

First Utility Limited
Report and financial statements
For the year ended 31 December 2015

Company Registration No. 5070887

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First Utility Limited
Report and financial statements
For the year ended 31 December 2015

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First Utility Limited
Report and financial statements
For the year ended 31 December 2015

Officers and professional advisers

Company Registration Number

5070887

Directors

D S Braham
M W Daeche
T J Maguire
E Kamm
I McCaig
M Moir
W Wilkins

Secretary

T J Maguire

Registered Office

Point 3 Opus 40 Business Park
Haywood Road
Warwick
Warwickshire
CV34 5AH

Bankers

Barclays Bank Plc
1 Churchill Place
London
E14 5HP

Solicitors

Osborne Clarke
2 Temple Back East
Temple Quay
Bristol
BS1 6EG

Auditor

Deloitte LLP
Chartered Accountants and Statutory Auditor
2 New Street Square
London,
EC4A 3BZ

First Utility Limited

Strategic report

For the year ended 31 December 2015

Business review and future developments

The Company continued to make strong progress during the year, expanding and growing the electricity and gas business for domestic customers through a wide range of cost effective routes to market, including digital and online channels as well as via another successful TV campaign. During 2015 the total energy customer base increased by 25% to 883,000 (2014: 705,000).

The energy customer additions during the year, along with the full year effect of the customers acquired during 2014, has driven 51% annual revenue growth for the Company to £847.3m (2014: £561.6m). Administrative expenses have increased during the year by 62% to £91.4m (2014: £56.5m), driven by the continued investment in both acquiring and also supporting and serving the significant growth in customer numbers.

Profit after tax for the Company for the year was £3.1m (2014: £8.5m). The full year numbers have been impacted by the abnormally warm weather in November and December 2015.

The closing cash balance for the Company at 31 December 2015 was £76.8m (2014: £75.0m).

The Directors regard the continued future investment in effective customer service, advertising, sales and also software development across the customer care and billing platforms as necessary for continuing future success in customer growth and increased retention rates.

No significant events have occurred since the balance sheet date.

Objectives and strategy

The objective of the Company is to deliver long term value to its shareholders. The Board's strategy to achieve this goal is embodied in the following key principles:

- to attract a strong customer base, the Company shall compete on price and offer innovative services supported by outstanding customer service; and
- to employ and develop highly motivated staff, knowledgeable about the services they provide and trained in selling skills and customer service.

Risks to achieving the Company's objectives

Risk is present in all businesses. Risks are formally reviewed by the Risk Committee and the Board and appropriate processes put in place to monitor and mitigate them. The directors consider that the major risks to achieving the Company's objectives are as stated below. The use of financial derivatives is governed by the Company's policies approved by the Board, which provide written principles on the use of financial derivatives to manage these risks. The Company does not use derivative financial instruments for speculative purposes. The Board however recognises that the profile of risks changes constantly and additional risks not presently known, or that are currently deemed immaterial, may also impact on attainment of the Company's business objectives.

i) Economic environment

The economic environment impacts consumer spending in many ways. Unemployment levels, interest rates, consumer debt levels, taxation and many other factors influence consumers' spending decisions. The Company is mitigating this risk by undertaking a number of initiatives including strategic customer targeting and channel management, credit vetting, and systems investment to manage outstanding customer debts.

ii) Meeting customers' needs

Customers expect competitive prices. What differentiates utility companies is the provision of services that customers want, along with staff that provide excellent service.

Regular surveys of customer satisfaction are conducted. The results are used to assess performance and to drive high standards. Customer feedback is used to understand where we can be more responsive to customers' needs.

First Utility Limited

Strategic report (continued)

For the year ended 31 December 2015

Risks to achieving the Company's objectives (continued)

iii) Seasonality

The Company's business is highly seasonal with a high proportion of its sales and operating profit generated in the first quarter and last quarter of each financial year.

iv) Competition

The Company operates in a highly competitive environment. Businesses join and leave the market and/or expand or reduce their product and service ranges in response to competitive forces. Different channels to market have different cost structures and different appeal to customers.

The Company continuously monitors the activities of its competitors and potential competitors and takes appropriate action in terms of, for example, its product and service offering and pricing, to maintain and strengthen its position.

v) Market margin erosion

The level of margins is governed by the market. Consumer demand, competition and regulation/taxation all impact on margins. The Company is focused on protecting margins through the management of its cost structures to mitigate the risk of margin erosion.

vi) Cash flow and liquidity risks

Cash flow forecasts are produced on a weekly basis to ensure that both short and medium term liquidity is optimised and maintained, and on a long term projection basis for the purpose of identifying long term strategic funding requirements. The directors continually monitor the cash flow requirements of the business in order to ensure the Company is fully funded.

vii) Employees

All companies face the risk of failing to attract, develop and retain the right calibre of people for their business. The Board actively encourages employee involvement at all levels throughout the organisation. Employee performance and development is reviewed continuously throughout the year to ensure it is in line with the overall objectives of the Company. Through development and training programmes the Board believes that the Company is well placed to build on its success in growing its customer base.

viii) Systems failures

In common with other businesses, the Company is dependent on the suitability and reliability of its systems and procedures including its information technology systems. The Company has developed emergency procedures that are regularly tested. The Company carries out evaluation, planning and implementation analysis before updating or introducing new systems that have an impact on critical functions. This includes the restriction of access to systems and data by unauthorised parties.

ix) Legislative, reputational and regulatory risks

The Company's operations are subject to extensive regulatory requirements, particularly in relation to the products and services it sells, its advertising, marketing, sales practices, its employment and environmental issues. Changes in laws and regulations and their enforcement may impact on the Company's business in terms of costs, changes to business practices, restrictions on activities or, more importantly, lead to reputational damage to the Company and its brand.

The Company operates a strong compliance regime which monitors legal and regulatory developments to ensure the appropriate training and necessary modification to trading practices and policies. Regular reviews are conducted to ensure compliance with the increasing number of legal and regulatory developments.

First Utility Limited

Strategic report (continued)

For the year ended 31 December 2015

Risks to achieving the Company's objectives (continued)

x) Volume and commodity price risks

For residential fixed price offers, the Company contracts to purchase fixed price energy to match the duration of the sale once a sales contract supply start date has been confirmed. At any point in time the Company will have energy purchases contracted for up to three years ahead matching the terms of its fixed price sales contracts, which therefore locks in the margin over the life of the contract. Energy is purchased to match customer demand for the duration of the contract in line with an agreed hedging strategy. For variable contracts, prices can be adjusted in line with costs over the life of the contract to maintain margin as the hedging strategy unwinds.

xi) Collections risk

The Company limits its collection risk through a high direct debit take-up, and established credit checking and debt management procedures.

Performance monitoring - Key performance indicators ("KPI")

The successful delivery of the Company's objectives is monitored by the Board through tracking key performance indicators and regular review of the Company's operations.

KPI	2015	2014
Total sales	£847.3m	£561.6m
Gross margin	£92.8m	£67.1m
Gross margin %	11.0%	11.9%

The increase in sales in 2015 compared to 2014 is a result of the increase in the energy customer base during the year; with customers at the year end increasing by 25% to 883,000 (2014: 705,000).

Within the gross margin for the year, the Company also absorbed additional cost of sales charges for a number of Government social and environmental obligations in relation to the Warm Home Discount, Green Deal and Energy Company Obligation schemes. The Company will continue to incur charges for these schemes on an ongoing basis as a result of the Company previously passing the customer number thresholds set by the Government.

The Board also considers the following measures to be important:

Other measures	Definition
Customer satisfaction	Results of telephone and email surveys to measure the effectiveness of customer service.
Complaint levels	Number of complaints per 1,000 customers which are published by the regulator, showing comparisons of performance against the rest of the industry.
Staff satisfaction	Results of staff surveys.

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



D S Braham
Director

24 March 2016

First Utility Limited

Directors' report

For the year ended 31 December 2015

The directors present their annual report on the affairs of the Company, together with the financial statements and auditor's report, for the year ended 31 December 2015.

Results and dividends

The profit and loss account is set out on page 10 and shows the result for the year.

The directors do not recommend the payment of a dividend for the year (2014: £nil).

Future developments and events after the balance sheet date

Details of future developments and events that have occurred after the balance sheet date can be found in the Strategic Report on page 2 and form part of this report by cross-reference.

Directors

The directors of the Company during the year were:

D S Braham
M W Daeche
T J Maguire
E Kamm
I McCaig
M Moir
W Wilkins

D S Braham, M W Daeche, I McCaig and W Wilkins are directors of the parent company Impello plc. Copies of the financial statements of Impello plc can be obtained from the registered office shown on page 1.

Directors' 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.

Political contributions

The Company does not make political donations nor incur political expenditure.

Going concern

The directors have taken account of the key risks to the Company's cash flow projections when considering the going concern status of the Company. These key risks include the working capital associated with faster or slower customer growth rates than forecast, lower or higher customer churn than forecast, variances in seasonality adjustments to consumption volumes than forecast, movements in energy prices and the timing of cash receipts from customers. As a consequence and based on their projections, the directors believe that the Company is well placed to successfully manage its business risks, which are discussed in the Strategic Report.

After making enquiries and reviewing cashflow forecasts and available facilities for a period of at least 12 months from the date of these financial statements, the Company's directors have a reasonable expectation at the time of approving the financial statements that the Company has adequate resources to continue in operational existence for the foreseeable future. The key assumptions in these forecasts have been sensitised and no issues arise which lead to any concern regarding the operations or financing of the Company.

This judgement has been formed taking into account the principal risks and uncertainties that the Company faces, which have been outlined in more detail in the Strategic Report. For this reason the directors continue to adopt the going concern basis in preparing the financial statements.

First Utility Limited

Directors' report (continued)

For the year ended 31 December 2015

Financial risk management objectives

The Company's activities expose it to a number of financial risks including credit risk, liquidity risk and commodity risk. The Company's policies approved by the board of directors provide written principles on these risks and the use of non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed on a continuous basis. The Company does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company, and arises principally from the Company's receivables from customers. The Company limits its collection risk through a high direct debit take-up, and established credit checking and debt management procedures.

The allowance account for trade debtors is used to record impairment losses unless the Company is satisfied that no recovery of the amount owing is possible, at that point the amounts considered irrecoverable are written off against trade debtors. The Company provides for impairment losses based on estimated irrecoverable amounts determined by reference to specific circumstances and the experience of management of receivable collectability in the energy sector.

The carrying amount of financial assets recorded in the financial statements, which is net of any impairment losses, represents the Company's maximum exposure to credit risk.

Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company maintains adequate reserves by continuously monitoring forecast and actual cash flows and by matching the maturity profiles of financial assets and liabilities.

Commodity risk

Commodity risk is the exposure that the Company has to price movements in the wholesale electricity and gas markets. The risk is primarily that market prices for commodities will fluctuate between the time that tariffs are set and the time at which the corresponding procurement cost is fixed, which may result in lower than expected profit margins or unprofitable sales. The Company is also exposed to volumetric risk in the form of uncertain consumption profiles arising from a range of factors which include weather, economic climate and changes in energy consumption patterns.

The Company manages this risk by entering into forward contracts to purchase fixed price energy for a period of up to three years ahead. Energy procurement contracts are entered into and continue to be held for the purpose of the receipt of a non-financial item which is in accordance with the Company's expected purchase and sale requirements.

Disabled employees

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the Company continues and that appropriate arrangements are made to facilitate this. It is the policy of the Company that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

Employee consultation

The Company places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the Company. This is achieved through monthly companywide briefings where the latest volume and financial information is shared. The internal communications department also issues weekly updates on Company performance along with a quarterly magazine. Employee performance and development is reviewed on a quarterly basis and ensured that it is aligned with the Company's overall objectives.

Research and development

The Company has continued to invest significant internal resource in developing its back office systems to enable it to efficiently address the expansion of its utility services.

First Utility Limited
Directors' report (continued)
For the year ended 31 December 2015

Auditor

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

- so far as the 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 he/she ought to have taken as a director in order to make himself/herself 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 section 418 of the Companies Act 2006.

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

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



D S Braham
Director

24 March 2016

Point 3 Opus 40 Business Park
Haywood Road
Warwick
Warwickshire
CV34 5AH

First Utility Limited

Directors' responsibilities

For the year ended 31 December 2015

Directors' responsibilities statement

The directors are responsible for preparing the Annual Report including 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 101 "Reduced Disclosure Framework". 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 judgments 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 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 member of First Utility Limited

We have audited the financial statements of First Utility Limited for the year ended 31 December 2015 which comprise the Profit and Loss Account, the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 26. 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 101 "Reduced Disclosure Framework".

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 31 December 2015 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 Strategic Report and 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.


James Leigh (Senior Statutory Auditor)
For and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom

Date: 24 March 2016

First Utility Limited
Profit and loss account
For the year ended 31 December 2015

	Notes	2015 £'000	2014 £'000
Turnover	4	847,309	561,577
Cost of sales		(754,520)	(494,482)
Gross profit		92,789	67,095
Administrative expenses		(91,373)	(56,467)
Other operating income	6	161	195
Operating profit	7	1,577	10,823
Interest receivable and similar income		169	41
Interest payable and similar charges	8	(48)	(85)
Profit on ordinary activities before taxation		1,698	10,779
Taxation credit/(charge) on profit on ordinary activities	9	1,395	(2,247)
Profit for the year after taxation	20	3,093	8,532

All amounts relate to continuing activities.

The notes on pages 14 to 30 form part of these financial statements.

First Utility Limited
Statement of comprehensive income
For the year ended 31 December 2015

	2015 £'000	2014 £'000
Profit for the year after taxation	3,093	8,532
Other comprehensive income for the year net of tax	-	-
Total comprehensive income for the year attributable to the owners of the Company	3,093	8,532

The notes on pages 14 to 30 form part of these financial statements.

First Utility Limited

Balance sheet

As at 31 December 2015

Company number: 5070887

	Notes	2015 £'000	2014 £'000
Fixed assets			
Intangible assets	10	23,223	11,874
Tangible assets	11	4,386	3,633
Investments in subsidiaries	12	20	-
		<u>27,629</u>	<u>15,507</u>
Current assets			
Stocks	13	695	188
Debtors – due within one year	14	88,418	74,609
Debtors – due after one year	14	4,736	2,107
Cash at bank and in hand		76,770	75,038
		<u>170,619</u>	<u>151,942</u>
Total assets		<u>198,248</u>	<u>167,449</u>
Creditors: amounts falling due within one year			
Trade and other creditors	15	(16,641)	(14,861)
Accruals and deferred income	15	(162,421)	(136,300)
Obligations under finance leases	15,17	(281)	(293)
		<u>(179,343)</u>	<u>(151,454)</u>
Net current (liabilities)/assets		<u>(8,724)</u>	<u>488</u>
Total assets less current liabilities		<u>18,905</u>	<u>15,995</u>
Creditors: amounts falling due after more than one year			
Obligations under finance leases	16,17	(131)	(314)
Total liabilities		<u>(179,474)</u>	<u>(151,768)</u>
Net assets		<u>18,774</u>	<u>15,681</u>
Capital and reserves			
Called up share capital	19	-	-
Profit and loss account	20	18,774	15,681
Total shareholders' funds		<u>18,774</u>	<u>15,681</u>

These financial statements were approved by the Board of Directors and authorised for issue on 24 March 2016.

Signed on behalf of the Board of Directors,



D S Braham
Director

The notes on pages 14 to 30 form part of these financial statements.

First Utility Limited
Statement of changes in equity
For the year ended 31 December 2015

	Share Capital £'000	Profit and loss account £'000	Total £'000
Balance at 1 January 2014	-	7,149	7,149
<i>Profit for the period</i>	-	8,532	8,532
<i>Other comprehensive income for the period</i>	-	-	-
Total comprehensive income for the period	-	8,532	8,532
Balance at 31 December 2014	-	15,681	15,681
<i>Profit for the period</i>	-	3,093	3,093
<i>Other comprehensive income for the period</i>	-	-	-
Total comprehensive income for the period	-	3,093	3,093
Balance at 31 December 2015	-	18,774	18,774

The notes on pages 14 to 30 form part of these financial statements.

First Utility Limited

Notes to the financial statements

For the year ended 31 December 2015

1. General information

First Utility Limited is a private company limited by shares incorporated in the United Kingdom under the Companies Act. The address of the registered office is Point 3, Opus 40 Business Park, Haywood Road, Warwick, Warwickshire, CV34 5AH. The nature of the Company's operations and its principal activity continue to be that of the supply of electricity and gas services to domestic and small business customers.

The Company is a subsidiary of Impello plc. The group accounts of Impello plc are available to the public and can be obtained as set out in note 24 of these financial statements.

2. Significant accounting policies

Basis of accounting

The financial statements of the Company have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101).

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to business combinations, share-based payment, non-current assets held for sale, financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash-flow statement, standards not yet effective, impairment of assets and related party transactions. Where relevant, equivalent disclosures have been provided in the group accounts of Impello plc which are prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union.

The financial statements have been prepared on the historical cost basis, except for financial instruments that are measured at revalued amounts or fair values at the end of each reporting period, and in accordance with the Companies Act 2006, as explained in the accounting policies below. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

The principal accounting policies adopted are set out below.

Going concern

The directors have taken account of the key risks to the Company's cash flow projections when considering the going concern status of the Company. These key risks include the working capital associated with faster or slower customer growth rates than forecast, lower or higher customer churn than forecast, variances in seasonality adjustments to consumption volumes than forecast, movements in energy prices and the timing of cash receipts from customers. Furthermore, the directors have evaluated the continued availability of power and gas on attractive terms and are confident that this arrangement will continue for the foreseeable future. As a consequence and based on their projections, the directors believe that the Company is well placed to successfully manage its business risks, which are discussed in the Strategic Report on page 2.

After making enquiries and reviewing cashflow forecasts and available facilities for a period of at least 12 months from the date of these financial statements, the Company's directors have a reasonable expectation at the time of approving the financial statements that the Company has adequate resources to continue in operational existence for the foreseeable future. The key assumptions in these forecasts have been sensitised and no issues arise which lead to any concern regarding the operations or financing of the Company.

This judgement has been formed taking into account the principal risks and uncertainties that the Company faces, which have been outlined in more detail in the Strategic Report. For this reason the directors continue to adopt the going concern basis in preparing the financial statements.

First Utility Limited

Notes to the financial statements

For the year ended 31 December 2015

2. Significant accounting policies (continued)

Functional and presentational currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in 'Pound Sterling' (£), which is the Company's functional and presentation currency.

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing on the dates of the transactions. At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise.

Turnover

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, VAT and other sales-related taxes.

For energy supply, turnover is recognised on the basis of electricity and gas supplied during the period. For those customers awaiting a bill an estimate is made of the sales value of units and terms supplied between the last bill period date and the year-end date. Any unbilled amounts are included in trade debtors to the extent they are considered recoverable.

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Intangible assets acquired separately are amortised on the following basis;

Trademark and licences	- 20% to 50% per annum
Software	- 10% to 33% per annum

Internally-generated intangible assets – research and development expenditure

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from the Company's software development is recognised only if all of the following conditions have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

First Utility Limited

Notes to the financial statements

For the year ended 31 December 2015

2. Significant accounting policies (continued)

Intangible assets (continued)

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Internally-generated intangible assets are amortised on the following basis;

Software development	- 10% to 33% per annum
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Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

Tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and provision for impairment. The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

Depreciation is provided to write off the cost, less estimated residual values, of all tangible fixed assets, straight line over their expected useful lives. Depreciation is calculated at the following rates:

Leasehold improvements	- over term of lease
Computer and telecom equipment	- 20% to 33% per annum
Fixtures and fittings	- 25% per annum
Meters	- 10% per annum

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, over the term of the relevant lease.

A tangible fixed asset is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. The gain or loss arising on the disposal or scrapping of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the profit and loss account.

Stocks

Stocks are stated at the lower of cost and net realisable value. Cost is calculated on the cost of purchase on a first in first out basis. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution. Stocks held at year end relate to metering equipment and smart thermostats.

First Utility Limited

Notes to the financial statements

For the year ended 31 December 2015

2. Significant accounting policies (continued)

Impairment (excluding stocks and deferred tax assets)

Financial assets

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Non-financial assets

The carrying amounts of the Company's non-financial assets, other than stocks and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each period at the same time.

The recoverable amount of an asset or cash-generating unit ("CGU") is the greater of its value in use and its fair value less cost to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "CGU").

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Financial instruments

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial Assets

All financial assets are recognised and derecognised on a trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value.

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

Trade debtors are provided against when objective evidence is received that the Company will not be able to collect all amounts due to it in accordance with the original terms of the debtor. The amount of the write-down is determined as the difference between the asset's carrying amount and the present value of estimated future cash flows.

First Utility Limited

Notes to the financial statements

For the year ended 31 December 2015

2. Significant accounting policies (continued)

Financial instruments (continued)

Financial liabilities and equity

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

Financial liabilities

Financial liabilities are recognised when the Company becomes a party to the contractual agreements of the instrument. All interest related charges are recognised as an expense in "interest payable" in the profit and loss account. Financial liabilities are initially recognised at fair value and subsequently measured at amortised cost using the effective interest rate.

A financial liability is derecognised only when the obligation is extinguished, that is, when the obligation is discharged or cancelled or expires.

Equity instruments

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

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Derivatives and other financial instruments

Commodity price risk arises from the forward purchases and forward sales of gas and electricity. When commodity contracts have been entered into as part of the Company's normal business activity, the Company seeks to classify them as 'own use' contracts and outside the scope of IAS 39. This is achieved when:

- A physical delivery takes place under all such contracts;
- The volumes purchased or sold under the contracts corresponds to the Company's operating requirements;
and
- The contracts are not considered as written options as defined by the standard.

Energy procurement contracts are entered into and continue to be held for the purpose of the receipt of a non-financial item which is in accordance with the Company's expected purchase and sale requirements and are therefore out of scope of IAS 39 (the "own use" exemption).

The use of derivatives and other financial instruments is governed by the Company's policies and approved by the Board. The Company does not use derivatives and other financial instruments for speculative purposes.

Derivatives and other financial instruments are measured at fair value on the contract date and are re-measured to fair value at subsequent reporting dates. Changes in the fair value of derivatives and other financial instruments are recognised in profit or loss as they arise.

First Utility Limited

Notes to the financial statements

For the year ended 31 December 2015

2. Significant accounting policies (continued)

Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Current tax and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

First Utility Limited

Notes to the financial statements

For the year ended 31 December 2015

2. Significant accounting policies (continued)

Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Company as lessee

Assets held under finance leases are recognised as assets of the Company at their fair value or, if lower, at the present value of the minimum lease payments, each determined at the inception of the lease. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalised as borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

Rentals payable under operating leases are charged to the profit and loss account on a straight-line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

Retirement benefit costs

Payments to defined contribution retirement benefit schemes are recognised as an expense when employees have rendered service entitling them to the contributions. Payments made to state-managed retirement benefit schemes are dealt with as payments to defined contribution schemes where the Company's obligations under the schemes are equivalent to those arising in a defined contribution retirement benefit scheme.

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

First Utility Limited

Notes to the financial statements

For the year ended 31 December 2015

3. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, 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.

Critical judgements in applying the Company's accounting policies

The following are the critical judgements, apart from those involving estimations (which are dealt with separately below), that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

Recognition of deferred tax assets

The extent to which deferred tax assets can be recognised is based on an assessment of the probability that future taxable income will be available against which the deductible temporary differences and tax loss carry-forwards can be utilised. In addition, significant judgement is required in assessing the impact of any legal or economic limits or uncertainties.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

Revenue recognition – unbilled amounts

It is the aim of the Company to generate a bill every month for all electricity and gas customers. Revenue is recognised on the basis of electricity and gas supplied during the accounting period using the monthly customer billed data where available. Unbilled amounts are recognised based on actual customer tariff rates and industry expected settlement data per customer for each customer from their last bill date to the period end date. The industry expected settlement data is the estimated quantity the industry system deems the individual suppliers, including the Company, to have supplied.

Amortisation of software development costs

The Company amortises its software and internally-generated software development assets over a period of three to ten years. Assets amortised over a period of ten years relate predominantly to the Company's customer care and billing platform.

The development of the customer care and billing platform has taken a number of years with the evaluation for a new system having started six years previously in January 2010, and the selection of the vendor and contract for delivery of the present system signed in December 2010. In late 2015, the Company acquired the perpetual licences to use and develop the platform.

It will have taken between 5-7 years to build the platform to a point where it can support the majority of the business capabilities which are required to support the current business strategy. As such, there is sufficient headroom in the platform to support growth out to beyond 2026 which reflects the estimated useful economic life of this asset.

Fixed tariff acquisition costs

Fixed tariff acquisition costs are included in prepayments and accrued income and are charged to the profit and loss account over the average economic life of the customer base.

The estimated useful life principally reflects management's view of the average economic life of the customer base and is assessed by reference to customer churn rates. An increase in churn rates may lead to a reduction in the estimated useful life and an acceleration in the charge to profit or loss. It is impracticable to assess the impact on profit or loss as a result of the changes to the assessed average economic life of the customer base during 2015.

First Utility Limited
Notes to the financial statements
For the year ended 31 December 2015

3. Critical accounting judgements and key sources of estimation uncertainty (continued)

Impairment of trade debtors

Impairments against trade debtors are recognised where the loss is probable. The directors have based their assessment of the level of impairment on collection rates experienced by the Company to date. The estimates and assumptions used to determine the level of provision will continue to be reviewed periodically and could lead to changes in the impairment provision methodology which would impact the reported profit in future periods. Certain trade debtors were found to be impaired and an allowance for credit losses of £19,873,000 (2014: £14,867,000) has been recorded at the balance sheet date.

4. Turnover

Turnover is wholly attributable to the principal activity of the Company and arises solely within the United Kingdom.

5. Information regarding directors and employees

	2015 £'000	2014 £'000
Directors' remuneration		
Emoluments	1,153	1,727
	2015 £'000	2014 £'000
Remuneration of the highest paid director		
Emoluments	364	548

Pension contributions of £1,000 were made on behalf of the directors and no other retirement benefits accrued to the directors during the year (2014: £81,000). No pension contributions were made on behalf of the highest paid director (2014: none).

During the year, three directors exercised share options in First Utility Limited's parent company. In aggregate, the options exercised were 115,000 options at an exercise price of £0.01 and 288,500 options at an exercise price of £1.21.

None of the directors exercised any share options in 2014. No share options were exercised by the highest paid director in either the current or prior year.

	2015 No.	2014 No.
Average number of persons employed (including directors)		
Administrative and Support	279	196
Operations	655	268
Sales	13	13
	947	477
	2015 £'000	2014 £'000
Staff costs during the year (including directors)		
Wages and salaries	28,819	17,626
Social security costs	2,842	1,906
Pension costs	186	88
	31,847	19,620

Included in the staff costs above is an amount of £5,312,000 (2014: £3,063,00) relating to costs that have been capitalised as intangible assets.

First Utility Limited
Notes to the financial statements
For the year ended 31 December 2015

6. Other operating income

	2015 £'000	2014 £'000
Facilities and service charge to fellow subsidiary undertaking	161	195

7. Operating profit

This is stated after charging:

	2015 £'000	2014 £'000
Depreciation of tangible fixed assets		
- owned assets	1,126	592
- held under finance leases	222	166
Impairment of intangible assets	122	777
Amortisation of intangible assets	3,969	2,220
Operating lease charges	1,144	575
Research and development	754	122
Trade debtors and accrued income impairment charge	7,315	7,238
Auditor's remuneration		
- fees payable to the Company's auditor and their associates for the audit of the Company's annual accounts	119	81
- fees payable to the Company's auditor and their associates for the audit of other group companies	21	21

Auditor's remuneration for the parent company of £6,000 (2014: £6,000) is borne by First Utility Limited and is included above.

Fees payable to the Company's auditor and their associates for non-audit services to the Company are not required to be disclosed because the consolidated financial statements of the parent company are required to disclose such fees on a consolidated basis.

8. Interest payable and similar charges

	2015 £'000	2014 £'000
Bank interest	2	46
Finance leases	46	39
	48	85

First Utility Limited
Notes to the financial statements
For the year ended 31 December 2015

9. Taxation

	2015 £'000	2014 £'000
<i>Current tax</i>		
UK corporation tax on results for the year	-	760
Losses to be carried back to recover taxes paid in prior periods	(646)	-
Research and development tax credit	(102)	-
Adjustments for current tax of prior periods	(113)	-
	<u>(861)</u>	<u>760</u>
<i>Deferred tax</i>		
Origination and reversal of timing differences	(534)	1,487
	<u>(1,395)</u>	<u>2,247</u>
Taxation (credit)/charge on profit on ordinary activities		

The tax assessed for the year is lower (2014: lower) than the standard rate of corporation tax in the UK of 20.25% (2014: 21.50%).

The (credit)/charge for the year can be reconciled to the profit on ordinary activities before tax as follows:

	2015 £'000	2014 £'000
Profit on ordinary activities before tax	<u>1,698</u>	<u>10,779</u>
Tax on profit on ordinary activities at the standard rate of corporation tax in the UK of 20.25% (2014: 21.50%)	344	2,317
Effects of:		
Expenses not deductible for tax purposes	66	42
Depreciation on non-qualifying assets	92	29
Relief on exercise of share options	(1,662)	-
Research and development tax credit	(102)	-
Adjustment in respect of previous periods	(113)	(28)
Group relief surrendered	11	-
Effect of rate changes	(31)	(113)
	<u>(1,395)</u>	<u>2,247</u>
Tax (credit)/charge for year		

No amounts relating to tax have been recognised in other comprehensive income during the year (2014: £nil).

At 31 December 2015 the Company had tax losses of £2,860,000 (2014: £nil) to offset against future profits within the United Kingdom. A deferred tax asset has been recognised in respect of £572,000 (2014: £nil) of such losses.

As deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the periods of reversal, all deferred tax closing balances have been stated using a rate of 20%.

First Utility Limited
Notes to the financial statements
For the year ended 31 December 2015

10. Intangible fixed assets

	Software and software development £'000	Trademark and licences £'000	Goodwill £'000	Total £'000
Cost				
At 1 January 2015	17,251	890	487	18,628
Additions	14,941	499	-	15,440
At 31 December 2015	32,192	1,389	487	34,068
Amortisation and impairment				
At 1 January 2015	5,896	371	487	6,754
Provided for in the year	3,653	316	-	3,969
Impairment	122	-	-	122
At 31 December 2015	9,671	687	487	10,845
Net book value				
At 31 December 2015	22,521	702	-	23,223
At 31 December 2014	11,355	519	-	11,874

All amortisation and impairment charges are included within administrative expenses.

Development costs have been capitalised in accordance with IAS 38 Intangible Assets and are therefore not treated, for dividend purposes, as a realised loss.

At 31 December 2015, software development costs included £5,261,000 (2014: £5,837,000) of assets under development.

During the year the Company acquired the licence to use and develop its customer care and billing platform from the system developer, and this is included in software development additions above. The purchase also provides the Company with an unrestricted, perpetual, royalty-free licence to develop the licensed program materials. The asset is being amortised straight line over a period of ten years.

First Utility Limited
Notes to the financial statements
For the year ended 31 December 2015

11. Tangible fixed assets

	Leasehold improve- ments £'000	Computer and telecom equipment £'000	Meters £'000	Fixtures and fittings £'000	Total £'000
Cost					
At 1 January 2015	30	2,124	3,126	944	6,224
Additions	462	1,072	-	567	2,101
At 31 December 2015	492	3,196	3,126	1,511	8,325
Depreciation					
At 1 January 2015	30	798	1,460	303	2,591
Provided for in the year	23	723	300	302	1,348
At 31 December 2015	53	1,521	1,760	605	3,939
Net book value					
At 31 December 2015	439	1,675	1,366	906	4,386
At 31 December 2014	-	1,326	1,666	641	3,633

Included in the net book value of meters above are assets held under finance leases with a net book value of £147,000 at 31 December 2015 (2014: £191,000) and depreciation charged in relation to these of £44,000 (2014: £46,000). Included in the net book value of computer and telecom equipment are assets held under finance leases with a net book value of £297,000 (2014: £514,000) and depreciation charged in relation to these of £178,000 (2014: £120,000).

12. Investments in subsidiaries

Cost and net book value	£'000
At 1 January 2015	-
Additions	20
At 31 December 2015	20

Details of the Company's subsidiaries at 31 December 2015 are as follows:

Name of group undertakings	Description of shares held	Country of incorporation	% held	Principal business activity
First Utility GmbH	Ordinary	Germany	100	Supply of gas and electricity services
First Utility Poland Sp. z o.o	Ordinary	Poland	99	Offshore development centre

First Utility GmbH was incorporated in Germany on 27 March 2015.

First Utility Poland Sp. z o.o was incorporated in Poland on 23 December 2015. The share capital of First Utility Poland Sp. z o.o is 99% held by First Utility Limited, with the remaining 1% held directly by Impello plc, the Company's parent undertaking.

The investments in subsidiaries are all stated at cost less provision for impairment.

First Utility Limited
Notes to the financial statements
For the year ended 31 December 2015

13. Stocks

	2015	2014
	£'000	£'000
Meters and other stocks	695	188

14. Debtors

Amounts falling due within one year:

	2015	2014
	£'000	£'000
Trade debtors	25,966	23,536
Other debtors	1,892	977
Taxation and social security	10,755	7,183
Prepayments and accrued income	39,989	37,673
Corporation tax receivable	2,904	-
Amounts owed by fellow subsidiary undertakings	2,614	887
Amounts owed by parent company	4,298	4,353
	88,418	74,609

Amounts falling due after one year:

	2015	2014
	£'000	£'000
Prepayments	4,078	1,983
Deferred tax asset (note 18)	658	124
	4,736	2,107

15. Creditors: amounts falling due within one year

	2015	2014
	£'000	£'000
Trade creditors	15,721	13,475
Taxation and social security	892	613
Other creditors	28	14
Corporation tax	-	759
Total trade and other creditors	16,641	14,861
Accruals	112,925	100,659
Deferred income	49,496	35,641
Total accruals and deferred income	162,421	136,300
Obligations under finance leases (note 17)	281	293
	179,343	151,454

Deferred income balances represent the net credit position at the year end of energy customers paying by a monthly fixed direct debit payment method. This is calculated after applying unbilled revenue to customer accounts.

First Utility Limited
Notes to the financial statements
For the year ended 31 December 2015

16. Creditors: amounts falling due after more than one year

	2015 £'000	2014 £'000
Obligations under finance leases (note 17)	131	314

17. Leases

Finance lease and hire purchase commitments

Finance lease liabilities are secured by the related assets held under finance leases. Future minimum finance lease payments at 31 December were as follows:

	2015		2014	
	Minimum payments £'000	Present value of payments £'000	Minimum payments £'000	Present value of payments £'000
Within one year	301	281	329	293
After one year but not more than five years	135	131	338	314
Total minimum lease payments	436	412	667	607
Less amounts representing finance charges	(24)	-	(60)	-
Present value of minimum lease payments	412	412	607	607

Operating leases as lessee

The Company leases land and buildings and other assets under operating leases.

At the balance sheet date, the Company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2015 £'000	2014 £'000
Within one year	1,127	441
In the second to fifth years inclusive	2,610	870

Operating lease payments represent rentals payable by the Company for certain of its office properties. Leases are negotiated for an average term of nine years and rentals are fixed for an average of four years with an option to extend for an average of a further five years at the then prevailing market rate.

First Utility Limited
Notes to the financial statements
For the year ended 31 December 2015

18. Deferred taxation

The following are the major deferred tax assets recognised by the Company and movements thereon during the current and prior reporting period.

	Fixed asset timing differences £'000	Tax losses £'000	Other short term timing differences £'000	Total £'000
At 1 January 2014	(14)	1,366	259	1,611
Credit/(charge) to the profit and loss account	121	(1,456)	(266)	(1,601)
Effect of change in tax rate	5	90	19	114
At 31 December 2014	112	-	12	124
(Charge)/credit to the profit and loss account	(43)	587	4	548
Effect of change in tax rate	1	(15)	-	(14)
At 31 December 2015	70	572	16	658

At the balance sheet date, the Company has unused tax losses of £2,860,000 (2014: £nil) available for offset against future profits. A deferred tax asset has been recognised in respect of £572,000 (2014: £nil) for these tax losses. There are no unused tax losses which are not recognised as deferred tax assets.

19. Share capital

	2015 £'000	2014 £'000
Authorised:		
100 (2014: 100) ordinary shares of £1 each	-	-
Called up and allotted		
2 (2014: 2) ordinary shares of £1 each	-	-

20. Profit and loss account

	£'000
At 1 January 2014	7,149
Profit for the year	8,532
At 31 December 2014	15,681
Profit for the year	3,093
At 31 December 2015	18,774

21. Financial commitments

At 31 December 2015, the Company had no contractual commitments for the acquisition of tangible fixed assets (2014: £nil).

At 31 December 2015, the Company had no contractual commitments for the acquisition of intangible assets (2014: £nil).

First Utility Limited

Notes to the financial statements

For the year ended 31 December 2015

22. Derivatives not included at fair value

The Company has derivatives which are not included at fair value in the financial statements. The difference between fair value and cost is as follows:

	2015 £'000	2014 £'000
Energy contracts – cost less fair value (credit position)	127,034	70,098

This fair value is based on information provided by the Company's supplier.

The Company uses the derivatives to hedge its exposures to changes in market prices arising from energy purchases. The increase in the difference between fair value and cost at 31 December 2015 compared to the prior year is due to an increase in the volumes purchased by the Company and a fall in wholesale energy prices during the year.

Energy procurement contracts are entered into and continue to be held for the purpose of the receipt of a non-financial item which is in accordance with the Company's expected purchase and sale requirements and are therefore out of scope of IAS 39.

23. Retirement benefit schemes

Defined contribution schemes

The Company provides a Group Personal Pension Plan for all qualifying employees. This scheme became active as of April 2014. The Plan is run and administered by Standard Life.

The total expense for the year was £186,000 (2014: £88,000).

24. Ultimate parent company

At 31 December 2015 the Company's ultimate parent company and controlling entity was Impello plc, a company registered in England and Wales, which is the parent of both the smallest and largest groups of which the Company is a member. Copies of that company's consolidated financial statements may be obtained from the registered office shown on page 1 of these financial statements.

25. Related party transactions

During 2015 the Company was charged fees by Sunbright Holding Company Limited, a company controlled by a significant shareholder of the Ultimate parent company Impello plc totalling £14,000 (2014: £50,000) in respect of marketing, strategic and financial services received. At 31 December 2015, £nil remained outstanding (2014: £17,000).

During 2015 the Company was charged fees by Offworld Investments Ltd, a company controlled by a significant shareholder of the Ultimate parent company Impello plc totalling £50,000 (2014: £50,000) in respect of marketing, strategic and financial services received. At 31 December 2015, £38,000 remained outstanding (2014: £13,000).

The Company has taken advantage of the exemption under FRS 101 para 8(k) from the requirement to disclose related party transactions with other group companies, on the grounds that they are wholly owned subsidiaries of Impello plc.

The First Utility Foundation is a charitable trust funded and created by First Utility Limited. During the year the Company made a donation of £110,000 to the charitable trust (2014: £nil).

26. Cash flow statement

The Company has taken advantage of the exemption under FRS 101 para 8(h) from the requirement to present a cash flow statement.