

RENEWABLE ENERGY AFRICA LIMITED

REGISTERED NO: 8539724

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018

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COMPANIES HOUSE

RENEWABLE ENERGY AFRICA LIMITED

Directors

S S Hobhouse

M A Gage

Secretary

M A Gage

Registered office

3<sup>rd</sup> Floor

45 Ludgate Hill

London

EC4M 7JU

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## RENEWABLE ENERGY AFRICA LIMITED

### DIRECTORS' REPORT

The directors present their report and the financial statements of the Company for the year ended 31 December 2018.

### PRINCIPAL ACTIVITY

The Company holds 100% of the share capital of Honde Hydro Power Consolidated (Pvt) Limited, whose principal activity is the holding company of various renewable energy generation companies in Zimbabwe.

### DIRECTORS

The directors who served during the year were as follows:

S S Hobhouse

M A Gage

### REGISTERED NUMBER

The Company's registered number is 8539724

### SMALL COMPANY PROVISIONS

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

BY ORDER OF THE BOARD

*Margaret Gage*

Margaret Gage  
Secretary

3rd Floor  
45 Ludgate Hill  
LONDON  
EC4M 7JU

1 July 2019

## RENEWABLE ENERGY AFRICA LIMITED

### STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Directors' 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 and loss of the company for that period. In preparing those financial statements, the directors are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- 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.

**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2018**

	<u>Note</u>	<u>2018</u> <u>£</u>	<u>2017</u> <u>£</u>
<b>Fixed assets</b>			
Investments	3	7,894,737	7,894,737
Advance to fellow subsidiary Undertaking		4,255,653	4,006,506
		-----	-----
		12,150,390	11,901,243
<b>Non – current liabilities</b>			
Other payables	4	(12,150,389)	(11,901,242)
		-----	-----
<b>Net assets</b>		<u>1</u>	<u>1</u>
		=====	=====
<b>Equity attributable to owners of the parent</b>			
Share capital - ordinary shares of £1 each		1	1
Retained earnings		-	-
		-----	-----
<b>Total equity</b>		<u>1</u>	<u>1</u>
		=====	=====

The notes on pages 5 and 6 form part of these financial statements.

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

The Company is exempt from the requirements relating to preparing audited accounts in accordance with section 479A of the Companies Act 2006 relating to subsidiary companies.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

The financial statements were approved and authorised for issue by the Board of Directors on 1 July 2019 and signed on its behalf by:

*Margaret Gage*

Margaret Gage  
 Director

# RENEWABLE ENERGY AFRICA LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### GENERAL INFORMATION

Renewable Energy Africa Limited is a private company limited by shares incorporated in England and Wales. The registered office address is 3rd floor, 45 Ludgate Hill, London EC4M 7JU. The accounts are prepared in pounds sterling which is also the company's functional currency.

#### 1. PRINCIPAL ACCOUNTING POLICIES

(a) Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. These financial statements present information about Renewable Energy Africa Limited as an individual undertaking, not as a group.

(b) Investments

Shares in subsidiary companies are stated at cost unless there are any indications of impairment, in which case an impairment provision is quantified and recognised.

#### 2. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

None of the directors received any emoluments during the year (2017: £nil). The Company has no employees.

#### 3. FIXED ASSET INVESTMENTS

	Shares in subsidiary undertaking
At cost	£
At 1 January and 31 December 2018	7,894,737
	=====

In the directors' opinion the value of the shares in the subsidiary undertaking is not less than the amount at which they are stated in the balance sheet.

The investment consists of a holding of 100% (2017: 100%) of the issued share capital of Honde Hydro Power Consolidated (Pvt) Limited, a company incorporated in Zimbabwe, whose principal activity is renewable energy generation.

The subsidiary had net assets £9,271,000 (2017: £8,658,000) and made a profit of £33,000 (2017: loss £189,000).

In accordance with Section 400 of the Companies Act 2006, no group financial statements have been prepared as Renewable Energy Africa Limited is a wholly owned subsidiary undertaking of PGI Group Ltd, a company registered in England and Wales.

## RENEWABLE ENERGY AFRICA LIMITED

### NOTES TO THE FINANCIAL STATEMENTS (CONT)

4.	<u>NON – CURRENT LIABILITIES</u>	<u>2018</u>	<u>2017</u>
		£	£
	Amount due to fellow subsidiary undertakings	12,150,389	11,901,242
		=====	=====

#### 5. SHARE CAPITAL AND RETAINED EARNINGS

The Company's issued and fully paid share capital amounts to 1 Ordinary share (2017: 1 Ordinary share) of £1 each.

The Company has not traded during the financial year nor in the preceding financial year. During this time the company received no income and incurred no expenditure and therefore no Income Statement is presented in these financial statements.

#### 6. PRINCIPAL RISKS AND GOING CONCERN

The Company is a wholly owned subsidiary of its ultimate holding company, PGI Group Limited. Details of the Group's principal risks, uncertainties and key performance indicators can be found in the Business Review and notes to the accounts of its ultimate holding company.

The Company does not have banking facilities. Transactions are processed through the use of inter-company accounts. After reviewing the current situation, the Company's directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

#### 7. RELATED PARTY TRANSACTIONS

Amounts payable to/(receivable from) fellow group companies are as follows:

	<u>2018</u>	<u>2017</u>
	£	£
PGI Holdings Ltd	12,150,389	11,901,242
Honde Hydro Power Consolidated (Pvt) Limited	(4,255,653)	(4,006,506)
	-----	-----
	7,894,736	7,894,736
	=====	=====

#### 8. ULTIMATE PARENT UNDERTAKING AND ULTIMATE CONTROLLING PARTY

The ultimate parent company and the only group company for which consolidated accounts are prepared is PGI Group Limited. Copies of this company's financial statements can be obtained from the secretary, 45 Ludgate Hill, London, EC4M 7JU. The ultimate controlling party is Mr S.N Roditi.