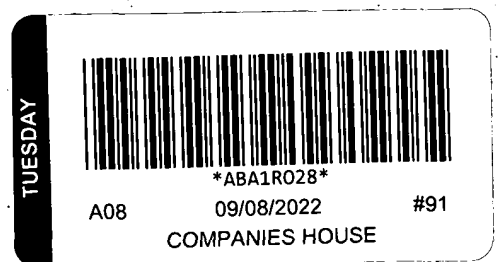


Directors' Report and
Financial Statements for the Year Ended 31 December 2021
for
Thrive Renewables (Caton Moor) Limited



Thrive Renewables (Caton Moor) Limited (Registered number: 02613441)

Contents of the Financial Statements
for the Year Ended 31 December 2021

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Thrive Renewables (Caton Moor) Limited

Company Information
for the Year Ended 31 December 2021

DIRECTORS:

Matthew Clayton
Katrina Cross
Monika Paplaczuk

REGISTERED OFFICE:

c/o Thrives Renewables plc
Deanery Road
Bristol
BS1 5AS

REGISTERED NUMBER:

02613441 (England and Wales)

INDEPENDENT AUDITORS:

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
2 Glass Wharf
Bristol
BS2 0FR

SOLICITORS:

TLT Solicitors LLP
One Redcliff Street
Bristol
BS1 6TP

Directors' Report
for the Year Ended 31 December 2021

The directors present their report with the audited financial statements of the company for the year ended 31 December 2021.

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

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the operation of a wind farm at Caton Moor, an upland area within the Forest of Bowland in northern Lancashire.

REVIEW OF BUSINESS

The profit for the financial year amounted to £770,298 (2020 £1,350,028). The directors consider the future prospects of the company to be favourable with the continued operation of the wind farm at Caton Moor.

The reduction in profit for the year is a combination of a significantly decreased wind resource, 2021 has been recognised in the Government's Energy Trends statistics report as the UK's least windy year in over a decade. A further contributing factor was the need to replace three gearbox units, with those turbines unable to operate at full capacity from the start of the year until work was completed. The replacement units were installed (one in May and two in August) within budget, ahead of the anticipated schedule and have been running reliably since.

GOING CONCERN

The directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company Thrive Renewables plc. The directors have received confirmation that Thrive Renewables plc intend to support the company for at least one year after these financial statements are signed.

COVID 19 RISK

As of the date of this report, we remain in the midst of the COVID-19 pandemic. Whilst it is challenging to be conclusive on the exposure faced at such a dynamic and unpredictable time, we are working hard to protect the safety of the team, our contractors and wider stakeholders and to operate responsibly adhering to government guidance. Our wind farm forms part of critical national infrastructure and are maintained and generating as usual with adapted practices to respect guidance and both site and individual contractor circumstances.

At this time we have seen no material impact of the pandemic on the financial statements of the company for the year ended 31 December 2021 and do not expect a material impact on future results.

DIVIDENDS

The directors recommend a total dividend payment of £300,000 (2020: £Nil).

Thrive Renewables (Caton Moor) Limited (Registered number: 02613441)

Directors' Report
for the Year Ended 31 December 2021

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2021 to the date of this report.

Matthew Clayton
Katrina Cross
Monika Paplaczky

Directors' Report
for the Year Ended 31 December 2021

FINANCIAL RISK MANAGEMENT

The main financial risks arising from the company's activities are liquidity risk, commodity price risk and credit risk.

Liquidity risk

The company's approach to managing liquidity is to ensure, as far as possible, that it has sufficient funds to meet its liabilities when due under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. The company achieves this by monitoring cash flow forecasts on a 'rolling forecast' basis to ensure it has sufficient cash to meet operational needs while maintaining enough headroom on its cash reserves at all times so as not to breach borrowing limits or covenants.

Commodity price risk

The company's operations result in exposure to fluctuations in energy prices. In order to manage this, management ensures that the company enters into sale contracts where the price is fixed for an extended period. Management also ensures that once the fixed period has concluded, the contract includes a minimum renewal price (a 'floor price'). This ensures that the profits can be maintained at a minimum level to ensure the ongoing profitability of the company.

Credit risk

The company's exposure to credit risk arises from its debtors from customers. At the balance sheet date the directors have concluded that no provision for doubtful debts is necessary and believe that there is no further credit risk.

DIRECTORS' RESPONSIBILITIES STATEMENT

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also 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.

DIRECTORS' CONFIRMATIONS

In the case of each director in office at the date the director's report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

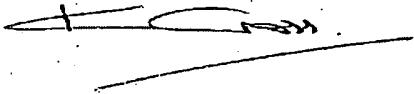
Thrive Renewables (Caton Moor) Limited (Registered number: 02613441)

Directors' Report
for the Year Ended 31 December 2021

INDEPENDENT AUDITORS

The independent auditors, PricewaterhouseCoopers LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:



.....
Katrina Cross - Director

Date: 4 July 2022

Report on the audit of the financial statements

Opinion

In our opinion, Thrive Renewables (Caton Moor) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Directors' Report and Financial Statements (the "Annual Report"), which comprise: Balance Sheet as at 31 December 2021; Statement of Comprehensive Income and Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to UK tax legislation and the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to the potential posting of inappropriate journal entries to manipulate financial performance and management bias in accounting estimates. Audit procedures performed by the engagement team included:

- Discussions with management and those charged with governance including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Identifying and testing journal entries that have unusual account combinations;
- Testing management bias in estimates through review of underlying data and assumptions used to calculate these; and
- Obtaining third party confirmations of all the company's banking and financing arrangements.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Independent Auditors' Report to the Members of
Thrive Renewables (Caton Moor) Limited

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: prepare financial statements in accordance with the small companies regime; take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Colin Bates (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Bristol

Date: 4 July 2022

Thrive Renewables (Caton Moor) Limited (Registered number: 02613441)

Statement of Comprehensive Income
for the Year Ended 31 December 2021

| | Notes | 2021 £ | 2020 £ |
|--|-------|--------------------|--------------------|
| TURNOVER | | 2,559,740 | 3,682,038 |
| Cost of sales | | <u>(1,065,683)</u> | <u>(1,361,570)</u> |
| GROSS PROFIT | | 1,494,057 | 2,320,468 |
| Administrative expenses | | <u>(484,956)</u> | <u>(563,328)</u> |
| | | 1,009,101 | 1,757,140 |
| Other operating income | 4 | <u>111,448</u> | <u>-</u> |
| OPERATING PROFIT | | 1,120,549 | 1,757,140 |
| Interest receivable and similar income | | <u>1</u> | <u>753</u> |
| | | 1,120,550 | 1,757,893 |
| Interest payable and similar expenses | 5 | <u>(12,989)</u> | <u>(14,409)</u> |
| PROFIT BEFORE TAXATION | 6 | 1,107,561 | 1,743,484 |
| Tax on profit | 8 | <u>(337,263)</u> | <u>(393,456)</u> |
| PROFIT FOR THE FINANCIAL YEAR | | 770,298 | 1,350,028 |
| OTHER COMPREHENSIVE INCOME | | <u>-</u> | <u>-</u> |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | | <u>770,298</u> | <u>1,350,028</u> |

The notes on pages 14 to 27 form part of these financial statements

Thrive Renewables (Caton Moor) Limited (Registered number: 02613441)

Balance Sheet
31 December 2021

| | Notes | 2021 £ | 2020 £ |
|--|--------|--------------------|--------------------|
| FIXED ASSETS | | | |
| Owned | | | |
| Tangible assets | 11 | 3,653,400 | 3,477,974 |
| Right-of-use | | | |
| Tangible assets | 11, 16 | <u>308,764</u> | <u>336,107</u> |
| | | <u>3,962,164</u> | <u>3,814,081</u> |
| CURRENT ASSETS | | | |
| Debtors | 12 | 6,773,583 | 6,266,262 |
| Cash at bank and in hand | | <u>54,234</u> | <u>915,524</u> |
| | | 6,827,817 | 7,181,786 |
| CREDITORS | | | |
| Amounts falling due within one year | 13 | <u>(4,562,830)</u> | <u>(5,408,044)</u> |
| NET CURRENT ASSETS | | <u>2,264,987</u> | <u>1,773,742</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | 6,227,151 | 5,587,823 |
| CREDITORS | | | |
| Amounts falling due after more than one year | 14 | (290,336) | (315,492) |
| PROVISIONS FOR LIABILITIES | 18 | <u>(652,857)</u> | <u>(458,671)</u> |
| NET ASSETS | | <u>5,283,958</u> | <u>4,813,660</u> |
| CAPITAL AND RESERVES | | | |
| Called up share capital | 19 | 1,200,000 | 1,200,000 |
| Capital redemption reserve | 20 | 14,764 | 14,764 |
| Retained earnings | 20 | <u>4,069,194</u> | <u>3,598,896</u> |
| TOTAL SHAREHOLDERS' FUNDS | | <u>5,283,958</u> | <u>4,813,660</u> |

The financial statements on pages 11 to 27 were approved by the Board of Directors and authorised for issue on 4 July 2022 and were signed on its behalf by:



Matthew Clayton - Director

The notes on pages 14 to 27 form part of these financial statements

Thrive Renewables (Caton Moor) Limited (Registered number: 02613441)

Statement of Changes in Equity
for the Year Ended 31 December 2021

| | Called up share capital £ | Retained earnings £ | Capital redemption reserve £ | Total equity £ |
|------------------------------------|------------------------------------|---------------------------|---------------------------------------|----------------------|
| Balance at 1 January 2020 | 1,200,000 | 2,248,868 | 14,764 | 3,463,632 |
| Changes in equity | | | | |
| Profit for the year | - | 1,350,028 | - | 1,350,028 |
| Total comprehensive income | - | 1,350,028 | - | 1,350,028 |
| Balance at 31 December 2020 | <u>1,200,000</u> | <u>3,598,896</u> | <u>14,764</u> | <u>4,813,660</u> |
| Changes in equity | | | | |
| Profit for the year | - | 770,298 | - | 770,298 |
| Total comprehensive income | - | 770,298 | - | 770,298 |
| Dividends | - | (300,000) | - | (300,000) |
| Balance at 31 December 2021 | <u>1,200,000</u> | <u>4,069,194</u> | <u>14,764</u> | <u>5,283,958</u> |

The notes on pages 14 to 27 form part of these financial statements

Notes to the Financial Statements
for the Year Ended 31 December 2021

1. STATUTORY INFORMATION

Thrive Renewables (Caton Moor) Limited is a private company, limited by shares. It is domiciled and incorporated in the UK and registered in England & Wales.

The company's registered number and office address can be found on the company information page.

2. ACCOUNTING POLICIES

Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention as modified by the revaluation of derivative financial assets and financial liabilities measured at fair value through profit and loss.

The particular accounting policies adopted, which have been applied consistently throughout the current and the prior financial year, are described below.

The company has taken advantage of the following disclosure exemptions, where applicable, in preparing these financial statements, as permitted by FRS 101 "Reduced Disclosure Framework".

- the requirements of paragraphs 45(b) and 46 to 52 of IFRS 2 Share-based Payment;
- the requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64(o)(ii), B64p, B64(q)(ii), B66 and B67 of IFRS 3 Business Combinations;
- the requirements of paragraph 33(c) of IFRS 5 Non Current Assets Held for Sale and Discontinued Operations;
- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91 to 99 of IFRS 13 Fair Value Measurement;
- the requirement in paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
 - paragraph 118(e) of IAS 38 Intangible Assets;
 - paragraphs 76 and 79(d) of IAS 40 Investment Property; and
 - paragraph 50 of IAS 41 Agriculture;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D and 111 of IAS 1 Presentation of Financial Statements;
- the requirements of paragraphs 134 to 136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statements of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraphs 17 and 18A of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group;
- the requirements of paragraphs 134(d) to 134(f) and 135(c) to 135(e) of IAS 36 Impairments of Assets.

2: ACCOUNTING POLICIES - continued

New standards, amendments and interpretations

There are no amendments to accounting standards, or IFRIC interpretations that are effective for the year ended 31 December 2021 that have a material impact on the company's financial statements.

Turnover

Turnover, which is stated net of value added tax, represents amounts received or receivable in relation to the company's principal activities in the United Kingdom.

Revenue from the supply of electricity and associated benefits represents the value of electricity generated under contracts to the extent that there is a right to consideration and is measured and recorded at the fair value of the consideration due.

The company recognises revenue when performance obligations have been satisfied which is when electricity has been generated and transferred to the customer along with the associated benefits and the customer subsequently has control of these.

The directors consider that there is only one class of business and hence segmental information by class is not provided. The total turnover of the company for the financial year has been derived from its principal activity wholly undertaken in the UK.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

- | | |
|---------------------|-------------------------------|
| Long leasehold | - Straight line over 25 years |
| Plant and machinery | - Straight line over 20 years |

2. ACCOUNTING POLICIES - continued

Financial instruments

Financial assets and financial liabilities are recognised in the company's balance sheet when the company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

Debtors

Debtors includes trade receivables, loans and other receivables. Debtors that have fixed or determinable payments that are not quoted in an active market are classified as 'amortised cost'. Debtors are initially measured at fair value and subsequently measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

Impairment of financial assets

The Company assesses on a forward looking basis the Expected Credit Losses (ECLs) associated with its financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk, and takes into account any collateral the Company holds that would mitigate such losses.

Details of how the company has considered the impairment requirements of IFRS 9 and details of its approach to providing for ECLs can be found in note 17.

Financial assets, other than those at fair value through profit and loss, are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flow of the investment have been affected.

For financial assets carried at amortised cost, the amount of the impairment is the differences between the asset's carrying amount and the present value of the estimated future cash flows, discounted at the financial asset's original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets.

Financial liabilities and equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

2. **ACCOUNTING POLICIES - continued**
Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities are classified as either financial liabilities "at fair value through profit and loss" or "other financial liabilities".

Financial liabilities at fair value through profit and loss

Financial assets and liabilities at fair value through profit or loss are held for trading. A financial asset or liability is classified in this category if it is acquired principally for the purpose of selling in the short term. Derivatives are also categorised as held for trading. Assets and liabilities in this category are classified as current assets if they are expected to be settled within 12 months; otherwise, they are classified as non-current.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Taxation

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the balance sheet date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised only to the extent that the directors consider that it is probable that there will be suitable taxable profits against which deductible temporary differences can be utilised.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date.

2. ACCOUNTING POLICIES - continued

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Leases

The Company assesses whether a contract is, or contains a lease at inception of the contract. A lease conveys the right to direct the use and obtain substantially all of the economic benefits of an identified asset for a period of time in exchange for consideration.

A right of use asset and corresponding lease liability are recognised at commencement of the lease.

The lease liability is measured at the present value of the lease payments, discounted at the rate implicit in the lease, or if that cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate the individual lease would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions. Lease payments include: fixed payments and variable lease payments dependent on an index or rate, initially measured using the index or rate at commencement. To determine the incremental borrowing rate, the Company uses recent third-party financing received by the individual lessee (or another member of the Thrive Renewables plc group) as a starting point, adjusted to reflect changes in financing conditions since the third party financing was received. The weighted average lessee's incremental borrowing rate applied to the lease liabilities is 4%.

The lease liability is subsequently measured at amortised cost using the effective interest rate method. It is remeasured, with a corresponding adjustment to the right of use asset, when there is a change in future lease payments resulting from a rent review or change in an index or rate such as inflation.

The right of use asset is initially measured at cost, comprising: the initial lease liability; any lease payments already made less any lease incentives received and initial direct costs. The right of use asset is subsequently depreciated on a straight-line basis over the shorter of the lease term or the useful life of the underlying asset. The right of use asset is tested for impairment if there are any indicators of impairment.

Leases of low value assets and short-term leases of 12 months or less are expensed to the Statement of Comprehensive Income, as are variable payments dependent on performance or usage, 'out of contract' payments and non-lease service components.

Going concern

The directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company Thrive Renewables plc. The directors have received confirmation that Thrive Renewables plc intend to support the company for at least one year after these financial statements are signed.

Notes to the Financial Statements - continued
for the Year Ended 31 December 2021

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

In the application of the Company's accounting policies, which are described in note 2 above, the directors are required to continually evaluate judgements, estimates and assumptions based on historical experience and other factors that are considered to be relevant.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. 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.

The estimates and assumptions that have a risk of causing a material adjustment to the carrying amount of assets and liabilities are addressed below.

Impairment of tangible fixed assets

Determining whether tangible fixed assets are impaired requires an estimation of the value in use of the related assets. The value in use calculation requires the entity to estimate the future cash flows expected to arise from the asset and the pre-tax discount rate in order to calculate present value. Forecast wind volumes are based on wind studies carried out at the commencement of each project, adjusted for experience as necessary. Electricity prices are determined with reference to externally sourced forward price curves, on contracted rates as appropriate. Forecasts cover the expected life of each project. There is no evidence of impairment.

Estimation of tangible fixed asset useful lives

The useful life used to depreciate tangible fixed assets relates to the expected future performance of the assets acquired and management's estimate of the period over which economic benefits will be derived from the asset. There is no evidence of any changes to the asset useful lives.

4. OTHER OPERATING INCOME

| | 2021 | 2020 |
|-----------------|----------------|----------|
| | £ | £ |
| Sundry receipts | <u>111,448</u> | <u>-</u> |

The income relates to a lost availability warranty held with the turbine manufacturer.

Notes to the Financial Statements - continued
for the Year Ended 31 December 2021

5. INTEREST PAYABLE AND SIMILAR EXPENSES

| | 2021 | 2020 |
|------------------|---------------|---------------|
| | £ | £ |
| Bank interest | 463 | - |
| Interest payable | - | 1,008 |
| Leasing | <u>12,526</u> | <u>13,401</u> |
| | <u>12,989</u> | <u>14,409</u> |

6. PROFIT BEFORE TAXATION

The profit before taxation is stated after charging/(crediting):

| | 2021 | 2020 |
|-----------------------------------|-----------------|---------------|
| | £ | £ |
| Variable lease payments | 7,967 | 31,316 |
| Depreciation - owned assets | 682,796 | 826,055 |
| Depreciation – right of use asset | 38,595 | 37,345 |
| Foreign exchange differences | <u>(33,410)</u> | <u>27,124</u> |

7. AUDITORS' REMUNERATION

| | 2021 | 2020 |
|--|--------------|--------------|
| | £ | £ |
| Fees payable to the company's auditors for the audit of the company's financial statements | <u>5,700</u> | <u>4,860</u> |

Auditors' remuneration is disclosed above. Fees payable to the company's auditors for non-audit services to the company are not required to be disclosed because these are disclosed in the consolidated financial statements of Thrive Renewables plc.

Notes to the Financial Statements - continued
for the Year Ended 31 December 2021

8. **TAXATION**

Analysis of tax expense

| | 2021 | 2020 |
|--|----------------|----------------|
| | £ | £ |
| Current tax | 143,077 | 448,319 |
| Deferred tax | 194,186 | (54,833) |
| Adjustment | - | (30) |
| Total tax expense in statement of comprehensive income | <u>337,263</u> | <u>393,456</u> |

Factors affecting the tax expense

The tax assessed for the year is higher (2020 - higher) than the standard rate of corporation tax in the UK. The difference is explained below:

| | 2021 | 2020 |
|--|------------------|------------------|
| | £ | £ |
| Profit before tax | <u>1,107,561</u> | <u>1,743,484</u> |
| Profit before tax multiplied by the standard rate of corporation tax in the UK of 19% (2020-19%) | 210,437 | 331,262 |
| Effects of: | | |
| Expenses not deductible for tax purposes | 1,811 | 1,812 |
| Effects of changes in tax rate | 125,015 | 60,412 |
| Adjustment | - | (30) |
| Total tax expense in statement of comprehensive income | <u>337,263</u> | <u>393,456</u> |

9. **DIVIDENDS**

| | 2021 | 2020 |
|---|----------------|------|
| | £ | £ |
| Dividend paid of £0.25 per share (2020: £Nil per share) | <u>300,000</u> | - |

The payment of the dividend has no tax consequences for the company.

10. **INFORMATION REGARDING DIRECTORS AND EMPLOYEES**

The company had no employees in either year. The remuneration of the directors was paid by and is dealt with in the financial statements of Thrive Renewables plc. It is not practicable to allocate their remuneration between their services as directors of Thrive Renewables plc and their services as directors of other companies within the Thrive Renewables plc group. The directors are considered to be the key management.

Notes to the Financial Statements - continued
for the Year Ended 31 December 2021

11. TANGIBLE ASSETS

| | Right of use asset £ | Long leasehold £ | Plant and machinery £ | Totals £ |
|---------------------------------|----------------------------|------------------------|-----------------------------|-------------|
| COST | | | | |
| At 1 January 2021 | 409,356 | 75,000 | 12,793,984 | 13,278,340 |
| Additions | 11,252 | - | 858,222 | 869,474 |
| At 31 December 2021 | 420,608 | 75,000 | 13,652,206 | 14,147,814 |
| ACCUMULATED DEPRECIATION | | | | |
| At 1 January 2021 | 73,249 | 75,000 | 9,316,010 | 9,464,259 |
| Charge for year | 38,595 | - | 682,796 | 721,391 |
| At 31 December 2021 | 111,844 | 75,000 | 9,998,806 | 10,185,650 |
| NET BOOK VALUE | | | | |
| At 31 December 2021 | 308,764 | - | 3,653,400 | 3,962,164 |
| At 31 December 2020 | 336,107 | - | 3,477,974 | 3,814,081 |

12. DEBTORS

| | 2021 £ | 2020 £ |
|------------------------------------|------------------|------------------|
| Trade debtors | 557,762 | 254,522 |
| Amounts owed by group undertakings | 5,205,387 | 5,010,000 |
| Prepayments and accrued income | 1,010,434 | 1,001,740 |
| | <u>6,773,583</u> | <u>6,266,262</u> |

13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | 2021 £ | 2020 £ |
|---------------------------------|------------------|------------------|
| Lease liability (see note 15) | 35,345 | 32,923 |
| Trade creditors | 580,300 | 675,272 |
| Owed to group undertakings | 1,078,973 | 1,568,528 |
| Corporation tax | - | 97,374 |
| Social security and other taxes | 59,139 | 131,543 |
| Group relief creditor | 2,757,862 | 2,614,839 |
| Accruals and deferred income | 51,211 | 287,565 |
| | <u>4,562,830</u> | <u>5,408,044</u> |

The amounts owed to group undertakings are unsecured, interest free and repayable on demand.

Notes to the Financial Statements - continued
for the Year Ended 31 December 2021

14. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

| | 2021 £ | 2020 £ |
|-------------------------------|----------------|----------------|
| Lease liability (see note 15) | <u>290,336</u> | <u>315,492</u> |

15. FINANCIAL LIABILITIES - BORROWINGS

| | 2021 £ | 2020 £ |
|-------------------------------|----------------|----------------|
| Current: | | |
| Lease liability (see note 16) | <u>35,345</u> | <u>32,923</u> |
| Non-current: | | |
| Lease liability (see note 16) | <u>290,336</u> | <u>315,492</u> |

Terms and debt repayment schedule

| | 1 year or less £ | 1-2 years £ | 2-5 years £ | More than 5 years £ | Totals £ |
|-----------------|------------------------|----------------|----------------|---------------------------|----------------|
| Lease liability | <u>35,345</u> | <u>36,759</u> | <u>119,338</u> | <u>134,239</u> | <u>325,681</u> |

Notes to the Financial Statements - continued
for the Year Ended 31 December 2021

16. LEASING

The Company leases land on which the wind turbines they operate are located. Lease contracts are typically made for fixed periods of 20 years of operation or the period of which planning permission is granted on the site.

Lease payments are allocated between principal and finance costs. The finance cost is charged to profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. Right-of-use assets are depreciated over the lease term on a straight line basis.

Minimum lease payments under finance leases fall due as follows:

| | 2021 £ | 2020 £ |
|----------------------------|----------------|----------------|
| Net obligations repayable | | |
| Within one year | 35,345 | 32,923 |
| Between one and five years | 156,097 | 145,398 |
| In more than five years | 134,239 | 170,094 |
| | <u>325,681</u> | <u>348,415</u> |

Some property leases contain variable payment terms that are linked to revenue generated from the project. Variable payment terms are used for a variety of reasons, including minimising the fixed cost base of the Company. Variable lease payments that depend on revenue are recognised in profit and loss in the period in which the condition that triggers those payments occurs.

Expenses relating to variable leases payments not included in lease liabilities (included in administrative expenses) £7,967 (2020 £31,316)

Variable lease payments are based on 2% of revenue if this is above the minimum lease commitment.

The total cash outflow for leases in 2021 was £54,479 (2020 £76,373).

17. FINANCIAL INSTRUMENTS

Fair value of financial instruments

All financial instruments are initially held at fair value net of transaction costs and related fees and subsequently held at amortised cost other than derivatives which are held at fair value. The directors consider that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximates to their fair values. Where the financial instruments are of short maturity, the carrying value is equal to their fair value.

Assessment on Expected Credit Loss on financial assets:

The Company's financial assets are held in a business model whose purpose is to collect contractual cash flows and consist solely of principle and interest.

The Company's financial assets are subject to consideration in respect of ECLs.

The Company keeps this position under regular review, using available reasonable and supportive forward looking information including:

- monitoring the continued timely collection of receivables;
- changes in counterparty credit ratings;
- any actual or expected changes in the industry or economic conditions that could cause a significant change to the borrower's ability to meet its obligations;
- actual or expected significant changes in the operating results of the borrower; and
- significant changes in the value or nature of collateral supporting the obligation, or the quality of any third party guarantees or credit enhancements.

Financial assets are written off when there is no reasonable expectation of recovery. The Company establishes a provision for doubtful debts if they are more than 90 days past due. The Company continues to engage in enforcement activity until it is determined that the debt is uncollectible, at which point the outstanding amount is written off in full. At 31 December 2021 no amounts are past due and no provision for impairment has been made (2020 Nil).

Given the nature of the financial assets in place the ECL applied to each is deemed to be minimal and therefore the identified impairment loss immaterial.

Notes to the Financial Statements - continued
for the Year Ended 31 December 2021

18. PROVISIONS FOR LIABILITIES

| | 2021 £ | 2020 £ |
|--|----------------|-----------------|
| Deferred tax | <u>652,857</u> | <u>458,671</u> |
| Balance at 1 January | 458,671 | 513,504 |
| Charge/(Credit) to statement of comprehensive income | <u>194,186</u> | <u>(54,833)</u> |
| Balance at 31 December | <u>652,857</u> | <u>458,671</u> |

Deferred tax relates to accelerated capital allowances.

19. CALLED UP SHARE CAPITAL

| Allotted, issued and fully paid: | | Nominal | 2021 | 2020 |
|----------------------------------|----------|---------|------------------|------------------|
| Number: | Class: | value: | £ | £ |
| 1,200,000 | Ordinary | £1 | <u>1,200,000</u> | <u>1,200,000</u> |

There have been no changes to share capital in the year.

20. RESERVES

| | Retained earnings £ | Capital redemption reserve £ | Totals £ |
|---------------------|---------------------------|---------------------------------------|------------------|
| At 1 January 2021 | 3,598,896 | 14,764 | 3,613,660 |
| Profit for the year | 770,298 | - | 770,298 |
| Dividends | <u>(300,000)</u> | <u>-</u> | <u>(300,000)</u> |
| At 31 December 2021 | <u>4,069,194</u> | <u>14,764</u> | <u>4,083,958</u> |

20. RESERVES - continued

| | Retained earnings £ | Capital redemption reserve £ | Totals £ |
|---------------------|---------------------------|---------------------------------------|------------------|
| At 1 January 2020 | 2,248,868 | 14,764 | 2,263,632 |
| Profit for the year | <u>1,350,028</u> | <u>-</u> | <u>1,350,028</u> |
| At 31 December 2020 | <u>3,598,896</u> | <u>14,764</u> | <u>3,613,660</u> |

The retained earnings represents the accumulated profits, losses and distributions of the company.

The capital redemption reserve represents amounts received from the purchase of the company's own shares.

21. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

Thrive Renewables plc is regarded by the directors as being the company's ultimate parent undertaking and ultimate controlling party, a company incorporated in England and Wales, and is the largest group of undertakings to consolidate these financial statements.

The immediate parent company is Brunel Wind Limited, a company incorporated in England and Wales, and is the smallest group of undertakings to consolidate these financial statements.

Copies of the consolidated financial statements of Thrive Renewables plc and Brunel Wind Limited can be obtained from the Company Secretary at Deanery Road, Bristol, BS1 5AS.

22. CONTINGENT LIABILITIES

HSBC Bank has issued a performance bond in the sum of £48,000 in relation to certain undertakings given by the company in respect of planning obligations at its wind farm site. The maximum contingent liability of the company is equal to the bond.

Reinvestment roll-over relief has been claimed against the eight turbines acquired in September 2006. The directors have not made a provision for this potential tax charge as there is no intention to dispose of the turbines.

23. RELATED PARTY DISCLOSURES

As a wholly-owned subsidiary Thrive Renewables plc, the company has taken advantage under Financial Reporting Standard 101 of the exemption from the requirement to disclose related party transactions within the group.