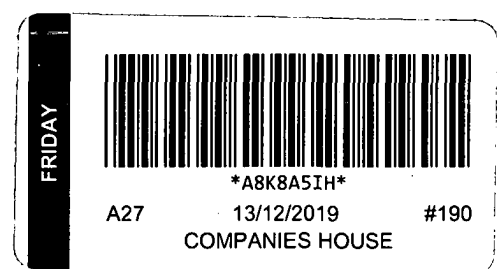


APUS ENERGY LIMITED
Financial Statements
For the year ended 31 March 2019



APUS ENERGY LIMITED
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For the year ended 31 March 2019

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APUS ENERGY LIMITED

COMPANY INFORMATION

For the year ended 31 March 2019

DIRECTORS

C H Carlson
A D Fraser
M Tucker
T W Woolerton

REGISTERED OFFICE

Fourth Floor
2 Kingsway
Cardiff
CF10 3FD
United Kingdom

COMPANY NUMBER

09153837 (England and Wales)

AUDITOR

Deloitte LLP
Statutory Auditor
Cardiff
United Kingdom

BANKERS

National Westminster Bank Plc

APUS ENERGY LIMITED


BALANCE SHEET

As at 31 March 2019

	Note	2019	2018
		£'000	£'000
Current assets			
Debtors	5	1,017	708
Cash at bank and in hand		178	751
		1,195	1,459
Creditors			
Amounts falling due within one year	6	(2,088)	(1,961)
Net current liabilities		(893)	(502)
Total assets less current liabilities		(893)	(502)
Net liabilities		(893)	(502)
Capital and reserves			
Profit and loss account		(893)	(502)
Total shareholders' deficit		(893)	(502)

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and a copy of the Profit and Loss Account has not been delivered.

The financial statements of Apus Energy Limited (registered number: 09153837) were approved and authorised for issue by the Board of Directors on 12 December 2019. They were signed on its behalf by:



 M Tucker
 Director

APUS ENERGY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 March 2019

1. Accounting policies

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

General information and basis of accounting

Apus Energy Limited (the Company) is a private company, limited by shares, incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the Company's registered office is Fourth Floor, 2 Kingsway, Cardiff, CF10 3FD, United Kingdom.

The financial statements have been prepared under the historical cost convention, and in accordance with Section 1A of Financial Reporting Standard 102 (FRS 102) 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' issued by the Financial Reporting Council.

The functional currency of Apus Energy Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

Basis of consolidation

The Company is the parent undertaking of a small group and as such is not required by the Companies Act 2006 to prepare group financial statements. These financial statements therefore present information about the Company as an individual undertaking and not about its Group.

Going concern

The Company made a loss of £391,000 in the year and has net liabilities of £893,000 at the end of the year. The Company has been profitable in the period to signing these financial statements, this has significantly reduced the net liability position of the Company and has introduced an influx of cash to allow Apus Energy Limited to cover its debts as they fall due. The directors have assessed the Balance Sheet and likely future cash flows and considered the continued support of Welsh Power Group Limited and Octopus Administrative Services Limited. The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence and to meet its financial obligations as they fall due for at least 12 months from the date of signing these financial statements. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

APUS ENERGY LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 March 2019

Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

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.

Financial assets and liabilities

Financial assets and liabilities are only offset in the Balance Sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through the Profit and Loss Account, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Investments

Investments in non-convertible preference shares and non-puttable ordinary or preference shares (where shares are publicly traded or their fair value is reliably measurable) are measured at fair value through the Profit and Loss Account. Where fair value cannot be measured reliably, investments are measured at cost less impairment.

APUS ENERGY LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 March 2019

Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each Balance Sheet date. If there is objective evidence of impairment, an impairment loss is recognised in the Profit and Loss Account as described below.

Non-financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Financial assets

For financial assets carried at amortised cost, the amount of impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Taxation

Current tax

Current tax is provided at amounts expected to be paid (or recoverable) using the tax rates and laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax

Deferred tax arises as a result of including items of income and expenditure in taxation computations in periods different from those in which they are included in the Company's financial statements. Deferred tax is provided in full on timing differences which result in an obligation to pay more or less tax at a future date, at the average tax rates that are expected to apply when the timing differences reverse, based on current tax rates and laws.

Deferred tax assets and liabilities are not discounted.

Turnover

Turnover is stated net of VAT and trade discounts and is recognised when the significant risks and rewards are considered to have been transferred to the buyer. Turnover from the supply of services represents the value of services provided under contracts to the extent that there is a right to consideration and is recorded at the fair value of the consideration received or receivable. Turnover comprises revenue recognised by the Company for development services provided during the period. Revenue is recognised, in full, on completion of the relevant milestone that gives the Company the right to invoice and collect its fees. This is the point at which the directors consider the service to be delivered and the right for revenue to accrue to the Company.

APUS ENERGY LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 March 2019

Interest payable

Interest is accrued by the Company on loans payable to related parties. Interest payable costs are recognised in the Profit and Loss Account in the period in which they are incurred. Accrued interest outstanding at year-end and terms of the loans in place at year-end are disclosed within note 8 to the financial statements.

Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the Balance Sheet date are reported at the rates of exchange prevailing at that date.

Exchange differences are recognised in the Profit and Loss Account in the period in which they arise except for exchange differences arising on gains or losses on non-monetary items which are recognised in the Statement of Comprehensive Income.

2. Critical accounting judgements

In the application of the Company's accounting policies, which are described in note 1, 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. The key accounting judgements are listed below:

Prepayments

Costs incurred during the course of a development project are held in prepayments until completion. These costs are only considered free from impairment if, using management's estimate, it is likely that each development project will generate future income exceeding the total costs incurred on the development. Upon completion, the costs held are released to the Profit and Loss Account and matched against the corresponding development fee income.

There are no critical accounting estimates.

3. Employees

	2019	2018
	Number	Number
Monthly average number of persons employed by the Company during the year, including directors	-	-

Directors are remunerated by related companies and are not recharged to this Company.

APUS ENERGY LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 March 2019

4. Fixed asset investments

Investments in shares

Name of entity	Registered office	Nature of business	Class of shares	% of ownership 31.3.19	% of ownership 31.3.18
Apus Reserve Power 18 Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Apus Reserve Power 19 Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Apus Reserve Power 20 Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Blackwater Power Limited	Suites D & E, Windrush Court, Blacklands Way, Abingdon, United Kingdom, OX14 1SY	Development	Ordinary shares	100.00%	100.00%
Ciren Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Cody Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Crayside Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Cross Green Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Dee Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Dorcan Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Farnborough Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Flint Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Harlow Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Henwood Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Littlehampton Power Limited (Formerly Hilsea Power Limited)	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Low Moor Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Nacton Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Normanton Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Nursling Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Orwell Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%

APUS ENERGY LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 March 2019

4. Fixed asset investments (continued)

Name of entity	Registered office	Nature of business	Class of shares	% of ownership 31.3.19	% of ownership 31.3.18
Portsdown Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Purfleet Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Rassau Grid Services Limited (Formerly Apus Reserve Power 17 Limited)	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Ray Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Ribble Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Tay Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Thundersley Power Limited	Suites D & E, Windrush Court, Blacklands Way, Abingdon, United Kingdom, OX14 1SY	Development	Ordinary shares	100.00%	100.00%
Vulcan Power Limited (Formerly Roscommon Power Limited)	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Wade Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Walworth Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Westmead Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%
Westwood Power Limited	Fourth Floor, 2 Kingsway, Cardiff, United Kingdom, CF10 3FD	Development	Ordinary shares	100.00%	100.00%

5. Debtors

	2019	2018
	£'000	£'000
Trade debtors	16	-
Amounts owed by own subsidiaries	160	-
Prepayments and accrued income	743	453
Corporation tax	58	-
Other debtors	40	255
	1,017	708

APUS ENERGY LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 March 2019

6. Creditors: amounts falling due within one year

	2019	2018
	£'000	£'000
Trade creditors	18	39
Amounts owed to related parties (note 7)	2,041	1,854
Other creditors	-	1
Other taxation and social security	9	-
Accruals and deferred income	20	13
Corporation tax	-	54
	2,088	1,961

7. Related party transactions

The Company is exempt from disclosing related party transactions with 100% owned subsidiary companies by virtue of the provisions of Section 33 of FRS 102.

During the year, Welsh Power Group Limited continued to provide the Company with loan funding. Included within creditors in note 7 is the amount outstanding as at 31 March 2019 of £700,000 (2018: £700,000). The loan is unsecured and has an interest rate of 10% from 31 March 2016. Interest charged during the year on loans was £77,000 (2018: £74,000). Included within creditors in note 7 is the accrued interest as at 31 March 2019 of £271,000 (2018 : £194,000). During the year Apus Energy Limited was charged management fees of £480,000 (2018: £540,000) from Welsh Power Group Limited. The amount outstanding at 31 March 2019 for trading balances was £99,000 (2018: £67,000) and was within creditors in note 7.

During the year, Octopus Administrative Services Limited continued to provide the Company with loan funding. Included within creditors in note 7 is the amount outstanding as at 31 March 2019 of £700,000 (2018: £700,000). The loan is unsecured and has an interest rate of 10% from 31 March 2016. Interest charged during the year on loans was £77,000 (2018: £74,000). Included within creditors in note 7 is the accrued interest as at 31 March 2019 of £271,000 (2018 : £194,000).

Welsh Power Group Limited and Octopus Administrative Services Limited are both shareholders of Apus Energy Limited.

8. Called-up share capital

Allotted, called-up and fully paid shares classified as equity

	2019	2018
	£	£
1 A Ordinary share of £1 each	1	1
1 B Ordinary share of £1 each	1	1
	2	2

APUS ENERGY LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 March 2019

9. Audit Opinion

The Company has chosen to file filleted financial statements without a Profit and Loss Account. Consequently, the Company is not required to file an auditor's report.

The auditors report on the financial statements for the year ended 31 March 2019 was unqualified. The audit report was signed by David Hedditch (Senior Statutory Auditor) on behalf of Deloitte LLP.

10. Ultimate controlling party

The Company is jointly owned by Welsh Power Group Limited and Octopus Administrative Services Limited.

There is no ultimate controlling party.