

Company Registration Number 06330517

**TRIODOS RENEWABLES (KESSEINGLAND)
LIMITED**

Report and Financial Statements

31 December 2011

TUESDAY



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COMPANIES HOUSE

TRIODOS RENEWABLES (KESSEINGLAND) LIMITED

REPORT AND FINANCIAL STATEMENTS 2011

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TRIODOS RENEWABLES (KESSINGLAND) LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

M T Clayton
D R Hird
J C A Vaccaro
Triodos Corporate Officer Limited (appointed 6 June 2011)

COMPANY SECRETARY

Triodos Investments Limited (Resigned 6 June 2011)
Triodos Corporate Officer Limited (appointed 6 June 2011)

REGISTERED OFFICE

Triodos Bank NV
Deanery Road
Bristol
BS1 5AS

BANKERS

Triodos Bank NV
Deanery Road
Bristol
BS1 5AS

SOLICITORS

TLT Solicitors LLP
One Redcliff Street
Bristol
BS1 6TP

AUDITOR

Deloitte LLP
Bristol, United Kingdom

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 31 December 2011

This directors' report has been prepared in accordance with the provisions applicable to small companies entitled to the small companies' exemption

PRINCIPAL ACTIVITY

The principal activity of the company is the operation of an on-shore wind farm in Kessingland, Norfolk

BUSINESS REVIEW

The company has incurred costs during the year in completing the construction of the Kessingland project and commencing production

DIRECTORS

The directors of the company, who served throughout the financial year, are as shown on page 1

GOING CONCERN

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future on the grounds that the company will continue to be supported by its parent company. Thus they continue to adopt the going concern basis in preparing the financial statements. Further details regarding the adoption of the going concern basis can be found in note 1 to the financial statements

DIVIDENDS

The directors do not recommend the payment of a dividend (2010 £nil)

AUDITOR

In the case of each of the persons who are directors of the company at the date when this report is approved

- so far as each of the directors is aware, there is no relevant audit information of which the company's auditor is unaware, and
- each of the directors has taken all the steps that they ought to have taken as a director 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 have indicated their willingness to continue in office as the company's auditor and a resolution for their reappointment will be proposed at the forthcoming Annual General Meeting

Approved by the Board of Directors
and signed on behalf of the Board



**On behalf of Triodos Corporate Officer Limited
Secretary**

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

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). 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, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TRIODOS RENEWABLES (KESSINGLAND) LIMITED

We have audited the financial statements of Triodos Renewables (Kessingland) Limited for the year ended 31 December 2011 which comprise the profit and loss account, the balance sheet and the related notes 1 to 14. 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).

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

Respective responsibilities of directors and auditor

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

Scope of the audit of the financial statements

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

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2011 and of its profit for the year 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 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 directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit, or
- the directors were not entitled to take advantage of the small companies exemption in preparing the directors' report.

Nigel Thomas.

Nigel Thomas (Senior statutory auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
Bristol, United Kingdom

10 September 2012

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

PROFIT AND LOSS ACCOUNT
Year ended 31 December 2011

	Note	Year ended 31 December 2011 £	18 months ended 31 December 2010 £
TURNOVER	1	745,335	-
Cost of sales		(155,015)	
GROSS PROFIT		590,320	-
Administrative expenses		68,999	-
OPERATING PROFIT		659,319	-
Interest receivable and similar income		4,697	109,103
Interest payable and similar charges		(61,856)	-
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3	602,160	109,103
Tax on profit on ordinary activities	4	(129,064)	-
PROFIT FOR THE FINANCIAL PERIOD	11	473,096	109,103

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the profit for the current financial year and the prior financial period. Accordingly, no separate statement of total recognised gains and losses has been presented

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

BALANCE SHEET
At 31 December 2011

	Note	2011		2010	
		£	£	£	£
FIXED ASSETS					
Tangible assets	5		6,611,605		996,977
CURRENT ASSETS					
Debtors	6	1,283,526		124,883	
Cash at bank and in hand		493,669		3,237,574	
		<u>1,777,195</u>		<u>3,362,457</u>	
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	7	<u>(714,471)</u>		<u>(3,968,085)</u>	
NET CURRENT ASSETS/(LIABILITIES)			<u>1,062,724</u>		<u>(605,628)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			7,674,329		391,349
CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	8		(6,680,820)		-
PROVISION FOR LIABILITIES	9		(129,064)		-
NET ASSETS			<u>864,445</u>		<u>391,349</u>
CAPITAL AND RESERVES					
Called up share capital	11		100		100
Profit and loss account	12		864,345		391,249
SHAREHOLDERS' FUNDS	12		<u>864,445</u>		<u>391,349</u>

The financial statements of Triodos Renewables (Kessingland) Limited, registered number 06330517, were approved by the Board of Directors and authorised for issue on *7th September 2012*

Signed on behalf of the Board of Directors



Matthew Clayton
Director

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2011

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted, which have been applied consistently throughout the current financial year and the prior financial period, are described below.

Accounting convention

The financial statements are prepared under the historical cost convention.

Turnover

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

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

Going concern

The financial statements adopt the going concern basis on the grounds that the company will continue to be supported by its parent company and therefore the directors believe the company has adequate resources to continue in operational existence for the foreseeable future.

Cash flow statement

The company has taken advantage of the exemption conferred on small companies by Financial Reporting Standard 1 and has not produced a cash flow statement as part of these financial statements.

Tangible fixed assets

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Plant and machinery	over 20 years
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Tangible fixed assets are not depreciated until they are brought into use.

Taxation

Current tax, including UK corporation 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.

Deferred tax assets are recognised only to the extent that the directors consider that it is 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 is measured on a discounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2011

2. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

The company had no employees in either period. The remuneration of the directors was paid by and is dealt with in the accounts of Triodos Renewables plc. It is not practicable to allocate their remuneration between their services as directors of Triodos Renewables plc and their services as directors of other companies within the Triodos Renewables plc group.

3. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	Year ended 31 December 2011 £	18 months ended 31 December 2010 £
Profit on ordinary activities before taxation is stated after charging/(crediting)		
Depreciation	112,061	-
Auditor's remuneration – audit services	2,496	-
Foreign exchange gains	(98,312)	(109,103)
	<u> </u>	<u> </u>

In 2010, auditor's remuneration of £3,000 was borne by the company's parent undertaking.

4. TAX ON PROFIT ON ORDINARY ACTIVITIES

	Year ended 31 December 2011 £	18 months ended 31 December 2010 £
Current taxation		
United Kingdom corporation tax		
Current tax on income for the year at 26.5% (2010: 28.0%)	-	-
	<u> </u>	<u> </u>
Total current tax	-	-
Deferred taxation		
Origination and reversal of timing differences	163,957	-
Effect of changes to tax rates	(9,222)	-
Decrease in discount	(25,671)	-
	<u> </u>	<u> </u>
	129,064	-
	<u> </u>	<u> </u>

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2011

4. TAX ON PROFIT ON ORDINARY ACTIVITIES (continued)

The difference between the current taxation shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows

	Year ended 31 December 2011 £	18 months ended 31 December 2010 £
Profit on ordinary activities before tax	602,160	109,103
	<u>£</u>	<u>£</u>
Tax on profit on ordinary activities before tax at 26.5% (2010 28.0%)	159,512	30,549
Factors affecting charge for the period		
Capital allowances in excess of depreciation	(163,976)	-
Group relief received	(1,358)	(109,550)
Expenses not deductible for tax purposes	5,822	79,001
	<u> </u>	<u> </u>
Current tax charge for the period	-	-
	<u> </u>	<u> </u>

The forthcoming phased change in the corporation tax rate to 23% in future years will not materially affect the future tax charge

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2011

5. TANGIBLE FIXED ASSETS

	Plant and machinery £
Cost	
At 1 January 2011	996,977
Additions	5,726,689
	<u>6,723,666</u>
At 31 December 2011	<u>6,723,666</u>
 Accumulated depreciation	
At 1 January 2011	-
Charge for the year	112,061
	<u>112,061</u>
At 31 December 2011	<u>112,061</u>
 Net book value	
At 31 December 2011	<u>6,611,605</u>
 At 31 December 2010	<u>996,977</u>

6. DEBTORS

	2011 £	2010 £
Trade debtors	115,090	-
VAT recoverable	644,875	124,783
Prepayments and accrued income	523,461	-
Unpaid share capital	100	100
	<u>1,283,526</u>	<u>124,883</u>

7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2011 £	2010 £
Bank loans (secured – note 9)	278,405	-
Trade creditors	423,412	775,882
Amounts owed to group undertakings	-	3,192,203
Accruals and deferred income	12,654	-
	<u>714,471</u>	<u>3,968,085</u>

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2011

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

	2011 £	2010 £
Bank loans (secured – note 9)	5,721,595	-
Amounts owed to group undertakings	959,225	-
	<u>6,680,820</u>	<u>-</u>

9. PROVISIONS FOR LIABILITIES

The movement in the deferred taxation provision during the year was	2011 £	2010 £
Provision brought forward	-	-
Charge to profit and loss account	129,064	-
	<u>129,064</u>	<u>-</u>

The provision for deferred taxation consists of the tax effect of timing differences in respect of

	£	£
Accelerated capital allowances	154,735	-
Discount	(25,671)	-
	<u>129,064</u>	<u>-</u>

10. BORROWINGS

	2011 £	2010 £
Analysis of loan repayments		
Bank loans		
- within one year	278,405	-
- within one to two years	289,343	-
- within three to five years	932,252	-
- after five years	4,500,000	-
	<u>6,000,000</u>	<u>-</u>

Bank loans of £6,000,000 are all with Triodos Bank, a related party. £1,500,000 of the loans bear interest at 2% over Bank of England base rate with a minimum rate of 3.5%. £1,950,000 is at a fixed rate of 4.93% for the term of the loan and is interest-only for five years. £950,000 is at a fixed rate of 5.47% for the term of the loan and is interest-only for 10 years. £1,600,000 is at a fixed rate of 5.47% for the term of the loan and is interest-only for 11 years. All bank loans are secured by fixed and floating charges on the assets of the company.

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2011

11. CALLED UP SHARE CAPITAL	2011	2010
	£	£
Allotted, called up and unpaid		
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

12. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS AND STATEMENT OF MOVEMENTS ON RESERVES

	Called up share capital £	Profit and loss account £	Total 2011 £	Total 2010 £
Opening shareholders' funds	100	391,249	391,349	100
Profit for the financial period	-	473,096	473,096	109,103
Capital contribution	-	-	-	282,146
Closing shareholders' funds	<u>100</u>	<u>864,345</u>	<u>864,445</u>	<u>391,349</u>

13. RELATED PARTY TRANSACTIONS

As a wholly owned subsidiary of Triodos Renewables plc, the company has taken advantage of the exemption under Financial Reporting Standard 8 not to disclose related party transactions with group companies

All of the company's banking and loan facilities are provided by Triodos Bank NV, the company's ultimate controlling party. There are no favourable terms attached to the facilities provided.

14. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

The directors regard Triodos Renewables plc as the company's ultimate parent undertaking. Triodos Renewables plc is the parent of the smallest and largest group of which the company is a member and for which group financial statements are prepared. Copies of the financial statements of Triodos Renewables plc can be obtained from the company secretary at the registered office.

The company's ultimate controlling party is Triodos Bank NV.

TRIODOS RENEWABLES (KESSEINGLAND) LIMITED

ADDITIONAL INFORMATION

The additional information on the following pages has been prepared from the accounting records of the company. While it does not form part of the statutory financial statements, it should be read in conjunction with them and the independent auditor's report thereon.

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

DETAILED PROFIT AND LOSS ACCOUNT
Year ended 31 December 2011

	Year ended 31 December 2011 £	18 months ended 31 December 2010 £
TURNOVER	745,335	-
COST OF SALES		
Land rental	17,387	-
Transmission costs	4,533	-
Repairs and maintenance	20,405	-
Telephone	629	-
Depreciation of plant and machinery	112,061	-
	<u>(155,015)</u>	<u>-</u>
GROSS PROFIT	590,320	
OVERHEADS		
Administrative expenses	68,999	-
OPERATING PROFIT	659,319	-
Bank interest and similar income receivable	4,697	109,103
Bank interest and similar charges payable	(61,856)	-
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	<u>602,160</u>	<u>109,103</u>

TRIODOS RENEWABLES (KESSINGLAND) LIMITED

DETAILED PROFIT AND LOSS ACCOUNT

Year ended 31 December 2011

	Year ended 31 December 2011 £	18 months ended 31 December 2010 £
ADMINISTRATIVE EXPENSES		
Establishment expenses		
Rates and water	17,321	-
Insurance	3,535	-
	<u>20,856</u>	<u>-</u>
General expenses		
Legal and professional	1,950	-
Auditor's remuneration	2,496	-
	<u>4,446</u>	<u>-</u>
Financial costs		
Bank charges	4,011	-
Exchange gain	(98,312)	-
	<u>(94,301)</u>	<u>-</u>
	<u>(68,999)</u>	<u>-</u>
	£	£
INTEREST RECEIVABLE		
Bank interest receivable	<u>4,697</u>	<u>109,103</u>
	£	£
INTEREST PAYABLE		
Bank interest payable	<u>61,856</u>	<u>109,103</u>