

Report of the Director and
Financial Statements for the Year Ended 31 December 2015
for
KS SPV 24 Limited

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KS SPV 24 Limited (Registered number: 08151512)

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for the Year Ended 31 December 2015

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KS SPV 24 Limited

Company Information
for the Year Ended 31 December 2015

DIRECTOR:

Ms R.J Cranna

REGISTERED OFFICE:

EVERSHEDS HOUSE.
70 GREAT BRIDGEWATER STREET
MANCHESTER
M1 5ES

REGISTERED NUMBER:

08151512 (England and Wales)

AUDITORS:

KPMG LLP
Arlington Business Park
Theale
READING
RG7 4SD

KS SPV 24 Limited (Registered number: 08151512)

Report of the Director
for the Year Ended 31 December 2015

The director presents her report with the financial statements of the company for the year ended 31 December 2015.

INCORPORATION

The company was incorporated on 20 July 2012.

PRINCIPAL ACTIVITY

The activity of the company in the year under review was that of electricity generation using solar technology.

EVENTS SINCE THE END OF THE YEAR

Information relating to events since the end of the year is given in the notes to the financial statements.

DIRECTORS

The director shown below has held office during the whole of the period from 1 January 2015 to the date of this report.

Ms R J Cranna

P J A Bereincua ceased as director on 27 October 2015.

GOING CONCERN

The company is a subsidiary of Terraform Power Inc., incorporated in the United States of America and listed on the NASDAQ Stock Market. TerraForm Power, Inc. in turn is controlled by SunEdison Inc., also incorporated in the United States of America and, until April 21, 2016, listed on the New York Stock Exchange.

On April 21, 2016, SunEdison Inc. and certain of its domestic and international subsidiaries voluntarily filed for protection under Chapter 11 of the U.S. Bankruptcy Code in the Bankruptcy Court for the Southern District of New York (the "SunEdison Bankruptcy"). Neither TerraForm Power Inc nor any of its subsidiaries form part of the SunEdison Bankruptcy, and none of them have plans to file for bankruptcy themselves. TerraForm Power is a publicly listed company that is a separate legal entity, traded separately on NASDAQ. The equity interests of TerraForm Power in its solar power plants that are legally owned by their respective subsidiaries are not expected to be available to satisfy the claims of creditors of SunEdison.

TerraForm Power believes that it has sufficient liquidity to operate its business. Although the SunEdison Bankruptcy presents challenges, TerraForm Power expects to continue to operate in the ordinary course and to meet its financial obligations on a timely basis. In addition, TerraForm Power has been coordinating with SunEdison so that the Company's facilities and their operations continue to perform uninterrupted. SunEdison has been, and is expected to continue to be, an important partner for TerraForm Power, as SunEdison affiliates provide asset management and operations and maintenance ("O&M") services to many of TerraForm Power's power plants. SunEdison has so far continued to provide these asset management and O&M services for TerraForm Power's power plants following the SunEdison Bankruptcy. In addition, SunEdison has generally continued to fulfill an important part of its obligations to provide corporate-level support to Terraform Power under the Management Services Agreement between SunEdison and TerraForm Power. Even if certain of those obligations were not fulfilled, TerraForm Power expects to be able to continue operating its business pursuant to contingency plans it has been developing.

The director believes that the company is well placed to manage its business risks successfully. Having reviewed the company's current position and cash flow projections for the next twelve months, the director has a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. In addition, Terraform Power Operating, LLC has agreed to provide support to the Company at least for a period of 12 months from the date of approval of these financial statements, through the conversion of outstanding intercompany loans to equity contributions, or the agreement not to demand the repayment of such intercompany loans to support the Company as a going concern. Accordingly, the going concern basis was adopted in preparing the financial statements.

RESULTS FOR THE PERIOD

During the period under review the company made a loss of £242,223.

SMALL COMPANY EXEMPTION

In preparing this report, the director has taken advantage of the small company exemptions provided by section 414B of the Companies House Act 2006 not to provide a Strategic report.

KS SPV 24 Limited (Registered number: 08151512)

Report of the Director
for the Year Ended 31 December 2015

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

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

AUDITORS

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

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:


.....
Ms R. J. Cranna - Director

Date: 6 October 2016
.....

KS SPV 24 Limited (Registered number: 08151512)

Statement of Director's Responsibilities
for the Year Ended 31 December 2015

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law she has elected to prepare the financial statements in accordance with IFRSs as adopted by the EU and applicable law.

Under company law the director must not approve the financial statements unless she is 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 director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRSs as adopted by the EU; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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. She has general responsibility for taking such steps as are reasonably open to her to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

The director is responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Report of the Independent Auditors to the Members of
KS SPV 24 Limited (Registered number: 08151512)

We have audited the financial statements of KS SPV 24 Limited for the year ended 31 December 2015 on pages six to twenty one. 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 a Report of the Auditors 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 director and auditors

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

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2015 and of its loss 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 matter prescribed by the Companies Act 2006

In our opinion the information given in the Report of the Director 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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the director was not entitled to take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Director.



James Ledward (Statutory Auditor)
for and on behalf of KPMG LLP
Arlington Business Park
Theale
READING
RG7 4SD

Date: 6 October 2016
Date:

KS SPV 24 Limited (Registered number: 08151512)

Statement of Profit or Loss
for the Year Ended 31 December 2015

	Notes	31/12/15 £	31/12/14 £
CONTINUING OPERATIONS			
Revenue		1,161,367	1,102,674
Cost of sales		(112,475)	(128,371)
GROSS PROFIT		1,048,892	974,303
Administrative expenses		(469,191)	(2,063,316)
OPERATING PROFIT/(LOSS)		579,701	(1,089,013)
Finance costs	3	(847,323)	(107,130)
LOSS BEFORE INCOME TAX	4	(267,622)	(1,196,143)
Income tax	5	25,399	245,417
LOSS FOR THE YEAR		(242,223)	(950,726)

The notes form part of these financial statements

KS SPV 24 Limited (Registered number: 08151512)

Statement of Profit or Loss and Other Comprehensive Income
for the Year Ended 31 December 2015

	31/12/15 £	31/12/14 £
LOSS FOR THE YEAR	(242,223)	(950,726)
OTHER COMPREHENSIVE INCOME	-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>(242,223)</u>	<u>(950,726)</u>

The notes form part of these financial statements

KS SPV 24 Limited (Registered number: 08151512)

Statement of Financial Position
31 December 2015

	Notes	31/12/15 £	31/12/14 £
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	6	9,360,032	10,165,064
CURRENT ASSETS			
Trade and other receivables	7	366,380	559,705
Cash and cash equivalents	8	602,493	297,261
		968,873	856,966
TOTAL ASSETS		10,328,905	11,022,030
EQUITY			
SHAREHOLDERS' EQUITY			
Called up share capital	9	2	2
Retained earnings	10	(1,261,455)	(1,019,232)
TOTAL EQUITY		(1,261,453)	(1,019,230)
LIABILITIES			
NON-CURRENT LIABILITIES			
Provisions	13	478,692	622,687
CURRENT LIABILITIES			
Trade and other payables	11	11,111,666	11,418,573
TOTAL LIABILITIES		11,590,358	12,041,260
TOTAL EQUITY AND LIABILITIES		10,328,905	11,022,030

The financial statements were approved by the director on 6 October 2016 and were signed by:


.....
Ms. R. J. Cramma - Director

The notes form part of these financial statements

KS SPV 24 Limited (Registered number: 08151512)

Statement of Changes in Equity
for the Year Ended 31 December 2015

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 January 2014	2	(68,506)	(68,504)
Changes in equity			
Total comprehensive income	-	(950,726)	(950,726)
Balance at 31 December 2014	2	(1,019,232)	(1,019,230)
Changes in equity			
Total comprehensive income	-	(242,223)	(242,223)
Balance at 31 December 2015	2	(1,261,455)	(1,261,453)

The notes form part of these financial statements

KS SPV 24 Limited (Registered number: 08151512)

Statement of Cash Flows
for the Year Ended 31 December 2015

	31/12/15 £	31/12/14 £
Cash flows from operating activities		
Cash generated from operations	879,580	585,300
Interest paid	(4,162)	-
Net cash from operating activities	875,418	585,300
Cash flows from investing activities		
Disposal of tangible fixed asset	278,925	-
Net cash from investing activities	278,925	-
Cash flows from financing activities		
New loans in year	-	7,152,360
Loan repayments in year	-	(7,900,624)
Intercompany repayments	(849,111)	-
Net cash from financing activities	(849,111)	(748,264)
Increase/(decrease) in cash and cash equivalents	305,232	(162,964)
Cash and cash equivalents at beginning of year	297,261	460,225
Cash and cash equivalents at end of year	602,493	297,261

The notes form part of these financial statements

KS SPV 24 Limited (Registered number: 08151512)

**Notes to the Statement of Cash Flows
for the Year Ended 31 December 2015**

1. RECONCILIATION OF LOSS BEFORE INCOME TAX TO CASH GENERATED FROM OPERATIONS

	31/12/15 £	31/12/14 £
Loss before income tax	(267,622)	(1,196,143)
Depreciation charges	345,086	247,302
Finance costs	847,323	107,130
	<u>924,787</u>	<u>(841,711)</u>
Decrease in trade and other receivables	218,724	2,199,253
Decrease in trade and other payables	(263,931)	(772,242)
Cash generated from operations	<u><u>879,580</u></u>	<u><u>585,300</u></u>

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Statement of Cash Flows in respect of cash and cash equivalents are in respect of these Statement of Financial Position amounts:

Year ended 31 December 2015

	31/12/15 £	1/1/15 £
Cash and cash equivalents	<u><u>602,493</u></u>	<u><u>297,261</u></u>

Year ended 31 December 2014

	31/12/14 £	1/1/14 £
Cash and cash equivalents	<u><u>297,261</u></u>	<u><u>460,225</u></u>

The notes form part of these financial statements

1. ACCOUNTING POLICIES

Basis of preparation

These financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the EU ("adopted IFRSs") and IFRIC interpretations and with those appropriate parts of the Companies Act 2006. The accounting policies set out below have, unless otherwise stated, been applied consistently in all periods presented in the financial statement. The financial statements have been prepared under historical cost convention.

Revenue recognition

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

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

Property, plant and equipment

Depreciation is provided at the following annual rates in order to write off the cost less estimated residual value of each asset over its estimated useful life.

Plant and machinery - Straight line over 30 years

Property, plant and equipment are stated at cost less accumulated depreciation and any provision for impairment losses. Cost comprises the aggregate amount paid and the fair value of any other consideration given to acquire the asset and includes costs directly attributable to making the asset capable of operating as intended.

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

Depreciation commences when an asset is available for use.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

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

1. ACCOUNTING POLICIES - continued:

Decommissioning provision

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

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

Impairment of non financial assets

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

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

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

Financial instruments

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

Initial recognition and measurement

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

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

Derecognition of financial assets and liabilities

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

- The rights to receive cash flows from the asset have expired;
- The company retains the right to receive the cash flow from the asset, but has assumed an obligation to pay them in full without material delay to a third party under "pass-through" arrangement; or
- The company has transferred the rights to receive cash flows from the asset and either:

- (i) has transferred substantially all the risks and rewards of ownership of the asset or
- (ii) has neither transferred nor retained substantially all the risks and rewards of ownership of the asset but has transferred control of the asset.

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or has expired.

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

1. ACCOUNTING POLICIES - continued

Trade and other receivables

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

Financial liabilities

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

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

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

Leases

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

Impairment of financial assets

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

Cash and cash equivalents

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

Equity

Equity comprises the following:

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

Borrowing costs

Borrowing costs are expensed as incurred as the construction of the solar plant does not meet the definition of a qualifying asset as these assets do not take a substantial period of time to construct for their intended use.

Capital risk management

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

In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. Total capital is calculated as 'equity' as shown in the balance sheet plus net debt. The loan balances represent intercompany loans.

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

I. ACCOUNTING POLICIES - continued

Going concern

The director believes that the company is well placed to manage its business risks successfully. Having reviewed the company's current position and cash flow projections for the next twelve months, the director has a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. In addition, Terraform Power Operating, LLC has agreed to provide support to the Company at least for a period of 12 months from the date of approval of these financial statements, through the conversion of outstanding intercompany loans to equity contributions, or the agreement not to demand the repayment of such intercompany loans to support the Company as a going concern. Accordingly, the going concern basis was adopted in preparing the financial statements.

Significant accounting estimates and assumptions

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

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years. The most critical accounting policies and estimates in determining the financial condition and results of the company are those requiring a greater degree of subjective or complete judgement. There are no such judgements on these financial statements.

As part of the measurement and recognition of assets and liabilities in 2015, the company has recognised a provision for decommissioning obligations associated with the solar park. In determining the fair value of the provision, assumptions and estimates are made in relation to discount rates, the expected cost to dismantle and remove the plant from the site and the expected timing of those costs. The carrying amount of the provision as at 31 December 2015 was £478,692.

Deferred tax

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

Adopted IFRSs not yet applied

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

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

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

KS SPV 24 Limited (Registered number: 08151512)

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

2. EMPLOYEES AND DIRECTORS

There were no staff costs for the year ended 31 December 2015 nor for the year ended 31 December 2014.

	31/12/15	31/12/14
	£	£
Directors' remuneration	-	-

Director's Remuneration:

The director of the company is remunerated by other group company but it is not possible to determine an allocation for this company.

3. NET FINANCE COSTS

	31/12/15	31/12/14
	£	£
Finance costs:		
Bank fees	4,162	74,742
Interest payable	806,135	571,816
Unwinding of discount	37,026	(58,898)
Foreign exchange (gain)/loss	-	(480,530)
	<u>847,323</u>	<u>107,130</u>

4. LOSS BEFORE INCOME TAX

The loss before income tax is stated after charging:

	31/12/15	31/12/14
	£	£
Depreciation - owned assets	345,086	247,302
Auditor's remuneration	10,000	10,000
Exceptional bank charges	-	1,379,403

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

5. INCOME TAX

Tax charges in income statement	31.12.15	31.12.14
	£	£
Current tax at 20%/21%		
Current year tax expense	-	-
Over/(under) provided in prior years	-	-
Current tax (expense) / income	-	-
	-	-
Deferred tax		
Recognition of net operating losses	92,962	338,710
Origination and reversal of temporary differences	(42,085)	(99,481)
Changes in tax rates	(25,478)	-
Recognition of previously unrecognized temporary differences brought forward	-	85,692
Recognition of previously unrecognized losses brought forward	-	91,880
Deferred tax income	25,399	245,417
Total tax charges in income statement	25,399	245,417
Reconciliation of the effective tax rate	31.12.15	31.12.14
	£	£
Loss for the year	(242,223)	(950,726)
Total tax expense	25,399	245,417
Loss before taxation	(267,622)	(1,196,143)
Tax using the UK corporation tax rate of 18%/20%	50,877	239,229
Reduction of tax rate on deferred tax balances	(25,478)	-
Non-deductible expenses	-	-
Tax exempt revenues	-	-
Recognition of previously unrecognized temporary differences brought forward	-	(85,692)
Recognition of previously unrecognized losses brought forward	-	91,880
Current year losses for which no deferred tax asset was recognised	-	-
Over/(under) provided in prior years	-	-
Total tax expenses	25,399	245,417

Factors that may affect future tax charges

Reductions in the UK corporation tax rate from 26% to 24% (effective from 1 April 2012) from 24% to 23% (effective 1 April 2013) were substantively enacted on 26 March 2012 and 3 July 2012 respectively. Further reductions to 21% (effective from 1 April 2014) and 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015. This will reduce the company's future current tax charge accordingly. The deferred tax asset at 31 December 2014 has been calculated based on these rates. A further rate reduction to 17%, effective from 1 April 2020, was announced on 16th March 2016. Whilst this will reduce the company's tax liability in future it has not been substantively enacted and so deferred tax has been calculated in line with the 20% rate substantively enacted at the year end.

	Plant and machinery £	Decommissioning assets £	Totals £
COST			
At 1 January 2015	10,178,429	602,056	10,780,485
Revaluation	-	(181,021)	(181,021)
Disposal	(278,925)	-	(278,925)
At 31 December 2015	9,899,504	421,035	10,320,536
DEPRECIATION			
At 1 January 2015	603,269	12,152	615,421
Charge for the year	324,253	20,833	345,086
	927,522	32,985	960,507
NET BOOK VALUE			
At 31 December 2015	8,971,982	388,050	9,360,032
At 31 December 2014	9,575,160	589,904	10,165,064

7. TRADE AND OTHER RECEIVABLES

	31/12/15 £	31/12/14 £
Current:		
Trade debtors	-	95,500
Deferred Tax Asset	280,182	254,783
VAT	-	102,381
Called up share capital not paid	-	1
Prepayments and accrued income	86,198	107,040
	<u>366,380</u>	<u>559,705</u>

	31/12/15	31/12/14
	£	£
Bank accounts	602,493	297,261

Allotted, issued and fully paid:				
Number:	Class:	Nominal value:	31/12/15 £	31/12/14 £
2	Ordinary Shares	1.00	2	2

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

10. RESERVES

	Retained earnings £
At 1 January 2015	(1,019,232)
Deficit for the year	(242,223)
At 31 December 2015	<u>(1,261,455)</u>

11. TRADE AND OTHER PAYABLES

	31/12/15 £	31/12/14 £
Current:		
Trade creditors	10,130	11,122
Intercompany payable	9,833,030	10,961,068
Intercompany interest	1,160,674	354,538
Accruals	48,201	91,845
VAT	59,631	-
	<u>11,111,666</u>	<u>11,418,573</u>

Terms and Conditions of the above financial liabilities - see note 16

12. LEASING AGREEMENTS

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

	31/12/15 £	31/12/14 £
Within one year	51,530	51,530
Between one and five years	206,119	206,119
In more than five years	953,299	1,004,829
	<u>1,210,948</u>	<u>1,262,478</u>

The Company is committed to the payments shown above.

13. PROVISIONS

	31/12/15 £	31/12/14 £
Decommissioning Provision	<u>478,692</u>	<u>622,687</u>
Analysed as follows:		
Non-current	<u>478,692</u>	<u>622,687</u>

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

13. PROVISIONS - continued

	31/12/15	31/12/14
	£	£
Opening provision	622,687	-
Addition	-	622,687
Unwinding of amounts	37,026	-
Amounts released unused	(181,021)	-
Closing Provision	<u>478,692</u>	<u>622,687</u>

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

Any changes in the present value of the estimated expenditure is added to or deducted from the cost of the asset to which it relates. The adjusted depreciable amount of the asset is then depreciated prospectively over its remaining useful life. The unwinding of the discount on the decommissioning provision is included as a finance cost @ 5.83%.

The decommissioning provision, and the associated decommissioning asset, was revalued during the year following an annual review of the present value of the estimated future expenditure.

14. DEFERRED TAX

	31.12.15	31.12.14
	£	£
Deferred tax asset	<u>280,182</u>	<u>254,783</u>
Total deferred tax asset	<u>280,182</u>	<u>254,783</u>

15. CONTINGENT LIABILITIES

The director is not aware of any contingent liabilities at reporting date.

KS SPV 24 Limited (Registered number: 08151512)

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

16. RELATED PARTY DISCLOSURES

During the year the company entered into transactions, in the ordinary course of business, with other related parties.

Amounts are payable on demand and interest charged at 7.5%.

Transactions entered into, and trading balances outstanding at 31 December 2015, are as follows:

	<u>Amounts owed</u> <u>to related party</u> <u>2015</u> £	<u>Amounts owed</u> <u>to related party</u> <u>2014</u> £
Group Company:		
SunE Green HoldCo4 Limited	<u>10,993,704</u>	<u>11,315,606</u>

As of 31 December 2015, TerraForm UK3 Intermediate Holdings, Ltd., the Company's intermediate parent, had £301.3 million of indebtedness which is secured by the assets of the Company and other affiliated companies.

17. EVENTS AFTER THE REPORTING PERIOD

There has not been any significant event after the closing balance date that may result in adjustments in this Financial Statements.

18. ULTIMATE CONTROLLING PARTY

At the date of issuing these accounts, the Company's immediate parent company is SunE Green HoldCo4 Ltd.

The Company's ultimate holding company is SunEdison, Inc. which is incorporated in the United States of America and listed on the New York stock exchange.

SunEdison, Inc. is the largest entity for which group financial statements are reported, with its registered office and the address from which group financial statements can be obtained at 13736 Riverport Drive, Maryland Heights, Missouri, United States of America.