

SUNVENTURES 3 LTD
AUDITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2022

SUNVENTURES 3 LTD

COMPANY INFORMATION

Directors	Mrs S J Johnston Mr P W Kent Mr N S Parker (resigned 5 September 2022) Mr R A J Wright (resigned 5 September 2022) Mr M Quatraro (appointed 5 September 2022) Ms A K Yoon (appointed 5 September 2022)
Registered number	09520891
Registered office	24 Savile Row London England W1S 2ES
Independent auditors	Wellden Turnbull Limited Chartered Accountants & Statutory Auditors Albany House Claremont Lane Esher Surrey KT10 9FQ

SUNVENTURES 3 LTD

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SUNVENTURES 3 LTD
REGISTERED NUMBER: 09520891

BALANCE SHEET
AS AT 31 DECEMBER 2022

	Note	2022 £	2021 £
Fixed assets			
Tangible assets	5	1,445,116	1,516,470
Current assets			
Debtors: amounts falling due within one year	6	44,736	37,002
Cash at bank and in hand		43,171	227,146
		<u>87,907</u>	<u>264,148</u>
Creditors: amounts falling due within one year	7	(2,083,270)	(2,301,093)
Net current liabilities		<u>(1,995,363)</u>	<u>(2,036,945)</u>
Total assets less current liabilities		<u>(550,247)</u>	<u>(520,475)</u>
Net liabilities		<u><u>(550,247)</u></u>	<u><u>(520,475)</u></u>
Capital and reserves			
Called up share capital	9	1	1
Profit and loss account	10	(550,248)	(520,476)
		<u><u>(550,247)</u></u>	<u><u>(520,475)</u></u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the statement of income and retained earnings in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Mrs S J Johnston
Director

Date: 6 June 2023

The notes on pages 2 to 7 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

1. General information

Sunventures 3 Limited is a private company, limited by shares and incorporated in England and Wales, registration number 09520891. The registered office is 24 Savile Row, London, United Kingdom, W1S 2ES. The principal place of business is Box Road, Cam, Dursley, Gloucestershire, GL2 7AG.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

These financial statements are presented in sterling which is the functional currency of the Company and rounded to the nearest £.

The following principal accounting policies have been applied:

2.2 Compliance with accounting standards

The financial statements have been prepared using FRS102, the financial reporting standard applicable in the UK and Republic of Ireland, including the disclosure and presentation requirements of section 1A, applicable to small companies. There were no material departures from that standard.

2.3 Going concern

The Company was loss making in the period and is in a net liability position at the year end date. The financial statements have been prepared on a going concern basis which means that the Company can be expected to meet its liabilities as they fall due for a period of 12 months from the date of signing these financial statements. In assessing the appropriateness of the going concern basis of preparation the Directors have taken into account the key risks of the business as well as the Company's business model and the availability of cash resources.

In preparing this assessment the Directors cite the ability of the Company to currently generate sufficient cash to meet its liabilities as they fall due. Further the Directors cite the ongoing support of fellow group companies and the Company's parent to not call its debt to the detriment of the Company. On this basis the Directors consider it is appropriate to prepare the financial statements on a going concern basis.

2.4 Revenue

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

2.5 Operating leases: the Company as lessee

The fixed element of rentals applicable to operating leases where substantially all the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.6 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.7 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

2.8 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Solar Arrays	-	5%	on cost
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The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.9 Borrowing costs related to fixed assets

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

2.10 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.11 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.12 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.13 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Income and Retained Earnings.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, management is required to make judgements, estimates and assumptions which affect expected reported income, expenses, assets and liabilities and disclosure of contingent assets and liabilities. Use of available information and application of judgement are inherent in the formation of estimates, together with past experience and expectations of future events that are believed to be reasonable under the circumstances. Actual results in the future could differ from such estimates.

The following are the Company's key sources of estimation uncertainty:

Decommissioning Liabilities

Provision has not been recognised in respect of site restoration costs on the basis that the Directors have determined the likelihood of a liability arising to be remote based on the assumption that the scrap value of the asset will be sufficient to cover any decommissioning costs and that there is also potential that the renewable energy farm will be re-energised and the related site lease renewed. If circumstances change and indicate otherwise, the Company will review the position and recognise either a contingent liability or provision as appropriate.

4. Employees

In the current and prior year the Company had no employees, other than its Directors, who did not receive any remuneration.

SUNVENTURES 3 LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

5. Tangible fixed assets

	Solar Arrays £
Cost or valuation	
At 1 January 2022	2,148,673
Additions	69,501
Disposals	(50,352)
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At 31 December 2022	2,167,822
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Depreciation	
At 1 January 2022	632,203
Charge for the year on owned assets	107,513
Disposals	(17,009)
	<hr/>
At 31 December 2022	722,707
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Net book value	
At 31 December 2022	<u>1,445,115</u>
At 31 December 2021	<u>1,516,470</u>

Included within the above valuation are capitalised borrowing costs at 31 December 2022 of £271,262 (2021 - £271,262).

6. Debtors

	2022 £	2021 £
Prepayments and accrued income	<u>44,736</u>	<u>37,002</u>

SUNVENTURES 3 LTD

**NOTES TO THE FINANCIAL STATEMENTS
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7. Creditors: Amounts falling due within one year

	2022 £	2021 £
Trade creditors	8,098	1,660
Amounts owed to group undertakings	2,061,503	2,291,111
Accruals and deferred income	13,669	8,322
	<u>2,083,270</u>	<u>2,301,093</u>

Amounts owed to group undertakings are interest bearing and repayable on demand.

8. Financial instruments

	2022 £	2021 £
Financial assets		
Financial assets measured at fair value through profit or loss	<u>43,171</u>	<u>227,146</u>

Financial assets measured at fair value through profit or loss comprise cash and cash equivalents.

9. Share capital

	2022 £	2021 £
Allotted, called up and fully paid		
1 (2021 - 1) Ordinary share of £1.00	<u>1</u>	<u>1</u>

10. Reserves

Profit and loss account

The profit and loss account represents cumulative profits and losses net of dividends and other adjustments.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

11. Commitments under operating leases

At 31 December 2022 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2022 £	2021 £
Not later than 1 year	8,415	8,415
Later than 1 year and not later than 5 years	33,660	33,660
Later than 5 years	114,871	123,286
	<u>156,946</u>	<u>165,361</u>

The amounts stated above represent the base charges payable under the Company's operating leases. Actual payments will be adjusted for inflation indexation in accordance with the terms of the lease and will therefore be greater than the amounts stated above.

12. Related party transactions

The Company is exempt under the terms of Financial Reporting Standard 102 (FRS102) Section 33 paragraph 1A, from disclosing related party transactions with other group companies, on the grounds that the Company is wholly owned within the Group and the Company is included in the consolidated financial statements prepared by the Group.

13. Controlling party

The Company's immediate parent company is Solarplicity Debt Funding Limited, a company incorporated in England and Wales.

The ultimate parent and controlling party is Gravis Asset Holdings Limited, a company incorporated in England and Wales.

The smallest group of undertakings into which the results of the Company are consolidated is headed by Solarplicity Debt Funding Limited. The largest group of undertakings into which the results of the Company are consolidated is headed by Gravis Asset Holdings Limited.

The registered office address for both Solarplicity Debt Funding Limited and Gravis Asset Holdings Limited is 24 Savile Row, London, United Kingdom, W1S 2ES. The consolidated financial statements are available from the registered office address and Companies House.

14. Auditors' information

The auditors' report on the financial statements for the year ended 31 December 2022 was unqualified.

The audit report was signed on 6 June 2023 by Mark Nelligan FCA (Senior Statutory Auditor) on behalf of Wellden Turnbull Limited.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.