

**Octopus Energy Limited**

Annual report and financial statements

For the period from 01 November 2015 to 30 April 2016

Registered number: 09263424



**COMPANY INFORMATION**

<b>Directors</b>	G Jackson S Jackson J Eddison S Handfield-Jones C Hulatt S Rogerson
<b>Company Secretary</b>	S Ludlow
<b>Company Registration Number</b>	09263424
<b>Registered Office</b>	6 <sup>th</sup> Floor 33 Holborn London EC1N 2HT
<b>Auditor</b>	Deloitte LLP Chartered Accountants and Statutory Auditor 2 New Street Square London EC4A 3BZ
<b>Bankers</b>	HSBC plc 31 Holborn London EC1N 2HR

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## DIRECTORS' REPORT

For the period from 01 November 2015 to 30 April 2016

The directors present the annual report on the audited financial statements of Octopus Energy Limited ("the Company"), together with the financial statements and auditor's report, for the period ended 30 April 2016.

### Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

Further details regarding the adoption of the going concern basis can be found in the notes to the financial statements.

### Directors

The directors who served throughout the period were as follows, except as noted:

G Jackson (appointed 11 January 2016)  
S Jackson (appointed 11 January 2016)  
J Eddison (appointed 11 January 2016)  
S Handfield-Jones  
C Hulatt (appointed 11 January 2016)  
S Rogerson (appointed 11 January 2016)

### Auditor

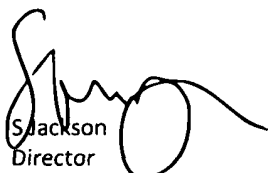
Each of the persons who is a director at the date of approval of this report confirms that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has 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 auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP has indicated its willingness to be reappointed for another term and a resolution to reappoint them will be proposed at the next Annual General Meeting.

Approved by the Board and signed on its behalf by:

  
S Jackson  
Director

23rd February, 2017

## STRATEGIC REPORT

For the period from 01 November 2015 to 30 April 2016

### Principal activities

The principal activity of the Company during the period was that of supply of gas and electricity to domestic customers in Great Britain.

### Business review and key performance indicators

The Company is a subsidiary of a specialist fund management group with activities in several sectors including energy generation, property and smaller company investing. Octopus Energy Limited was founded in 2015, started acquiring customers in December 2015 and exited the Controlled Market Entry process in April 2016. During this period, the focus was on building robust operating systems and processes and designing a customer-focused business model. The Company was mainly acquiring 'friends, family and employees of Octopus group' as customers during this period and had 1,500 customers by the end of April 2016.

During the period, as a result of commencement of supply to customers, the company generated £50k of revenue. Administrative expenses were £738k during the period and the average number of staff was 8.

The Company's immediate parent company, Octopus Energy Holdings Limited, has received substantial funding commitment from Octopus Capital Limited, of which £2m had been provided in December 2015, and from which £500k was repaid in March 2016 as it was felt the business had sufficient working capital for the foreseeable period. The Company is operating well inside the funding line agreed between the Octopus Energy Holdings Limited and Octopus Capital Limited. Octopus Energy Holdings Limited is able to draw-down as required to fund growth forecast over the medium term and provide resilience against market exposure.

The Directors are satisfied that the Company's performance during this launch period was on-plan but continue to monitor financial, operating and risk performance closely. Early customer feedback has indicated strong customer satisfaction, with customers particularly highlighting the quality of customer service.

### Principal risks and uncertainties

The Management Committee identifies, assesses and manages risks associated with the Company's business objectives and strategy. Risks arise from external sources, those which are inherent commercial risks in the market place and business and from operational risks contained within the systems and processes employed within the business.

#### *Wholesale Market Risks*

During this period the volume of gas and power purchased by the Company was small and for the most part below the minimum effective trading scale. As a result the Company generated a small unhedged exposure to wholesale power market risk against a small volume of short fixed products sold to customers. The Company will manage this risk going forwards by ensuring forward customer contracts are hedged by placing forward wholesale contracts. The company has also developed a suite of reporting tools to understand the exposure inherent in these wholesale contracts and any gaps versus end customer consumption, both based on current and stressed wholesale price levels.

#### *Commercial Risk*

The Company generates two types of commercial risk: (1) that generated by the competitive environment, against which the Company is relatively well placed as a result of its efficient digital operations and (2) bad debt risk, which the Company manages through the application of credit risk data and close monitoring of customer account performance.

**STRATEGIC REPORT (continued)**

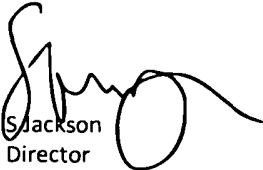
For the period from 01 November 2015 to 30 April 2016

*Operational Risk*

Operational risk arises from a weakness or failure in a business's systems and controls. The Company relies on efficient and well-controlled processes. The potential impact and likelihood of processes failing and operational risk materialising is assessed on a regular basis. Where these likelihoods are felt to be outside of the directors' appetite for

risk, management actions and/or control improvements are identified in order to bring each potential risk back to within acceptable levels. Octopus also has a disaster recovery plan in place covering current business requirements.

Approved by the Board and signed on its behalf by:



S Jackson  
Director

23rd February 2017

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

For the period from 01 November 2015 to 30 April 2016

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law)' including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures 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.

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.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF OCTOPUS ENERGY LIMITED**

We have audited the financial statements of Octopus Energy Limited for the period from 1 November 2015 to 30 April 2016 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 16. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

### **Respective responsibilities of directors and auditor**

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

### **Scope of the audit of the financial statements**

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

### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 April 2016 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report and the Strategic Report for the financial period for which the financial statements are prepared is consistent with the financial statements.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF OCTOPUS ENERGY LIMITED  
(CONTINUED)**

**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.



William Brooks FCA (Senior statutory auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London, UK  
23 February 2017

**PROFIT AND LOSS ACCOUNT**

For the period from 01 November 2015 to 30 April 2016

		1 Nov 15 – 30 Apr 16	14 Oct 14 – 31 Oct 15
	Notes	£'000s	£'000s
<b>TURNOVER</b>		50	-
Cost of sales		(160)	-
<b>GROSS LOSS</b>		(110)	-
Administrative expenses		(738)	(83)
<b>OPERATING LOSS</b>		(848)	(83)
Interest payable and similar charges		(91)	-
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	2	(939)	(83)
Tax on loss on ordinary activities	5	176	-
<b>LOSS FOR THE PERIOD</b>		(763)	(83)

All amounts relate to continuing operations.

There were no recognised gains or losses for 2016 or 2015 other than those included in the profit and loss account. Accordingly no statement of recognised gains and losses is presented.

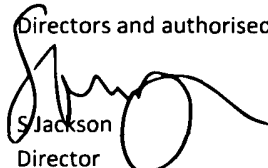
The notes on pages 13 to 21 form part of these financial statements.

**BALANCE SHEET**

At 30 April 2016

		30 Apr 2016	31 Oct 2015
	Notes	£'000s	£'000s
<b>FIXED ASSETS</b>			
Tangible fixed assets	7	15	3
Intangible fixed assets	8	439	103
		454	106
<b>CURRENT ASSETS</b>			
Debtors – due within one year	6	626	-
Cash at bank and in hand		35	-
		661	-
<b>CREDITORS: amounts falling due within one year</b>	9	(243)	(189)
<b>NET CURRENT ASSETS</b>		418	(189)
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		872	(83)
<b>CREDITORS: amounts falling due after more than one year</b>	9	(1,670)	-
Deferred tax	10	(48)	-
<b>NET ASSETS</b>		(846)	(83)
<b>CAPITAL AND RESERVES</b>			
Called-up share capital	11	-	-
Profit and loss account		(846)	(83)
<b>SHAREHOLDERS' FUNDS</b>		(846)	(83)

The financial statements of Octopus Energy Limited (registered number: 09263424) were approved by the Board of Directors and authorised for issue on 23/02/17. They were signed on its behalf by:

  
 S Jackson  
 Director

The notes on pages 13 to 20 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY**

For the period from 01 November 2015 to 30 April 2016

	Called-up share capital	Profit and loss account	Total
	£'000s	£'000s	£'000s
<b>At 14 October 2014</b>	-	-	-
Issue of share capital	-	-	-
Loss for the period	-	(83)	(83)
<b>At 30 October 2015</b>	-	(83)	(83)
Loss for the period	-	(763)	(763)
<b>At 30 April 2016</b>	-	(846)	(846)

## **NOTES TO THE FINANCIAL STATEMENTS**

For the Period from 01 November 2015 to 30 April 2016

### **1. Accounting Policies**

The principal accounting policies are summarised below. They have all been applied consistently throughout the period and the preceding period.

#### **Basis of accounting and preparation of financial statements**

Octopus Energy Limited ('the Company') is a company incorporated in the United Kingdom under the Companies Act. The address of the registered office is given on page 2. The nature of the Company's operations and its principal activities are set out in the strategic report on page 5.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

This is the first period that the Company has presented its financial statements under Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. The last financial statements under previous UK GAAP were for the period from 14 October 2014 to 31 October 2015. The date of transition to FRS 102 was therefore 14 October 2014. There were no adjustments made to the profit and loss for the period ended 31 October 2015 or the balance sheet at 31 October 2015, and therefore no reconciliations from previous UK GAAP have been presented in these financial statements.

The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. The Company is consolidated in the financial statements of its ultimate parent, Octopus Capital Limited, which may be obtained from The Secretary, Octopus Capital Limited, 6<sup>th</sup> Floor, 33 Holborn, London, EC1N 2HT. Exemptions have been taken in these separate Company financial statements in relation to financial instruments, the presentation of a cash flow statement, related party transactions with other group entities and remuneration of key management personnel.

#### **Going concern**

The Company's business activities are set out in the Business Review which forms part of the Strategic Report. The Strategic Report also describes the funding line available to the Company's immediate parent company, Octopus Energy Holdings Limited. The Company is currently in a net current asset position, but the Company also has the support of its immediate parent company, Octopus Energy Holdings Limited. Based on this support, and the projections of the business over the foreseeable future, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

## **NOTES TO THE FINANCIAL STATEMENTS (continued)**

For the Period from 01 November 2015 to 30 April 2016

### **Taxation**

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

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains or losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time that the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets and liabilities are not discounted.

### **Tangible Fixed assets**

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

Fixtures and fittings: 5-10 years, or the remaining life of the lease term, depending on which is earliest.  
Equipment: 3-5 years.

Residual value is calculated on prices prevailing at the date of acquisition.

### **Intangible Fixed Asset**

Intangible assets consist of internally developed software and are included at cost and amortised in equal instalments over their estimated useful economic life.

Development costs of internally developed software are included at cost to the extent that they can be recovered by future revenues and include both external purchases as well as employment cost of the development team. Any expenditure incurred that does not relate to development of the final asset in use is expensed as incurred. There was no such expense in the current period.

The asset will start to be amortised at the point it becomes available for use, over a period of 5 years in a straight-line basis. There is no impairment in the current accounting period.

### **Revenue recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Energy supply revenue is recognised on the basis of electricity and gas supplied during the period and is attributable to the supply of electricity and gas. This includes an estimate of the sales value of units and therms supplied to customers between the date of the last meter reading and the year end. Any unbilled revenue is included in prepayments and accrued income to the extent that it is considered recoverable, based on historical data.

## **NOTES TO THE FINANCIAL STATEMENTS (continued)**

For the Period from 01 November 2015 to 30 April 2016

### **Cash Flow**

The Company is taking the available exemption from FRS 102 in preparing a cash flow statement as it is a wholly-owned subsidiary of an entity preparing consolidated financial statements that are publicly available.

### **Critical accounting judgements and key sources of estimation uncertainty**

In the application of the Company's accounting policies, which are described above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. 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.

### **Key source of estimation uncertainty – revenue recognition**

Revenue includes an estimate of the sales value of units supplied to customers between the date of the last meter reading and the period end. This is calculated by reference to data received through third party settlement systems, together with estimates of consumption not yet processed through settlements and selling price estimates. These estimates are sensitive to the assumptions used in determining the portion of sales not billed and based on meter readings at the reporting date.

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

For the Period from 01 November 2015 to 30 April 2016

**2. Loss on Ordinary Activities before Taxation**

Loss on ordinary activities before taxation is stated after charging:

	<b>1 Nov 15 – 30 Apr 16</b>	<b>14 Oct 14 – 31 Oct 15</b>
	<b>£'000s</b>	<b>£'000s</b>
Depreciation of tangible fixed assets:	1	-
Operating lease rentals:		
- land and buildings	38	-
	<u>39</u>	<u>-</u>

The analysis of auditor's remuneration is as follows:

	<b>1 Nov 15 – 30 Apr 16</b>	<b>14 Oct 14 – 31 Oct 15</b>
	<b>£'000s</b>	<b>£'000s</b>
Fees payable to the Company's auditor for the audit of the annual Financial statements	16	2
<b>Total fees payable to the Company's auditor</b>	<u>16</u>	<u>2</u>

**3. Staff Costs**

The average monthly number of employees, including executive directors, during the period was:

	<b>1 Nov 15 – 30 Apr 16</b>	<b>14 Oct 14 – 31 Oct 15</b>
	<b>Number</b>	<b>Number</b>
Sales and distribution	-	-
Administration	8	1
	<u>8</u>	<u>1</u>

Their aggregate remuneration comprised:

	<b>1 Nov 15 – 30 Apr 16</b>	<b>14 Oct 14 – 31 Oct 15</b>
	<b>£'000s</b>	<b>£'000s</b>
Wages and salaries	141	87
Social security costs	28	11
Other pension costs (see note 13)	3	-
	<u>172</u>	<u>98</u>

'Other pension costs' are included within administrative expenses.

The Company has capitalised £32,385 of salary and £4,003 of Social security costs as part of their intangible assets. The average headcount for the period of trading is 8, which related to the last two months of the period only.



**NOTES TO THE FINANCIAL STATEMENTS (continued)**

For the Period from 01 November 2015 to 30 April 2016

**4. Directors' Remuneration and Transactions****Directors' remuneration**

	<b>1 Nov 15 – 30 Apr 16</b>	<b>14 Oct 14 – 31 Oct 15</b>
	<b>£'000s</b>	<b>£'000s</b>
Emoluments	209	-
Company contributions to defined contribution pension schemes	1	-
	<u>210</u>	<u>-</u>

**Remuneration of the highest paid director:**

	<b>1 Nov 15 – 30 Apr 16</b>	<b>14 Oct 14 – 31 Oct 15</b>
	<b>£'000s</b>	<b>£'000s</b>
Emoluments	75	-
Company contributions to defined contribution pension schemes	-	-
	<u>75</u>	<u>-</u>

At the balance sheet date retirement benefits were accruing to 3 directors (2015 - 0) in respect of defined contribution pension schemes.

**5. Tax on loss on ordinary activities**

The tax (charge)/credit comprises:

	<b>1 Nov 15 – 30 Apr 16</b>	<b>14 Oct 14 – 31 Oct 15</b>
	<b>£'000s</b>	<b>£'000s</b>
<b>Current Tax</b> (see note below)		
UK corporation tax on loss for the period	128	-
<b>Total current tax</b>	<u>128</u>	<u>-</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	51	-
R&D Expenditure credit	(3)	-
<b>Total deferred tax in the period</b> (see note 10)	<u>48</u>	<u>-</u>
	<u>176</u>	<u>-</u>

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

For the Period from 01 November 2015 to 30 April 2016

The charge for the year can be reconciled to the profit per the income statement is as follows.

	1 Nov 15 – 30 Apr 16	14 Oct 14 – 31 Oct 15
	£'000s	£'000s
<b>Current Tax (see note below)</b>		
Loss for the period	939	-
Tax on loss at standard UK tax rate of 20.00% (2015: 20.44%)	188	
Effects of:		
Expenses not deductible	(15)	
Tax rate change	3	
Tax credit for the period	176	

**6. Debtors**

	Apr 2016	Oct 2015
	£'000s	£'000s
<b>Amounts falling due within one year:</b>		
Trade debtors	3	-
Amounts owed by group undertakings	230	-
Corporation tax	25	-
Other debtors	259	-
Prepayments and accrued income	109	-
	626	-

Amounts owed by group undertakings arise from the tax losses being passed through to Octopus Capital Limited.

**7. Tangible Fixed Assets**

	Equipment	Total
	£'000s	£'000s
<b>Cost</b>		
At 1 Nov 2015	3	3
Additions	13	13
At 30 April 2016	16	16
<b>Depreciation</b>		
At 1 Nov 2015	-	-
Charge for the period	(1)	(1)
At 30 April 2016	(1)	(1)
<b>Net book value</b>		
At 31 Oct 2015	3	3
At 30 April 2016	15	15

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

For the Period from 01 November 2015 to 30 April 2016

**8. Intangible Fixed Assets**

	<b>Software £'000s</b>
Cost	
At 1 Nov 2015	103
Additions	336
At 30 April 2016	<u>439</u>
Net book value	
At 31 Oct 2015	<u>103</u>
At 30 April 2016	<u>439</u>

**9. Creditors**

**i) Amounts falling due within one year:**

	<b>Apr 2016 £'000s</b>	<b>Oct 2015 £'000s</b>
Trade creditors	107	-
Other creditors	7	-
Accruals and deferred income	129	-
	<u>243</u>	<u>-</u>

**ii) Amounts falling due after more than one year**

	<b>Apr 2016 £'000s</b>	<b>Oct 2015 £'000s</b>
Amounts owed to group undertakings	<u>1,670</u>	<u>189</u>

Amounts owed to group undertakings are loans due to Octopus Energy Holdings Limited. The loans are repayable when the company makes profits in excess of £25 million. The interest rate payable on the loans is 12%.

**10. Deferred Taxation**

	<b>Apr 2016 £'000s</b>	<b>Oct 2015 £'000s</b>
At beginning of year	-	-
Recognised during year	48	-
At end of year	<u>48</u>	<u>-</u>

The deferred taxation liability is made up as follows:

	<b>Apr 2016 £'000s</b>	<b>Oct 2015 £'000s</b>
Accelerated capital allowances	48	-
At end of year	<u>48</u>	<u>-</u>

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

For the Period from 01 November 2015 to 30 April 2016

**11. Called-Up Share Capital**

	Apr 2016 £'000s	Oct 2015 £'000s
<b>Allotted, called-up and fully-paid</b>		
1,000 Ordinary shares of £0.01 each	-	-

The Company did not issue any Ordinary shares during the period (2015: nil).

**12. Financial Commitments**

At 30 April 2016, total future minimum lease payments under non-cancellable operating leases were as follows:

	Apr 2016 £'000s	Oct 2015 £'000s
<b>Expiry date:</b>		
Within 1 year	30	-
Between 2 and 5 years		
After 5 years		
	30	-

The Company has agreed to pay the costs incurred under the lease agreements dated held between Octopus Capital Limited and Avanta Limited for the rental of room 10.01 floor 10 at 1 Lyric Square, London. This agreement lasts for the duration of the leases, the leases ending on 26 September 2016. The Company agrees to incur these costs and confirms it will not recall the amounts at any date in the future.

**13. Retirement benefit schemes**

The Company operates a defined contribution retirement benefit scheme for all qualifying employees. The assets of the scheme are held separately from those of the Company under the control of trustees. Contributions accrue to the scheme for qualifying employees during the dates of their contracts of employment.

Contributions are usually made as a percentage of an individual employee's gross annual salary. The total costs charged to the profit and loss account of £2,599 (2015: £0) represents contributions payable to the scheme by the Company.

As at 30 April 2016 contributions of £2,599 (2015: £0) due in respect of the current reporting period had not been paid over to the scheme.

**14. Related Party Transactions**

In the period from 01 November 2015 to 30 April 2016, two directors were customers of the business where the total amount of revenue was below £1,000. They are charged the market rate in line with all other customers.

**15. Subsequent events**

There were no significant events requiring disclosure in the financial statements after the balance sheet date.

**16. Ultimate Parent Undertaking and Controlling Party**

The immediate parent company is Octopus Energy Holdings Limited, a company incorporated in the United Kingdom and registered in England and Wales. The ultimate parent company is Octopus Capital Limited, a Company incorporated in the United Kingdom and registered in England and Wales. Octopus Capital Limited prepares consolidated financial statements, and copies of these financial statements can be obtained from The Secretary, Octopus Capital Limited, 6<sup>th</sup> Floor, 33 Holborn, London, EC1N 2HT.