unobservable inputs

This category includes all instruments where the valuation techniques used include inputs not based on market data and these inputs could have a significant impact on the instrument's valuation.

This category also includes instruments that are valued based on quoted prices for similar instruments where significant entity determined adjustments or assumptions are required to reflect differences between the instruments and instruments for which there is no active market. The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety.

For this purpose, the significance of an input is assessed against the fair value measurement in its entirety. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a level 3 measurement.

The Company uses proprietary discounted cash flow valuation models. Some or all of the significant inputs into these models may not be observable in the market, and are derived from market prices or rates or are estimated based on assumptions. Valuation models that employ significant unobservable inputs require a higher degree of management judgement and estimation in the determination of fair value. Management judgement and estimation are usually required for the selection of the appropriate valuation model to be used and determination of expected future cash flows on the financial instrument being valued. Model inputs and values are calibrated against historical data and published forecasts and, when possible, against current or recent observed transactions. This calibration process is inherently subjective and it yields ranges of possible inputs and estimates of fair value, and management judgement is required to select the most appropriate point in the range.

There are a number of key assumptions that have a significant impact on the carrying value of the investments held by the Company with regard to discounting future cash flows. These are the discount factor, inflation rate, the price at which the power and associated benefits can be sold and the amount of electricity the assets are expected to produce and project operating costs. Changes in these estimates or assumptions can result in significant variations in the carrying value and amounts charged or credited to the Statement of Comprehensive Income in specific periods.

The following table is a summary of the Company's financial assets carried at fair value as at 31 December 2016:

	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Financial assets at fair value through profit or loss				
Investments	-	-	37,698	37,698
Total financial assets at fair value through profit or loss	-	-	37,698	37,698

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NOTES TO THE FINANCIAL STATEMENTS (continued)

10. Valuation of investments (continued)

The following table is a summary of the Company's financial assets carried at fair value as at 31 December 2015:

	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Financial assets at fair value through profit or loss				
Investments	-	-	31,993	31,993
Total financial assets at fair value through profit or loss	-	-	31,993	31,993

The Company held only level 3 investments during the year ended 31 December 2016 and period ended 31 December 2015. There were no transfers between levels during the year ended 31 December 2016 and period ended 31 December 2015.

The following table shows a reconciliation of all investments categorised within Level 3 between the beginning and the end of the reporting year:

	31 December 2016 £'000	31 December 2015 £'000
Financial assets at fair value through profit or loss		
Opening balance	31,993	-
Purchase of investments	4,977	32,225
Sale of investments	(117)	-
Unrealised gain/(loss) on financial assets at fair value through profit or loss	845	(232)
Closing Balance	37,698	31,993

Financial assets at fair value through profit or loss of £37,697,896 (2015: £31,993,294) reflects investments made by way of equity of £27,907,038 (2015: £24,793,294) and debt of £9,790,858 (2015: £7,200,000).

Significant unobservable inputs used in measuring fair value

The table below sets out information about significant unobservable inputs used at 31 December 2016 in measuring financial instruments categorised as Level 3 in the fair value hierarchy:

Investment type	Fair value as at 31 December 2016 £'000	Valuation technique	Unobservable inputs	Shock range of unobservable inputs utilised	Sensitivity of fair values to changes in unobservable inputs* (£'000)
Investments	37,698	Discounted Cash Flow	Inflation	+/- 0.51%	39,839 - 35,680
			Resource	+/- (1.10%-8.13%)	41,432 - 33,935
			Power Prices	+/- 16.11%	41,621 - 33,747
			Discount Rate	+/- 0.86%	41,567 - 34,242

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NOTES TO THE FINANCIAL STATEMENTS (continued)

10. Valuation of investments (continued)

Significant unobservable inputs used in measuring fair value (continued)

The table below sets out information about significant unobservable inputs used at 31 December 2015 in measuring financial instruments categorised as Level 3 in the fair value hierarchy:

Investment type	Fair value as at 31 December 2015 £'000	Valuation technique	Unobservable inputs	Shock range of unobservable inputs utilised	Sensitivity of fair values to changes in unobservable inputs* (£'000)
Investments	31,993	Discounted Cash Flow	Inflation	+/- 0.54%	33,522 - 30,556
			Resource	+/- (6.36% - 6.46%)	34,400 - 29,611
			Power Prices	+/- 13.15%	34,126 - 29,872
			Discount Rate	+/- 0.87%	34,684 - 29,603

* Any correlation amongst the unobservable inputs outlined above has not been considered in the calculation of the range of sensitivities.

Further details of the significant unobservable inputs are outlined below:

Inflation:

The inflation rate is based upon the United Kingdom consumer and retail price indices.

Resource:

The electricity produced and revenues generated by a solar energy project depends heavily on natural resource conditions, which are variable and forecasted based on assumptions, models and historical data. If the solar conditions are unfavourable or below estimates, then the electricity production may be substantially below the Company's expectations. External reports are used to estimate the expected electrical output from the assets taking into account various factors at each location and generation data from historical operations. The actual electrical output may differ from that estimated in such a report mainly due to the variability of actual production that is modelled in any one period. Assumptions around electrical output will only be changed if there is evidence to suggest there has been a material change in this expectation.

Power prices:

The price at which the output from the generating assets is sold is based on two elements, the first typically being a fixed price under a power purchase agreement or a fixed income tariff for a specific term and the second being future pricing. The revenues generated by solar plants that are not fixed under fixed priced tariffs depend on market prices of energy in competitive wholesale energy markets. There can be no assurance that market prices will be at levels that enable the projects to which the Company is exposed to operate profitably or as anticipated. Future prices are estimated using external third party forecasts which take the form of specialist consultancy reports. The future power price assumptions will be reviewed as and when these forecasts are updated. There is an inherent uncertainty in future wholesale electricity price projection.

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NOTES TO THE FINANCIAL STATEMENTS (continued)

10. Valuation of investments (continued)

Significant unobservable inputs used in measuring fair value (continued)

Discount rate:

The discount rate reflects current market assessments of interest rates and the risks specific to the asset. The discount rate used reflects the Company's required rate of return for these investments and it is reasonable an alternative assumption may be used resulting in a different value. This rate is reviewed semi-annually by the Company to ensure it is set at the appropriate level, taking into account any recent market transactions that were similar in nature when considering any changes to the rate used.

The following table analyses within the fair value hierarchy the Company's assets and liabilities not measured at fair value at the year ended 31 December 2016 but for which a fair value is disclosed:

	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Cash and cash equivalents	300	-	-	300
Other receivables	-	11	-	11
Loans payable	-	(26,118)	-	(26,118)
Interest payable	-	(241)	-	(241)
Other accrued expenses and liabilities	-	(53)	-	(53)
	<u>300</u>	<u>(26,401)</u>	<u>-</u>	<u>(26,101)</u>

The following table analyses within the fair value hierarchy the Company's assets and liabilities not measured at fair value at the period ended 31 December 2015 but for which a fair value is disclosed:

	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Loans payable	-	(24,695)	-	(24,695)
Share capital proceeds, awaiting settlement	-	(1,634)	-	(1,634)
Interest payable	-	(98)	-	(98)
Other accrued expenses and liabilities	-	(15)	-	(15)
	<u>-</u>	<u>(26,442)</u>	<u>-</u>	<u>(26,442)</u>

The assets and liabilities included above are carried at cost; their carrying values are a reasonable approximation of fair value.

NOTES TO THE FINANCIAL STATEMENTS (continued)

11. Financial risk management

The Company's investment activities expose it to the various types of risk which are associated with the investments and markets in which it invests. The following information is not intended to be a comprehensive summary of all risks.

(a) Market risk

Market risk arises mainly from uncertainty about future values of investments influenced by other price, currency and interest rate movements. It represents the potential loss the Company may suffer through holding market positions in the face of market movements.

(i) *Market risk arising from foreign currency risk*

Foreign currency risk exists where assets and liabilities are denominated in currencies other than the functional currency.

The Company's investments are denominated in the same currency as the functional currency and therefore there is insignificant exposure to foreign currency risk as at 31 December 2016 and 31 December 2015.

(ii) *Market risk arising from interest rate risk*

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The following table details the Company's exposure to interest rate risks as at 31 December 2016 and 31 December 2015:

As at 31 December 2016	Fixed £'000	Floating £'000	Non interest bearing £'000	Total £'000
<i>Assets</i>				
Financial assets at fair value through profit or loss	-	-	37,698	37,698
Cash and cash equivalents	-	300	-	300
Other receivables	-	-	11	11
Total assets	-	300	37,709	38,009

As at 31 December 2015	Fixed £'000	Floating £'000	Non interest bearing £'000	Total £'000
<i>Assets</i>				
Financial assets at fair value through profit or loss	-	-	31,993	31,993
Total assets	-	-	31,993	31,993

NOTES TO THE FINANCIAL STATEMENTS (continued)

11. Financial risk management (continued)

(a) Market risk (continued)

(ii) *Market risk arising from interest rate risk (continued)*

The sensitivity analysis presented on pages 20 and 21 reflects how the fair value of the financial assets at fair value through profit or loss would be affected by changes in the relevant inputs including interest rates.

(iii) *Market risk arising from other price risk*

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting similar investments traded in the market.

There are a number of key assumptions that have a significant impact on the carrying value of the investments with regard to discounting future cash flows. These are the discount factor, inflation rate, the price at which the power and associated benefits can be sold, and the amount of electricity the assets are expected to produce and project operating costs. Changes in these estimates or assumptions can result in significant variations in the carrying value and amounts charged or credited to the Statement of Comprehensive Income in specific periods.

To manage other price risk, the Company performs extensive initial and ongoing due diligence on the companies purchased. The underlying companies that own, construct and/or operate the solar projects are required to provide the Company with reports on a daily, monthly or quarterly basis and monitor the internal controls and operational infrastructure of the managers of these companies.

By diversifying the portfolio, where this is appropriate and consistent with the Company's objectives, the risk that a price change of a particular investment will have a material impact on the Company is minimised.

(b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities. Liquidity risk to the Company arises from the loan payable to the Limited Company and the liquidity of the underlying investments it has made.

Given the uncertainty inherent in the valuation of assets of the Company that lack a readily ascertainable market value, the value of such assets as reflected in the Company's Statement of Financial Position may differ materially from the prices at which the Company would be able to liquidate such assets. The value of assets that lack a readily ascertainable market value may be subject to adjustment based on valuation information available to the Company at that time. Volatile market conditions could also cause reduced liquidity in the market for certain assets, which could result in liquidation values that are materially less than the values of such assets as reflected in the Statement of Financial Position of the Company.

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NOTES TO THE FINANCIAL STATEMENTS (continued)

11. Financial risk management (continued)

(b) Liquidity risk (continued)

As at 31 December 2016, the Company's financial liabilities classified into relevant maturity groupings based on the remaining period to the contractual maturity date were as follows:

	Less than 1 month £'000	1 - 3 months £'000	3 months to 1 year £'000	Over 1 year £'000	Total £'000
<i>Financial liabilities</i>					
Loans payable	-	-	-	(26,118)	(26,118)
Interest payable	-	-	(241)	-	(241)
Other accrued expenses and liabilities	-	-	(53)	-	(53)
Total financial liabilities	-	-	(294)	(26,118)	(26,412)

As at 31 December 2015, the Company's financial liabilities classified into relevant maturity groupings based on the remaining period to the contractual maturity date were as follows:

	Less than 1 month £'000	1 - 3 months £'000	3 months to 1 year £'000	Over 1 year £'000	Total £'000
<i>Financial liabilities</i>					
Loans payable	-	-	-	(24,695)	(24,695)
Share capital proceeds, awaiting settlement	(1,634)	-	-	-	(1,634)
Interest payable	-	-	(98)	-	(98)
Other accrued expenses and liabilities	-	-	(15)	-	(15)
Total financial liabilities	(1,634)	-	(113)	(24,695)	(26,442)

The Company's liquidity risk is managed in accordance with policies and procedures in place. The analysis and management of liquidity risks are monitored and assessed at all stages in the investment selection process. The Company's overall liquidity risks are monitored on a regular basis by the Board of Directors.

(c) Counterparty credit risk

Counterparty credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company is exposed to counterparty credit risk on parties with whom it trades and bears the risk of settlement default.

The extent of the Company's exposure to counterparty credit risk in respect of these financial assets approximates their carrying value as recorded in the Statement of Financial Position.

RI UK Solar Holdings Limited
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NOTES TO THE FINANCIAL STATEMENTS (continued)

11. Financial risk management (continued)

(c) Counterparty credit risk (continued)

The carrying amount of financial assets best represents the maximum credit risk exposure at the balance sheet date. At year/period end, the Company's financial assets exposed to credit risk amounted to the following:

	31 December 2016 £'000	31 December 2015 £'000
Assets		
Financial assets at fair value through profit or loss	37,698	31,993
Cash and cash equivalents	300	-
Other receivables	11	-
Total assets	38,009	31,993

None of these financial assets are impaired nor past due but not impaired.

The Company currently has exposure to related parties through the loans issued to the Investment Entities. This exposes the Company to the risk that Investment Entities may default on interest or principal payments. To manage this risk, the Investment Manager of the Fund performs extensive initial and ongoing due diligence on the companies purchased by the Company. The underlying companies that will own, construct and/or operate the wind and solar projects are required to provide the Investment Manager of the Fund with reports on a daily, monthly or quarterly basis and monitor the internal controls and operational infrastructure of the managers of these companies.

To mitigate the Company's counterparty credit risk with respect to The Bank of New York Mellon SA/NV (the "Bank"), the Board of Directors employ specific procedures to ensure that the Bank employed is a reputable institution and that the associated counterparty credit risk is acceptable to the Company.

The Company only transact with counterparties that are regulated entities subject to prudential supervision, or with high credit ratings assigned by international credit rating agencies. The Bank does not have a credit rating, however their parent company, The Bank of New York Mellon Corporation, has a Moody's long term credit rating of A1 (2015: A1). All cash balances are held with the Bank.

12. Related party transactions

Parties are considered to be related if one party has the ability to control the other party or is able to exercise significant influence over the other party in making financial or operational decisions. All related party transactions were carried out at arm's length in the ordinary course of business. The related parties have been outlined in note 2 (c) (ii).

The Directors are not entitled to receive Directors' fees from the Company.

No amounts have been written off in the year ended 31 December 2016 or the period ended 31 December 2015 in respect of amounts due to or from related parties. No provisions have been recognised by the Company against amounts due from related parties at the year/period end date.

No commitments secured or unsecured or guarantees have been entered into with related parties during the year/period.

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NOTES TO THE FINANCIAL STATEMENTS (continued)

12. Related party transactions (continued)

During the year ended 31 December 2016, the Company received a dividend of £907,094 (2015: £800,000) from its investment in UK Solar (Hartwell) LLP and a dividend of £544,445 (2015: £Nil) from its investment in UK Solar (Lower Newton) LLP.

Included in financial assets at fair value through profit or loss at 31 December 2016 are loans in the amount of £9,790,858 (2015: £7,200,000) due from the Investment Entities. These loans are repayable on demand and no interest was earned nor received from these loans during the year ended 31 December 2016 and 31 December 2015.

As at 31 December 2016, the Company held loans payable to the Limited Company of £26,118,024 (2015: £24,695,143). During the year, interest incurred on these loans amounted to £1,611,528 (2015: £416,344) of which £241,036 (2015: £98,068) remained payable as at 31 December 2016. As at the same date, the Holding Company held 100% of the shareholder's equity of the Company of £11,596,675 (2015: £5,550,652). During the year, the Company paid a dividend to the Holding Company of £Nil (2015: £365,566). All loans from the Limited Company have a fixed interest rate of 6.30% to 6.50% and a maturity date of 31 December 2044.

There were no loans, quasi loans, credit transactions or remuneration between the Company and its key management personnel or Directors for the year ended 31 December 2016 and the period ended 31 December 2015.

13. Exchange rates

The following exchange rates were used to translate assets and liabilities into £ as at 31 December 2016 and 31 December 2015:

Currency	2016	2015
USD	0.8093	0.6785
EUR	0.8536	0.7370

14. Subsequent events

There were no significant events affecting the Company since the year end.

15. Approval of financial statements

The Board of Directors approved the financial statements on 13 June 2017.