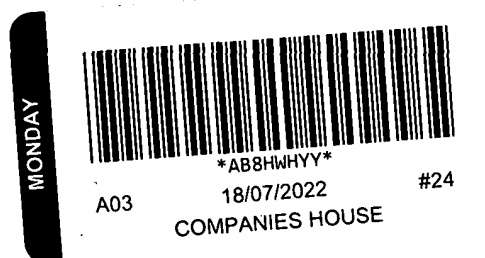


Company Registration No. 06453656 (England and Wales)

TILBURY GREEN POWER LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021



TILBURY GREEN POWER LIMITED

COMPANY INFORMATION

Directors	R Ferreira	(Appointed 30 June 2021)
	M Valente Goncalves	(Appointed 30 June 2021)
	E Archer	(Appointed 30 June 2021)
	G Robin Quarry Carfrae	(Appointed 23 February 2022)
	J Miguel Ventura Dos Santos Andrade	(Appointed 25 May 2022)
Secretary	Grant Thornton Secretarial Services Limited	
Company number	06453656	
Registered office	Tilbury Green Power Port of Tilbury Tilbury Essex RM18 7NU	
Auditor	UHY Hacker Young Quadrant House 4 Thomas More Square London E1W 1YW	
Lawyers	Ashursts LLP London Fruit & Wool Exchange 1 Duval Square London E1 6PW	

TILBURY GREEN POWER LIMITED

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TILBURY GREEN POWER LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2021

The directors present the strategic report for the year ended 31 December 2021.

Fair review of the business

At 31 December 2021, Tilbury Green Power (TGP) was involved in the operation of a biomass power station in Tilbury. UK.

The company is a 41.6 MW waste wood Biomass power plant purpose built on a Brownfield site located at the Port of Tilbury in Essex. The plant is expected to utilise c.270,000 tonnes of waste wood each year in order to generate and supply renewable energy for around 97,000 average homes.

Following a difficult period up to 2020, the company has had a solid 2021 power prices have been favourable and the plant is operating well.

Following the sale of the company in June 2021 the companies debt has been restructured.

The company recorded a profit before tax of £31,663 thousand (2020: £28,975 thousand loss) with net assets of £61,218 thousand at 31 December 2021 (2020: net liabilities £119,882 thousand).

The profit for the year reflects a successful full year of operations, the reversal of the previous impairment charge and reduction in interest repayments following the sale and subsequent debt restructure.

TILBURY GREEN POWER LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

Principal risks and uncertainties

The company's risk profile reflects the principal activities of the business and is summarised below. The directors have put in place a series of processes to mitigate major risk. The main risks facing the business are:

1. Safety

Given the nature of the company's activities in operating and maintaining a biomass power plant, the health and safety of contractors, employees and the general public is of paramount importance to the company. The policy is to adopt a systematic approach to health and safety management in order to create and maintain a safe working environment, and to comply with all relevant legal and regulatory requirements.

2. Plant availability

Revenue would be impacted by forced outages arising from the failure of key plant components and lack of fuel supply. To maintain high availability the company has ensured that the plant has been constructed and is maintained to a high technical specification and fuel supply is kept at an optimal level. The operation and maintenance (O&M) of the plant and the fuel supply are subject to long term contractual agreements with appropriate contractual protection for the company.

In addition, all appropriate measures are taken to maximise availability, including investment in plant, implementation of a robust maintenance regime and the use of an experienced operations and maintenance contractor.

3. Contractual

All contracts are closely monitored and any alterations and enforcements adhere to strict approval processes.

Regular reviews are held with all key contractors

TILBURY GREEN POWER LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

Financial Management Risk

The main financial risks arising from the company's activities are credit risk, interest risk, cash flow and liquidity risk and commodity risk. The directors review and agree policies for managing the company's risks.

1. Credit risk

The company has entered into a contractual agreement with a related party, up to the time of sale, to sell all electricity that it generates and the associated Renewable Obligations Certificates it earns. In order to mitigate the credit risk, the directors of the company satisfy themselves of the related party's ability to fulfil their financial obligations under the contract on a regular basis and act swiftly in the event of any issues arising.

2. Interest rate risk

The company's financial instruments comprise of derivatives, cash at bank and in hand, borrowings and various items, such as receivables and payables, that arise directly from its operations.

3. Cash flow and liquidity risk

The company structures its activities to ensure the timing of contract receipts and payments are optimised. The cash flow position is monitored closely to ensure the company can meet its obligations. Supplier contracts comprise a mixture of fixed and variable costs to maintain a good degree of both cost certainty and flexibility.

4. Commodity risk

Price risk arises on the volatility of the market rates for electricity. This is partly mitigated by the fact that the renewable energy receipts are largely fixed price.

Key performance indicators

The board has determined the following key performance indicator which address financial performance:

1. Profit before tax

The profit for the year, after taxation, amounted to £33,011 thousand (2020: loss £28,975 thousand).

TILBURY GREEN POWER LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

Other performance indicators

The board has determined the following key performance indicators which address operational performance:

1. Safety

There were no incidents reported in 2021 (2020: none).

2. Environment

There were no reportable environmental incidents in 2021 (2020: none).

3. Availability

Availability is the amount of time that a generator is able to produce electricity over a certain period, divided by the amount of time in the period. The plant availability was approximately 90% (2020: 83%).

TILBURY GREEN POWER LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

Section 172 statement

In accordance with Section 172 of the Companies Act 2006, the directors of the company have acted in a way they consider to be in good faith and would be most likely to promote the success of the company for the benefit of the members. In doing so they have regard to the factors noted below:

- The likely consequences of any decision in the long term;
- The interests of the company's employees;
- The need to foster the company's business relationships with suppliers, customers and others;
- The impact of the company's operations on the community and the environment;
- The desirability of the company maintaining a reputation for high standards of business conduct; and
- The need to act fairly between the members of the company.

The directors put both internal and external stakeholders first and foremost and is aware of the need to satisfy both these parties. The directors consider all factors and implications in the making of strategic decisions and understands the critical importance of effective communication and engagement for the long term success of the company.

The company uses a variety of methods to communicate with its team members including safety initiatives, training and open communications.

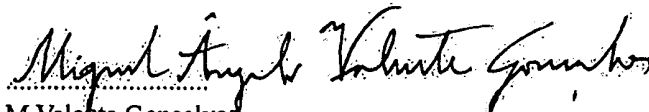
The company uses the services of an external PR company to ensure community engagement.

The board delegates the authority for the day to day management of the company's commercial affairs to an ASA (Admin Services team). This team reports to the Company on a regular basis and presents to the Board meeting.

Other stakeholders include, customers, suppliers, debt holders, Government and regularity agencies. The board consider that they have acted in the way they consider would be most likely to promote the success of the company as a whole

The board recognises its responsibilities under Section 172 as outlined above and has acted at all times in a way consistent with promoting the success of the company with regard to all stakeholders.

On behalf of the board



M Valente Goncalves

Director

Date: 28/6/2022

TILBURY GREEN POWER LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2021

The directors present their annual report and financial statements for the year ended 31 December 2021.

Principal activities

The company's principal activity is the operation of a 41.6 MW Biomass power plant. Tilbury Green Power Limited ("TGP") is a 41.6 MW waste wood biomass power plant purpose built on a Brownfield site located at the Port of Tilbury in Essex.

Results and dividends

The results for the year are set out on page 13.

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

R Ferreira	(Appointed 30 June 2021)
R Collins	(Appointed 30 June 2021 and resigned 23 February 2022)
M Valente Goncalves	(Appointed 30 June 2021)
P Freirinhas Baptista	(Appointed 30 June 2021 and resigned 25 May 2022)
E Archer	(Appointed 30 June 2021)
J Caplis	(Resigned 15 February 2021)
A Hartley	(Resigned 30 June 2021)
P Knott	(Resigned 30 June 2021)
I Mcgregor	(Appointed 15 February 2021 and resigned 30 June 2021)
N Nissen	(Resigned 30 June 2021)
J O'Connor	(Resigned 30 June 2021)
G Robin Quarry Carfrae	(Appointed 23 February 2022)
J Miguel Ventura Dos Santos Andrade	(Appointed 25 May 2022)

Auditor

UHY Hacker Young were appointed as auditor to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

TILBURY GREEN POWER LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

Statement of directors' responsibilities

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

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

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

Strategic report

The company has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the company's strategic report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the directors' report. It has done so in respect of the principal risks and uncertainties.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

Going Concern

The directors have adopted the going concern basis in preparing the financial statements. Further details are set out in note 1.2 to the financial statements.

Event since the end of the financial year

There have been no significant events since 31.12.21.

TILBURY GREEN POWER LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

On behalf of the board



M Valente Goncalves
Director

.....
E Archer
Director

Date: 28/6/2022

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF TILBURY GREEN POWER LIMITED**

Opinion

We have audited the financial statements of Tilbury Green Power Limited (the 'company') for the year ended 31 December 2021 which comprise the income statement, the statement of comprehensive income, the statement of financial position, the statement of changes in equity, the statement of cash flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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

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

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

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

INDEPENDENT AUDITOR'S REPORT (CONTINUED)
TO THE MEMBERS OF TILBURY GREEN POWER LIMITED

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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 this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

Matters on which we are required to report by exception

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 material misstatements in the strategic report and the directors' report.

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.

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.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)
TO THE MEMBERS OF TILBURY GREEN POWER LIMITED

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.

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

Based on our understanding of the company and the industry in which it operates, we identified that the principal risks of non-compliance with laws and regulations related to the acts by the company, which were contrary to applicable laws and regulations including fraud, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls).

Audit procedures performed included:

- Enquiry of management, those charged with governance and the entity's solicitors around actual and potential litigation and claims.
- Enquiry of entity staff in tax and compliance functions to identify any instances of non-compliance with laws and regulations.
- Reviewing minutes of meetings of those charged with governance.
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.
- Auditing the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness, and evaluating the business rationale of significant transactions outside the normal course of business.

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

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)
TO THE MEMBERS OF TILBURY GREEN POWER LIMITED

Other matters which we are required to address

The financial statements for the year ended 31 December 2020 were audited by another auditor, who gave an unqualified opinion on 8 June 2021.

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.



Marc Waterman (Senior Statutory Auditor)
For and on behalf of UHY Hacker Young

Date: 28/6/2022

Chartered Accountants
Statutory Auditor

TILBURY GREEN POWER LIMITED**INCOME STATEMENT****FOR THE YEAR ENDED 31 DECEMBER 2021**

		2021	2020
	Notes	£'000	as restated £'000
Turnover	3	58,857	28,631
Cost of sales		(5,837)	(25,099)
Gross profit		53,020	3,532
Administrative expenses		(2,088)	(787)
Operating profit	4	50,932	2,745
Interest receivable and similar income	8	-	4
Interest payable and similar expenses	9	(19,269)	(31,724)
Profit/(loss) before taxation		31,663	(28,975)
Tax on profit/(loss)	10	1,348	-
Profit/(loss) for the financial year		33,011	(28,975)

The income statement has been prepared on the basis that all operations are continuing operations.

TILBURY GREEN POWER LIMITED**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2021**

	2021	2020
	£'000	as restated £'000
Profit/(loss) for the year	33,011	(28,975)
Other comprehensive income		
Cash flow hedges gain/(loss) arising in the year	-	(4,012)
Transfer to the income statement:		
Interest on bank loan	9	1,302
Interest rate swaps, recycling of loss to income statement	9	9,114
Other comprehensive income for the year	-	6,404
Total comprehensive income for the year	33,011	(22,571)

TILBURY GREEN POWER LIMITED

STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2021

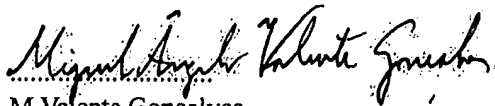
		2021		2020 as restated	
	Notes	£'000	£'000	£'000	£'000
Fixed assets					
Intangible assets	12		16,475		-
Tangible assets	13		134,692		118,943
			<u>151,167</u>		<u>118,943</u>
Current assets					
Debtors	15	16,602		12,250	
Cash at bank and in hand		16,966		6,403	
		<u>33,568</u>		<u>18,653</u>	
Creditors: amounts falling due within one year	16	(4,280)		(15,560)	
Net current assets			<u>29,288</u>		<u>3,093</u>
Total assets less current liabilities			<u>180,455</u>		<u>122,036</u>
Creditors: amounts falling due after more than one year	17		(115,956)		(238,416)
Provisions for liabilities					
Provisions	19	3,281	(3,281)	3,502	(3,502)
Net assets/(liabilities)			<u>61,218</u>		<u>(119,882)</u>
Capital and reserves					
Called up share capital	21		4,545		4,545
Profit and loss reserves			56,673		(124,427)
Total equity			<u>61,218</u>		<u>(119,882)</u>

TILBURY GREEN POWER LIMITED

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT 31 DECEMBER 2021

The financial statements were approved by the board of directors and authorised for issue on ...28/6/2022. and are signed on its behalf by:



M Valente Goncalves

Director

.....
E Archer

Director

Company Registration No. 06453656

TILBURY GREEN POWER LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	Share capital £'000	Share premium account £'000	Other reserve £'000	Profit and loss reserves £'000	Total £'000
As restated for the period ended 31 December 2020:						
Balance at 1 January 2020		4,545	-	(6,404)	(95,452)	(97,311)
Year ended 31 December 2020:						
Loss for the year		-	-	-	(28,975)	(28,975)
Other comprehensive income:						
Comprehensive income for the year		-	-	6,404	-	6,404
Total comprehensive income for the year		-	-	6,404	(28,975)	(22,571)
Balance at 31 December 2020		4,545	-	-	(124,427)	(119,882)
Year ended 31 December 2021:						
Profit and total comprehensive income for the year		-	-	-	33,011	33,011
Conversion of loan to shares	21	-	148,089	-	-	148,089
Reduction of shares	21	-	(148,089)	-	148,089	-
Balance at 31 December 2021		4,545	-	-	56,673	61,218

TILBURY GREEN POWER LIMITED

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2021

		2021		2020 as restated	
	Notes	£'000	£'000	£'000	£'000
Cash flows from operating activities					
Cash generated from operations	26		25,884		5,939
Interest paid			(16,818)		(4,821)
Net cash inflow from operating activities			9,066		1,118
Investing activities					
Purchase of intangible assets		(17,162)		-	
Purchase of tangible fixed assets		(101)		(10,655)	
Proceeds on disposal of tangible fixed assets		-		8,100	
Movement in restricted cash		1,169		(420)	
Interest received		-		4	
Net cash used in investing activities			(16,094)		(2,971)
Financing activities					
Redemption of shares		148,089		-	
Repayment of borrowings		(26,169)		-	
Repayment of bank loans		(94,047)		-	
Repayment of derivatives		(9,113)		-	
Advances from parent company		-		3,200	
Net cash generated from financing activities			18,760		3,200
Net increase in cash and cash equivalents			11,732		1,347
Cash and cash equivalents at beginning of year			5,234		3,887
Cash and cash equivalents at end of year			16,966		5,234

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

Company information

Tilbury Green Power Limited is a private company limited by shares incorporated in England and Wales. The registered office is Tilbury Green Power, Port of Tilbury, Tilbury, Essex, England, RM18 7NU.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £'000.

The financial statements have been prepared under the historical cost convention, except for derivative financial instruments which are valued at fair value, and in accordance with the Companies Act 2006. The principal accounting policies adopted are set out below.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

The financial statements have been prepared on a going concern basis, which assumes that the company has adequate financial resources to continue in operational existence for at least 12 months from the date of approval of these financial statements.

At 31 December 2021 the company had net assets of £61.2 million (31 December 2020: net liabilities - £119.9million).

The liabilities of the company at 31 December 2021 include amounts due to Lakeside Bidco Limited of £115.96 million (see Note 18) in respect of a parent company loan and related interest (fully drawn down). The funding of this loan was provided by the ultimate shareholders of the company and is not due for repayment until 2054.

The directors, having regard to the continued support of its shareholders have a reasonable expectation that the company will have adequate financial resources to continue in operational existence for at least 12 months from the date of approval of these financial statements and consider that it is appropriate to adopt the going concern basis in preparing the financial statements.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

1.3 Turnover

Turnover comprises income, exclusive of value added tax, derived from the sale of electricity generated by the company and is recognised in the Income Statement once the volume of energy sold under the terms of a power purchase agreement has been verified by both parties to the agreement. No turnover is recognised if there are significant uncertainties regarding the recovery of the consideration due, associated costs or the possible rejection of services by the client.

1.4 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Enhancement of PPA contractual right	13 years
--------------------------------------	----------

1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost, net of depreciation and any impairment losses. The cost of tangible fixed assets include all costs that are directly attributable to bringing the tangible fixed asset into working condition for its intended use.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Plant and equipment	20 Years
---------------------	----------

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

Depreciation commences when the asset is brought into use by the company.

Income and related expenses from operations during construction or development of an item of property, plant and equipment are capitalised if those operations are necessary to bring the item to its intended location and operating condition.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. For an asset that does not generate largely independent income streams, the recoverable amount is determined for the income-generating unit to which the asset belongs.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.7 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

1.9 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.10 Hedge accounting

The company designates certain hedging instruments, including derivatives, embedded derivatives and non-derivatives, as either fair value hedges or cash flow hedges. At the inception of the hedge relationship, the company documents the relationship between the hedging instrument and the hedged item along with risk management objectives and strategy for undertaking various hedge transactions. At the inception of the hedge and on an ongoing basis, the company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

For derivatives that are designated and qualify as cash flow hedges, the effective portion of changes in the fair value of the hedge is recognised in other comprehensive income. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss.

Any gain or loss previously recognised in other comprehensive income is reclassified to profit or loss when the hedge relationship ends. This occurs when the hedging instrument expires or no longer meets the hedging criteria, the forecast transaction is no longer highly probable, the hedged debt instrument is derecognised, or the hedging instrument is terminated.

1.11 Taxation

Deferred tax is provided using the Balance Sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

1.12 Provisions

Provisions are recognised when the company has a legal or constructive present obligation 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 reporting end date, taking into account the risks and uncertainties surrounding the obligation. Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognised at present value. When a provision is measured at present value, the unwinding of the discount is recognised as a interest payable and similar charges in profit or loss in the period in which it arises.

Decommissioning provision

The provision for estimated closure cost of power plant is recognised in full at the outset of the asset life and discounted to present value using a risk-free rate. The costs are capitalised in property, plant and equipment and are depreciated over the useful economic life of the plant. The costs are reviewed each year and amended as appropriate. Amendments to the discounted estimated costs are capitalised into the relevant assets and depreciated over the remaining life of the asset. As the costs are capitalised and initially provided for on a discounted basis, the provision is increased by a financing charge in each period based on the discount rate applied at the last measurement date. Therefore, the provision is expected to equal the estimated closure costs at the end of the plant's useful life.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

1.13 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss 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 leases asset are consumed.

1.14 Foreign exchange

Transactions in foreign currencies are translated to the company's functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date.

Foreign exchange differences arising on translation are recognised in the statement of comprehensive income.

1.15 Interest receivable and interest payable

Interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains.

Interest payable and similar charges include interest payable recognised in profit or loss using the effective interest method and net foreign exchange losses that are recognised in the income statement. Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial time to be prepared for use, are capitalised as part of the cost of that asset. Other borrowing costs are expensed as incurred.

Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest method. Foreign currency gains and losses are reported on a net basis.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount 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 where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Carrying value of tangible fixed assets

Property, plant and equipment is carried at cost less impairment. At each reporting date fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in the Income Statement.

For the biomass plant asset, value in use is based on the estimated cash flows expected to be generated by the asset and is based on forecast power generation and forecast power prices as at the balance sheet date and the timing and extent of operating costs and capital expenditure. These cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the asset. The estimation of forecasted revenues and expenditure and the timing of expenditure requires judgement and is dependent on the economic factors associated with these assets.

Asset retirement obligations

Future costs required to settle asset retirement costs. Such provisions rely on estimates of environmental and decommissioning future costs.

Fair value of derivative financial instruments

The directors have considered the fair values of derivative financial instruments, calculated using industry recognised techniques. The method used to calculate the fair value of the company's financial instruments is discounted cash flow analysis using the zero-coupon discount rate. This method enables the company to discount the cash flows at a rate equal to the prevailing market rate of interest taking into account maturity and credit margin. The directors consider the fair values appropriate. Further detail is set out in note 14.

TILBURY GREEN POWER LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 DECEMBER 2021****2 Judgements and key sources of estimation uncertainty****(Continued)*****Providing for litigation, contingencies and other constructive obligations***

In determining whether provisions are required with respect of claims and other disputes management reviews the degree of probability of an unfavourable outcome and the ability to make a reasonable estimate of the amount of loss. Upon considering the above and other known relevant facts and circumstances, the company recognises any loss that is considered probable and reasonably quantifiable as of the balance sheet date.

3 Turnover and other revenue

	2021	2020
	£'000	£'000
Turnover analysed by class of business		
Electricity sales	58,857	28,631

	2021	2020
	£'000	£'000
Turnover analysed by geographical market		
United Kingdom	58,857	28,631

4 Operating profit

	2021	2020
	£'000	£'000
Operating profit for the year is stated after charging/(crediting):		
Depreciation of owned tangible fixed assets	10,511	6,562
Reversal of past impairment of tangible fixed assets	(26,159)	-
Profit on disposal of tangible fixed assets	-	(926)
Amortisation of intangible assets	687	-
Operating lease charges	2,165	2,120

5 Auditor's remuneration

	2021	2020
	£'000	£'000
Fees payable to the company's auditor and associates:		
For audit services		
Audit of the financial statements of the company	103	51

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

6 Employees

The company has no employees (2020: None). All of the administrative activities of the company are outsourced to a related party, Facility Management Limited, an entity wholly owned within the Electricity Supply Board (ESB) Group. Prior to the sale of the company in 30 June 2021, Facility Management Limited was a related entity by virtue of ESB's shareholding in the company.

7 Directors' remuneration

The company has paid no remuneration to its directors during the year (2020: Nil).

8 Interest receivable and similar income

	2021 £'000	2020 £'000
Interest income		
Bank interest receivable	-	4
	<u> </u>	<u> </u>

Investment income includes the following:

Interest on financial assets not measured at fair value through profit or loss	-	4
	<u> </u>	<u> </u>

9 Interest payable and similar expenses

	2021 £'000	2020 £'000
Interest on financial liabilities measured at amortised cost:		
Interest on bank loans	(631)	4,821
Interest on shareholders loans	17,449	15,325
Amortised debt issue costs	-	2,291
Interest rate swaps recycling of loss from OCI	-	9,114
	<u> </u>	<u> </u>
	16,818	31,551
Other finance costs:		
Finance costs for financial instruments measured at fair value through profit or loss	2,451	173
	<u> </u>	<u> </u>
	19,269	31,724
	<u> </u>	<u> </u>

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

(Continued)

9 Interest payable and similar expenses

In the prior year, as a result of changes in the expected timing of the repayment of the bank loan the cashflows to which the interest rate hedges relate were no longer expected to take place and consequently the cumulative unrecognised loss in equity has been recognised in the income statement. The amortisation of interest bearing borrowings have also been updated which results in additional amortisation of debt issue costs in the prior year.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

10 Taxation

	2021 £'000	2020 £'000
Current tax		
UK corporation tax on profits for the current period	494	-
Deferred tax		
Origination and reversal of timing differences	(1,842)	-
Total tax credit	(1,348)	-

Changes to the future UK corporation tax rates were substantively enacted as part of Budget 2021 (on 3 March 2021). This included an increase to the main rate to increase the rate from 19% to 25% from 1 April 2023. The company will be taxed at a rate of 25% unless its profits are sufficiently low enough to qualify for a lower rate of tax, the lowest rate being 19%.

The actual (credit)/charge for the year can be reconciled to the expected charge/(credit) for the year based on the profit or loss and the standard rate of tax as follows:

	2021 £'000	2020 £'000
Profit/(loss) before taxation	31,663	(28,975)
Expected tax charge/(credit) based on the standard rate of corporation tax in the UK of 19.00% (2020: 19.00%)	6,016	(5,505)
Tax effect of expenses that are not deductible in determining taxable profit	3,734	6,558
Tax effect of income not taxable in determining taxable profit	(440)	-
Tax effect of utilisation of tax losses not previously recognised	-	(1,053)
Adjustments in respect of prior years	(9,019)	-
Impact of change in tax rates	(1,639)	-
Taxation credit for the year	(1,348)	-

The company has unused tax losses of £26.4m (2020: £31.8m) carried forward as at 31 December 2021 which have not been recognised in the financial statements. Certain of these losses are ring fenced and can only be offset against future taxable profits when the tax rules specific to the losses are met.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

11 Impairments

Reversals of previous impairment losses have been recognised in profit or loss as follows:

	Notes	2021 £'000	2020 £'000
In respect of:			
Property, plant and equipment	13	26,159	-
		<u>26,159</u>	<u>-</u>
Recognised in:			
Cost of sales		26,159	-
		<u>26,159</u>	<u>-</u>

Following the acquisition of TGPH the following were noted

- An external appraisal of the value of the plant and equipment was carried out and showed considerable more value than the carrying value
- Plant performance increased significantly
- 2021 was effectively the first full year of operation
- The company debt was restructured

In light of the above and following a review of the performance and expected future cash flows the directors consider the indicators of impairment ceased to exist at 31 December 2021.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021

12 Intangible fixed assets

	Enhancement of PPA contractual right £'000
Cost	
At 1 January 2021	-
Additions	17,162
	<hr/>
At 31 December 2021	17,162
	<hr/>
Amortisation and impairment	
At 1 January 2021	-
Amortisation charged for the year	687
	<hr/>
At 31 December 2021	687
	<hr/>
Carrying amount	
At 31 December 2021	16,475
	<hr/> <hr/>
At 31 December 2020	-
	<hr/> <hr/>

The addition of £17m is in respect of a supplementary PPA contract entered into, to enhance the value of the original PPA to which it is linked.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021

13 Tangible fixed assets

	Plant and equipment £'000
Cost	
At 1 January 2021	158,199
Additions	101
At 31 December 2021	<u>158,300</u>
Depreciation and impairment	
At 1 January 2021	39,256
Depreciation charged in the year	10,511
Reversal of past impairment	(26,159)
At 31 December 2021	<u>23,608</u>
Carrying amount	
At 31 December 2021	<u>134,692</u>
At 31 December 2020	<u>118,943</u>

More information on impairment movements in the year is given in note 11.

14 Financial instruments

	2021 £'000	2020 £'000
Carrying amount of financial liabilities		
Measured at fair value through profit or loss		
- Other financial liabilities	<u>-</u>	<u>9,113</u>

The company had executed interest rate swaps in connection with its external borrowings.

For interest rate swaps, the fair value takes into account the fixed, floating and market rates prevailing at the balance sheet date and are marked to market at 31 December 2020, their carrying value is equal to their fair value.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021

15 Debtors

	2021	2020
	£'000	£'000
Amounts falling due within one year:		
Trade debtors	11	1,491
Other debtors	-	2,451
VAT	414	-
Prepayments and accrued income	14,335	8,308
	<u>14,760</u>	<u>12,250</u>
	2021	2020
	£'000	£'000
Amounts falling due after more than one year:		
Deferred tax asset (note 20)	1,842	-
	<u>1,842</u>	<u>-</u>
Total debtors	<u>16,602</u>	<u>12,250</u>

16 Creditors: amounts falling due within one year

	Notes	2021	2020
		£'000	£'000
Bank loans	18	-	5,737
Capital creditors		2,050	2,584
Trade creditors		272	2,124
Corporation tax		494	-
Other taxation and social security		-	731
Derivative financial instruments		-	1,681
Other creditors		-	1,444
Accruals and deferred income		1,464	1,259
		<u>4,280</u>	<u>15,560</u>

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021

17 Creditors: amounts falling due after more than one year

	Notes	2021 £'000	2020 £'000
Bank loans and overdrafts	18	-	88,310
Parent company loans	18	115,956	139,674
Derivative financial instruments		-	7,432
Capital creditors		-	3,000
		<u>115,956</u>	<u>238,416</u>

18 Loans and overdrafts

	2021 £'000	2020 £'000
Bank loans	-	94,047
Parent company loans	115,956	139,674
	<u>115,956</u>	<u>233,721</u>
Payable within one year	-	5,737
Payable between one and five years		27,176
Greater than five years	115,956	200,808
	<u>115,956</u>	<u>233,721</u>

Parent company loan

The Parent company loans include an amount due of £115,956 thousand in respect of a shareholder loan which has been granted by Lakeside Bidco Limited. This loan is due to be repaid on 31 March 2054 and is interest bearing at a rate of 7%.

Bank Loans

The bank loans were settled in full at 30 June 2021 as part of the company sale.

19 Provisions for liabilities

	2021 £'000	2020 £'000
Fixed asset provision	<u>3,281</u>	<u>3,502</u>

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021

19 Provisions for liabilities

(Continued)

Movements on provisions:

	Fixed asset provision £'000
At 1 January 2021	3,502
Other movements	(221)
	<u>3,281</u>
At 31 December 2021	<u>3,281</u>

The company has estimated environmental and decommissioning costs during the year ended 31 December 2021. The estimated value of future assets retirement costs at the balance sheet date include physical dismantling, site remediation and associated costs.

20 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the company and movements thereon:

	Assets 2021 £'000	Assets 2020 £'000
Balances:		
Accelerated capital allowances	(6,209)	-
Tax losses	8,051	-
	<u>1,842</u>	<u>-</u>
		<u>2021 £'000</u>
Movements in the year:		
Liability at 1 January 2021		-
Credit to profit or loss		(1,842)
		<u>(1,842)</u>
Asset at 31 December 2021		<u>(1,842)</u>

The deferred tax asset set out above is expected to reverse and relates to the utilisation of tax losses against future expected profits of the same period.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

21 Share capital

	2021	2020	2021	2020
	Number	Number	£'000	£'000
Ordinary share capital				
Issued and fully paid				
Ordinary 'A' shares of £1 each	4,544,972	4,544,970	4,545	4,545

The holders of ordinary shares are entitled to receive dividends.

As part of the sale, the company debt was restructured. Two additional shares were issued in consideration for the cancellation of the shareholder loan. The resulting share premium was then cancelled to reserves.

22 Operating lease commitments

Lessee

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

	2021	2020
	£'000	£'000
Within one year	2,208	2,165
Between two and five years	9,289	9,107
In over five years	87,142	89,532
	<u>98,639</u>	<u>100,804</u>

The lease payments increase annually by RPI subject to a minimum increase of 2%.

23 Capital commitments

At 31 December 2021 the company had no capital commitments.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

24 Related party transactions

Transactions with related parties

During the year the company entered into the following transactions with related parties:

Name of related party	Nature of relationship			
ESB Asset Development UK Limited	Joint venture owner until 30 June 2021			
ESB Group (UK) Limited	Joint venture owner until 30 June 2021			
ESB Independent Generation Trading Limited	Joint venture owner until 30 June 2021			
Facility Management UK Limited	Joint venture owner until 30 June 2021			
Tilbury Green Power Holdings Limited	Immediate parent company			
Lakeside Bidco Limited	Intermediate parent company			
	Transactions with related party during the year		Amounts due from / (owing to) as at 31 December	
	2021	2020	2021	2020
	£'000	£'000	£'000	£'000
Purchase of goods/services				
ESB Independent Generation Trading Limited	6	20		(1)
Facility Management UK Limited	262	472		(763)
ESB Group (UK) Limited		232		(1,187)
Sale of goods/services				
ESB Independent Generation Trading Limited	21,687	28,718		7,871
ESB Asset Development UK Limited		31		-
Other transactions				
Tilbury Green Power Holdings Limited	13,357	15,324		(139,674)
ESB Development UK Limited		8,100		-
Lakeside Bidco Limited	4,092		(115,956)	
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

25 Ultimate controlling party

At 31 December 2021, Tilbury Green Power Holdings, a company incorporated in the United Kingdom, was the company's immediate parent undertaking and controlling party.

Details of Tilbury Green Power Holdings Limited shareholders, and therefore the company's ultimate owners at 31 December 2021, are as follows:

Equitix Fund 6 Healthcare Sector Holdco Limited

Greenvolt Energais Renovaveis Holdco Limited

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

26 Cash generated from operations

	2021 £'000	2020 £'000
Profit/(loss) for the year after tax	33,011	(28,975)
Adjustments for:		
Taxation credited	(1,348)	-
Finance costs	19,269	31,724
Investment income	-	(4)
Gain on disposal of tangible fixed assets	-	(926)
Amortisation and impairment of intangible assets	687	-
Depreciation and impairment of tangible fixed assets	(15,648)	6,562
Decrease in provisions	(221)	-
Movements in working capital:		
Increase in debtors	(2,510)	(3,995)
(Decrease)/increase in creditors	(7,356)	1,553
Cash generated from operations	<u>25,884</u>	<u>5,939</u>
Difference	-	4,836
Per cash flow statement page	<u>25,884</u>	<u>10,775</u>

27 Analysis of changes in net debt

	1 January 2021 £'000	Cash flows £'000	Market value movements £'000	31 December 2021 £'000
Cash at bank and in hand	6,403	10,563	-	16,966
Borrowings excluding overdrafts	(233,721)	120,216	(2,451)	(115,956)
	<u>(227,318)</u>	<u>130,779</u>	<u>(2,451)</u>	<u>(98,990)</u>

28 Prior period adjustment

It has been identified that in the prior year the loan arrangement fee was capitalised as part of the fixed asset. In line with the accounting standards a prior period adjustment has been recognised in order to restate the figure within debtors and in the current year this has been fully written off to the P&L, as the loan for which the arrangement fee relates to has been repaid in full.

TILBURY GREEN POWER LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

28 Prior period adjustment

(Continued)

Adjustments to equity

The prior period adjustments do not give rise to any effect upon equity.