

Octopus Energy Limited

Annual report and financial statements

For the year ended 30 April 2018

Registered number: 09263424



COMPANY INFORMATION

Directors
G Jackson
S Jackson
J Eddison
C Hulatt
S Rogerson

Company Secretary S Ludlow

Company Registration Number 09263424

Registered Office
6th Floor
33 Holborn
London
EC1N 2HT

Auditor
Deloitte LLP
London
Hill House
1 Little New Street
EC1V 3TR

Bankers
HSBC plc
31 Holborn
London
EC1N 2HR

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DIRECTORS' REPORT

30 April 2018

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 year ended 30 April 2018.

Future developments

Details of future developments can be found in the Strategic Report on p6.

Events after the balance sheet date

Details of significant events since the balance sheet date are contained in note 18 to the financial statements.

Dividends

The directors did not recommend interim nor final dividend to be paid during the period (2017: £nil).

Directors

The directors who served throughout the year and as of the date of this report were as follows, except as noted:

G Jackson
S Jackson
J Eddison
C Hulatt
S Rogerson

Director's indemnities

The Company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

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.

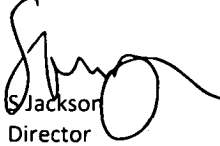
This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

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.

DIRECTORS' REPORT (continued)

30 April 2018

Approved by the Board and signed on its behalf by:



S Jackson
Director

31 October 2018

Registered office:

6th Floor,
33 Holborn,
London, EC1N 2HT

STRATEGIC REPORT

30 April 2018

Principal activities

The principal activity of the Company during the year was that of supply of gas and electricity to domestic and commercial customers in Great Britain. Octopus Energy Limited commits to do this in a way which provides low, transparent, sustainable pricing for customers with a high proportion of renewable and low-carbon energy.

Business review and key performance indicators “KPIs”

	30 Apr 18	30 Apr 17
Trust Pilot score	9.6	9.7
Customer Numbers	198,655	77,937

Business review

The Directors are delighted with the Company’s performance during our second full year of trading, during which time, we have achieved strong growth (+150%), won the most significant sector accolades (Which? Supplier of the Year; Uswitch Supplier of the Year; MSE top rated supplier), continued to deliver market leading customer service (5* Trustpilot), launched unique and market leading products, only possible thanks to proprietary systems capability delivered during this year. During this period the management have concluded an energy procurement deal with Shell that freed up significant working capital and removed one of the most impactful financial risks facing the business. Octopus Energy closed the year with access to significant additional capital.

The Company has continued its campaign to reveal unfair “Tease and Squeeze” pricing practices in the industry and lobby for a price cap. Indeed, during parliamentary sessions in the first half of 2018, Octopus Energy was cited 7 times and the term ‘tease and squeeze’, originated as a result of the work done by Octopus was cited 37 times.

Continued investment in proprietary systems, designed around smart meter data capture, has enabled the Company to increase its already industry leading levels of operational efficiency performance further (2,321 customers per operations FTE). In addition, Octopus Energy is the only energy supplier in the market that offers a suite of market tracking and granular time of use products (Octopus Agile, Tracker, Go).

During the period, the company generated £129m of revenue (2017: £35m). Administrative expenses were £11.1m (2017: £5.5m) during the period and the average number of staff was 69 (2017: 33).

The Company has received substantial funding commitment from Octopus Capital Limited via its immediate parent company Octopus Energy Holding Limited, of which £22.8m had been provided by April 2018 (2017: £15m). The Company is operating well inside the funding line agreed between Octopus Energy Holdings Ltd and Octopus Capital Limited. Octopus Energy Holdings Ltd is able to draw-down as required to fund the growth forecast over the medium term and operates a comprehensive hedging policy to mitigate market risk.

Subsequent to the balance sheet date, the business has twice undertaken supplier of last resort duties in respect of Iresa and Gen4U as well as acquiring Affect Energy. All of these will be integrated into the Octopus Energy business and are not expected to require large additional funding as they are substitutes for planned customer acquisition.

Principal risks and uncertainties

The Management Committee identifies, assesses and manages risks associated with the Company’s business objectives and strategy in the following categories:

STRATEGIC REPORT (continued)

30 April 2018

Wholesale Market Risks

The Company follows a strict and sophisticated hedging policy, and does not speculate on market movements, nor does it assume, rely upon, nor benefit from, market movement in either direction. The Company makes forward commitments for power and gas delivery for each customer that is acquired or renewed onto a fixed price contract, for the duration of the term offered to the customer and allows for some expected attrition (the company does not “lock in” customers with exit fees, and instead models attrition and allows for this). Daily adjustments are made to correct the wholesale position for variances in demand and renewable generation vs forecast. This largely locks in margin for customers across the life of their contracts and provides a basis for financial planning. For customers on variable price contracts, the Company recognises that practically, variable retail prices are fixed for at least two months and executes a rolling hedge against this quasi-fixed period accordingly. The Company will be revising its hedging policy ahead of the introduction of a price cap where relevant.

Cashflow and Liquidity Risk

The Company manages cash responsibly and has clear sight to expected cash requirements. The Company operates financial models on two levels: 1. Detailed daily cashflow model that provides sight to the next three months. This is formally reviewed on a weekly basis to ensure that short-term liquidity is optimised and maintained; 2. Long-range forecast model that generates a rolling forecast for P&L, Balance Sheet and monthly peak cash (and potential variances to) over the next three years. Through this, the Group can plan capital allocation accordingly. There are three principle risks to liquidity and the Company monitors these closely as well as utilising proprietary modelling / forecasting tools:

- (1) Mark to market risk that arises from commodity price movements: The Company no longer carries this risk, which was removed as part of a wider trading arrangement.
- (2) Customer attrition risk: the business has now harvested extensive data sets that enable sophisticated prediction of customer attrition, both at an individual customer level and across the portfolio. In addition, the Company continues to invest in brand, customer experience and account features that all contribute to growing underlying levels of customer persistency. In addition, Octopus has been careful to acquire customers across a range of channels to reduce the concentration of attrition risk.
- (3) Customer account management: the Company undertakes careful, systematic monitoring and management of customer accounts to ensure that monthly direct debit amounts are suitable for consumption levels to avoid excessive debt / credit building up.

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 highly efficient operating model and
- (2) bad debt risk, which the Company manages through:
 - (a) very high penetration of direct debit collections
 - (b) the application of credit risk data
 - (c) close monitoring of customer account performance and strict processes for non-payment.

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.

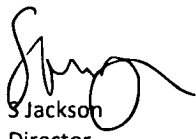
STRATEGIC REPORT (continued)

30 April 2018

Future developments

The directors expect the business to continue growing quickly during the forthcoming year as a result of further significant investment in the business, to drive efficiency and capability as well as embracing the opportunities afforded by the growing smart meter penetration. There will be further exciting opportunities for Octopus Energy through the growth of its Electric Vehicle business, vehicle to grid and half-hourly settlement capability. In addition, the Company expects to see the beginning of market structural change that will be beneficial to companies like Octopus. The impending price cap implementation will contribute to this.

Approved by the Board and signed on its behalf by:



S Jackson
Director

31 October 2018

Registered office:

6th Floor,

33 Holborn,

London, EC1N 2HT

DIRECTORS' RESPONSIBILITIES STATEMENT

30 April 2018

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 year.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed including FRS 102, 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

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

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Octopus Energy Limited (the 'Company'):

- give a true and fair view of the state of the Company's affairs as at 30 April 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 18.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs(UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

INDEPENDENT AUDITOR'S REPORT TO THE DIRECTORS OF OCTOPUS ENERGY LIMITED (continued)

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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 in respect of these matters.

Responsibilities of directors

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, and for such internal control as the directors 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.

Auditor's 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 auditor's 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.

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

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

INDEPENDENT AUDITOR'S REPORT TO THE DIRECTORS OF OCTOPUS ENERGY LIMITED (continued)

Matters on which we are required to report by exception

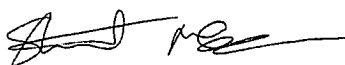
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- 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;

We have nothing to report in respect of these matters.

Use of our report

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.



Stuart McLaren (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, UK
31 October 2018

STATEMENT OF COMPREHENSIVE INCOME

30 April 2018

	Notes	30 Apr 18 £'000s	30 Apr 17 £'000s
TURNOVER	3	129,200	35,242
Cost of sales		<u>(123,389)</u>	<u>(36,394)</u>
GROSS PROFIT / (LOSS)		5,811	(1,152)
Administrative expenses		<u>(11,170)</u>	<u>(5,486)</u>
OPERATING PROFIT / (LOSS)		(5,359)	(6,638)
Interest payable to group entities		<u>(2,074)</u>	<u>(589)</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	4	<u>(7,433)</u>	<u>(7,227)</u>
Tax credit on loss on ordinary activities	7	1,517	1,362
LOSS FOR THE FINANCIAL YEAR		<u><u>(5,916)</u></u>	<u><u>(5,865)</u></u>

All amounts relate to continuing operations.

There is no other comprehensive income or loss and as such no separate statement of other comprehensive income or loss have been prepared.

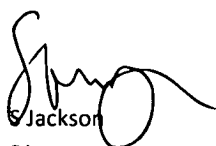
The notes on pages 16 to 25 form part of these financial statements.

BALANCE SHEET

At 30 April 2018

	Notes	2018 £'000s	2017 £'000s
FIXED ASSETS			
Tangible fixed assets	9	186	50
Intangible fixed assets	10	11,896	3,956
		<u>12,082</u>	<u>4,006</u>
CURRENT ASSETS			
Debtors – due within one year	8	46,526	13,985
Cash at bank and in hand		4,953	7,526
		<u>51,479</u>	<u>21,511</u>
CREDITORS: amounts falling due within one year	11	<u>(55,622)</u>	<u>(15,424)</u>
NET CURRENT ASSETS		<u>(4,143)</u>	<u>6,087</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>7,939</u>	<u>10,093</u>
CREDITORS: amounts falling due after more than one year	11	<u>(20,534)</u>	<u>(16,758)</u>
Deferred Tax	12	(32)	(46)
NET ASSETS / (LIABILITIES)		<u>(12,627)</u>	<u>(6,711)</u>
CAPITAL AND RESERVES			
Called-up share capital	13	-	-
Profit and loss account		(12,627)	(6,711)
SHAREHOLDERS' DEFICIT		<u>(12,627)</u>	<u>(6,711)</u>

The financial statements of Octopus Energy Limited (registered number: 09263424) were approved by the Board of Directors and authorised for issue on 31 October 2018. They were signed on its behalf by:


 S Jackson
 Director

Registered office:
 6th Floor,
 33 Holborn,
 London, EC1N 2HT

The notes on pages 16 to 25 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY

30 April 2018

	Called-up share capital	Profit and loss account	Total
	£'000s	£'000s	£'000s
At 30 April 2016	-	(846)	(846)
Loss for the period	-	(5,865)	(5,865)
At 30 April 2017	-	(6,711)	(6,711)
Loss for the period	-	(5,916)	(5,916)
At 30 April 2018	-	(12,627)	(12,627)

The notes on pages 16 to 25 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

30 April 2018

1. Accounting Policies

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

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 Company is a private company limited by shares and is registered in England and Wales. 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 6.

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

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 registered office Company Secretary, Octopus Capital Limited, 6th 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 liability position, but the Company 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.

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.

NOTES TO THE FINANCIAL STATEMENTS (continued)

30 April 2018

1. Accounting Policies (continued)

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:

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 costs 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. They are amortised over the useful economic life of the asset. Development costs have been capitalised in accordance with FRS 102 Section 18 "Intangible Assets other than Goodwill" and are therefore not treated, for dividend purposes, as a realised loss. 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 amortisation is treated as an admin expense.

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. This is reviewed for impairment on an annual basis.

- Capitalised acquisition costs relate to the direct cost of acquiring customers via the different acquisition channels.

Acquisition Cost is included at cost where it can be directly attributed to a customer. The assets are amortised over a period of 3 years in a straight-line basis. "Other intangibles" do not have a period for amortisation and instead an impairment review is carried out every year.

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.

Cost of Sale

Costs are recognised in line with revenue. Where actual invoices have not been received, the latest industry data is used to ensure accuracy.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

NOTES TO THE FINANCIAL STATEMENTS (continued)

30 April 2018

All financial assets and liabilities are initially measured at transaction price (including transaction costs) and classified as debt instruments in the Company's financial statements. These are subsequently measured at amortised cost.

1. Accounting Policies (continued)

Interest Payable

The company makes use of a loan facility from Octopus Energy Holdings Limited. The interest rate payable on the loans is 12% and the loans are payable when the company makes profits in excess of £25 million.

Derivatives and Hedging

The company mitigates its exposure to fluctuation in commodity prices by hedging. When these contracts are initiated as to fulfil the supply requirement for customers, the Company classifies them as 'own use' and outside the scope of FRS 102 section 11 and 12. The volume of energy delivered to the Company is in line with customer usage and no contracts are entered into on a speculative basis.

Related party transactions

The Company has taken advantage of the exemption in paragraph 33.1A of FRS 102 not to disclose transactions with Octopus Energy Holdings Limited.

Leases

Rentals under operating leases are charged to the profit and loss account on a straight-line basis over the lease term, even if payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the life of the lease.

Pensions

The Company operates a defined contribution pension scheme for employees and the pension charge represents the amounts payable by the Company to the scheme in respect of the year. These costs are included as part of staff costs (see note 5) and pension (see note 15). Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Restricted cash

At 30 April 2018, total cash and cash equivalents included cash amounting to £1,362k (2017: £4,973k) held as collateral by creditors in relation to service supplied but not invoiced and are therefore not available for immediate use.

2. 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.

NOTES TO THE FINANCIAL STATEMENTS (continued)

30 April 2018

2. Critical accounting judgements and Key Sources of Estimation uncertainty (continued)

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

Key source of estimation uncertainty — amortisation of acquisition costs

The current amortization period for acquisition customer costs in Intangibles is 3 years however there is no reliable historical information to determine that this is appropriate. Management will continue evaluating the appropriateness of the estimate used as historical information becomes available.

3. Turnover

Turnover is all generated by one segment, that of energy supply and in the UK, hence no segmental or geographical analysis is required. An analysis of the Company's turnover is set out below:

	2018	2017
	£'000s	£'000s
Domestic	127,421	34,017
Commercial	1,779	1,225
Total	129,200	35,242

4. Loss on Ordinary Activities before Taxation

Loss on ordinary activities before taxation is stated after charging:

	2018	2017
	£'000s	£'000s
Depreciation of tangible fixed assets (note 9)	24	13
Amortisation of intangibles (note 10)	2,066	374
Operating lease rentals:		
- land and buildings	213	137
	<u>2,303</u>	<u>524</u>

The analysis of auditor's remuneration is as follows:

	For the year ended	For the year ended
	30 Apr 18	30 Apr 17
	£'000s	£'000s
Fees payable to the Company's auditor for the audit of the annual accounts	56	43
Total fees payable to the Company's auditor	<u>56</u>	<u>43</u>

The Company's auditor did not provide any non-audit services to the Company (2017: nil).

NOTES TO THE FINANCIAL STATEMENTS (continued)

30 April 2018

5. Staff Costs

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

	For the year ended 30 Apr 18 Number	For the year ended 30 Apr 17 Number
Administration	69	33
	<u>69</u>	<u>33</u>

Their aggregate remuneration comprised:

	For the year ended 30 Apr 18 £'000s	For the year ended 30 Apr 17 £'000s
Wages and salaries	1,805	1,048
Social security costs	187	126
Other pension costs (see note 15)	75	19
	<u>2,067</u>	<u>1,193</u>

'Other pension costs' includes those items included within administrative expenses.

The Company has capitalised £881k (2017: £576k) of salary and £106k (2017: £85k) of Social security costs as part of intangible assets. The average headcount for the period of trading is 69 (2017: 33).

6. Directors' Remuneration and Transactions

Directors' remuneration

	For the year ended 30 Apr 18 £'000s	For the year ended 30 Apr 17 £'000s
Emoluments	451	451
Company contributions to defined contribution pension schemes	14	12
	<u>465</u>	<u>463</u>

Directors' remuneration in relation to the Group share scheme is disclosed in the financial statements of the Company's ultimate parent company, Octopus Capital Limited.

Remuneration of the highest paid director:

	For the year ended 30 Apr 18 £'000s	For the year ended 30 Apr 17 £'000s
Emoluments	150	150
Company contributions to defined contribution pension schemes	5	5
	<u>156</u>	<u>155</u>

NOTES TO THE FINANCIAL STATEMENTS (continued)

30 April 2018

6. Directors' Remuneration and Transactions (continued)

At the balance sheet date retirement benefits were accruing to 3 directors (2017: 3) in respect of defined contribution pension schemes.

7. Tax on profit on ordinary activities

The tax charge comprises:

	For the year ended 30 Apr 18	For the year ended 30 Apr 17
	£'000s	£'000s
Current Tax (see note below)		
UK corporation tax	1,548	1,360
Total current tax credit	1,548	1,360
Deferred tax		
Origination and reversal of timing differences	(32)	2
Total deferred tax in the year (see note 12)	(32)	2
Total tax recognised in Statement of Comprehensive Income	1,517	1,362

Factors affecting tax credit for the year

The differences between the total current tax shown above and the amount calculated by applying the rate of UK corporation tax of 19% (2017: 19.9%) to the loss before tax are as follows:

	For the year ended 30 Apr 18	For the year ended 30 Apr 17
	£'000s	£'000s
Loss on ordinary activities before tax	7,433	7,227
Credit / Charge on loss on ordinary activities at blended UK corporation tax rate of 19% (2017: 19.9%)	(1,389)	1,438
Effects of:		
Expenses not deductible for tax purposes	-	(76)
Disallowed expenses and non-taxable income	2	-
Adjustments in respect of previous periods	(136)	-
Change in rate from deferred tax to current tax	5	-
Current tax credit for the year	1,517	1,362

The standard rate of tax applied to the reported profit on ordinary activities is 19% (2017: 19.9%).

The Company has tax losses of £ nil available for offset against future taxable profits (2017: nil).

NOTES TO THE FINANCIAL STATEMENTS (continued)

30 April 2018

8. Debtors

	2018	2017
Amounts falling due within one year:	£'000s	£'000s
Trade debtors	21,020	2,920
Amounts owed by group undertakings	753	1,466
Other debtors	212	1,955
Prepayments and accrued income	24,541	7,644
	<u>46,526</u>	<u>13,985</u>

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

9. Tangible Fixed Assets

	Equipment	Total
	£'000s	£'000s
Cost		
At 30 April 2017	64	64
Additions	160	160
At 30 April 2018	<u>224</u>	<u>224</u>
Depreciation		
At 30 April 2017	(14)	(14)
Charge for the year	(24)	(24)
At 30 April 2018	<u>(38)</u>	<u>(38)</u>
Net book value		
At 30 April 2017	50	50
At 30 April 2018	<u>186</u>	<u>186</u>

NOTES TO THE FINANCIAL STATEMENTS (continued)

30 April 2018

10. Intangible Fixed Assets

	Software £'000s	Acquisition £'000s	Other £'000s	Total £'000s
Cost				
At 30 April 2017	1,159	3,055	116	4,330
Additions	1,266	8,626	113	10,006
At 30 April 2018	2,425	11,681	229	14,336
Amortisation				
At 30 April 2017	-	(374)	-	(374)
Charge for the year	-	(2,066)	-	(2,066)
At 30 April 2018	-	(2,440)	-	(2,440)
Net book value				
At 30 April 2017	1,159	2,681	116	3,956
At 30 April 2018	2,425	9,241	229	11,896

11. Creditors

i. Amounts falling due within one year:

	2018 £'000s	2017 £'000s
Trade creditors	8,068	6,978
Taxation and social security	70	71
Other creditors	15,660	2,790
Amount owed to group undertaking	4,050	-
Accruals and deferred income	27,774	5,585
	<u>55,622</u>	<u>15,424</u>

ii) Amounts falling due after more than one year

	2018 £'000s	2017 £'000s
Amounts owed to group undertakings	<u>20,534</u>	<u>16,758</u>

Amounts owed to group undertakings are non-secured loans due to Octopus Energy Holdings Limited that have an interest charge of 12%.

NOTES TO THE FINANCIAL STATEMENTS (continued)

30 April 2018

12. Deferred Taxation

	2018	2017
	£'000s	£'000s
At beginning of year	46	48
Recognised during year	(14)	(2)
At end of year	<u>32</u>	<u>46</u>

The deferred taxation balance is made up as follows:

	2018	2017
	£'000s	£'000s
Accelerated capital allowances	<u>32</u>	<u>46</u>
At end of year	<u>32</u>	<u>46</u>

13. Called-Up Share Capital

	2018	2017
	£'000s	£'000s
Allotted, called-up and fully-paid		
1 Ordinary shares of £1 each	<u>-</u>	<u>-</u>

The Company did not issue any Ordinary shares during the year (2017: nil). There is 1 share with Nominal Value of £1 issued and held by Octopus Energy Holdings Limited.

14. Financial Commitments

Total future minimum lease payments under non-cancellable operating leases are as follows:

	2018	2017
	£'000s	£'000s
Expiry date:		
Within 1 year	286	25
Between 2 and 5 years	363	-
After 5 years	-	-
	<u>649</u>	<u>25</u>

The Company has entered into a lease for the Golden Square office which expires on 01 September 2020. The Company has also entered into a lease for the Leicester Office that is on a rolling 3 month contract.

NOTES TO THE FINANCIAL STATEMENTS (continued)

30 April 2018

15. 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 Statement of Comprehensive Income of £75k (2017: £19k) represents contributions payable to the scheme by the Company.

16. Related Party Transactions

During the year, the Company incurred £483k of pass through costs from Octopus Capita Limited (2017: £124k). Amounts outstanding as at 30 April 2018 totalled £220k (2017: £nil).

17. Ultimate Parent Undertaking and Controlling Party

The immediate parent Company is Octopus Energy Holdings Ltd, a Company incorporated in the United Kingdom and registered in England and Wales. Copies of these financial statements can be obtained from the registered office Company Secretary, Octopus Energy Holdings Limited, 6th Floor, 33 Holborn, London, EC1N 2HT.

The ultimate parent Company is Octopus Capital Limited, a Company incorporated in the United Kingdom and registered in England and Wales. The smallest and largest group of undertakings of which the company is a member that draws up group financial statements is that of Octopus Capital Limited. Octopus Capital Limited prepares consolidated financial statements, and copies of these financial statements can be obtained from the registered office Company Secretary, Octopus Capital Limited, 6th Floor, 33 Holborn, London, EC1N 2HT.

18. Subsequent events

Since 30 April 2018, Octopus Energy has executed the acquisition of Affect Energy Limited and, through the Supplier of Last Resort mechanism, Iresa Energy Limited and Gen4U Limited. Collectively these actions delivered a further 110k household customers to the Octopus base. In addition, in July 2018 Octopus announced a white label energy supply arrangement with Marks and Spencer plc.

Octopus Energy Limited has repaid £9.5m of loans to Octopus Energy Holdings Limited.

Other than those already listed, the directors are not aware of any further matters or circumstances that have significantly affected or may significantly affect the Company.