



# **Annual Report and Audited Financial Statements**

**For the year ended 31 December 2020**

**The Renewables Infrastructure Group (UK)  
Investments Limited**

**Registered number: 09564873**



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# Strategic Report

The Directors present their Strategic Report for the year ended 31 December 2020, which has been prepared in compliance with s414C of the Companies Act 2006.

This Strategic Report has been prepared for The Renewables Infrastructure Group (UK) Investments Limited ("the Company" or "TRIG FC") and its portfolio of investments, and therefore gives greater emphasis to those matters which are significant to the group when viewed as a whole.

## Business review

The principal activity of the Company during the year was the undertaking of investment activities on behalf of its ultimate parent, The Renewables Infrastructure Group Limited ("TRIG Ltd"). The Company invests in a portfolio of investments predominantly in the subordinated loan stock, ordinary equity and mezzanine debt investment of renewable energy infrastructure companies. The principal activity of those project finance companies is the development and management of solar parks, onshore and offshore wind farms. The Company, its immediate parent, The Renewables Infrastructure Group (UK) Limited ("TRIG UK"), TRIG Ltd and the portfolio of investments are known collectively as the TRIG group ("the Group").

## Results and performance

The Company's results for the year under review are detailed in the profit and loss account in these financial statements.

The Company has prepared financial statements for the year ended 31 December 2020. The Company's financial statements have been prepared in accordance with Financial Reporting Standard 102 ("FRS 102") issued by the Financial Reporting Council ("FRC").

Profit before tax was £46.9m (2019: £110.1m), based on Total Operating Income of £145.5m (2019: £162.1m) for the year ended 31 December 2020. Cash received from the portfolio by way of distributions, including interest and capital repayments, was £148.0m (2019: £128.8m).

At 31 December 2020, the Company had 75 projects comprising of 45 wind projects, 28 solar PV projects, one battery storage project and one mezzanine debt investment in its investment portfolio, which are all measured at fair value in accordance with FRS 102 section 9.9. As at 31 December 2020, the fair value of the Company's investments was £2,213.0m (2019: £1,745.2m) reflecting the increase in the value of investments and new acquisitions in the year.

A decrease in power price forecast during 2020 decreased the valuation of the portfolio by £137.2m, however, overall the valuation increased by £467.8m. Some of the factors offsetting this decline includes using longer solar asset life assumptions in line with technical advice, reduced maintenance costs obtained on renewal of contracts, improved power purchase agreement terms, reduction of discount rates post-construction and reduced grid costs following removal of Balancing Services Use of System ('BSUoS').

The valuation uses updated power price forecasts for each of the markets in which the Company invests, namely the GB market, the Single Electricity Market of Ireland, France, Germany (which sits within the main continental European power market) and Sweden (which sits in the Nordic electricity market). More details can be found in section 2.8 of TRIG Ltd's annual report which is available from their website [www.trig-ltd.com](http://www.trig-ltd.com).

The Company's cash as at 31 December 2020 was £0.46m (2019: £0.12m).

Combined share capital and share premium of £259.6m (2019: £203.4m) represents TRIG UK's 100% investment in the Company. Shares were issued during the year to fund acquisitions made by the Company.

## Strategic Report (continued)

### *Revolving credit facility (RCF) and ESG*

The Group has access to a revolving credit facility (RCF) which was refinanced and increased from £340m to £500m in December 2020. This new loan is one of the first ESG linked SONIA loans of its kind and sets the Group ambitious but achievable targets as noted below. This underlines the Group's commitment to sustainability and helps align its interests with those of its debt and equity investors. The interest charged in respect of the renewed RCF will be linked to the Group's ESG performance from 2021 onwards. It will incur a premium or reduction to its margin and commitment fee based on performance against defined sustainability targets. Those targets include:

- **Environmental:** increase in the number of homes powered by clean energy from TRIG's portfolio
- **Social:** increase in the number of community funds supported by TRIG
- **Governance:** maintaining a low Lost Time Accident Frequency Rate (LTAFR) The LTAFR is a key metric monitored by asset owners that measures the number of personnel injured and unable to perform their normal duties for seven days or more for each hundred thousand hours worked

The inclusion of this target aligns the cost of the renewed RCF with a key metric for the Group: safety at work. Performance against these targets will be measured annually from 2021 with the cost of the RCF being amended in the following year. The facility is available until 31 December 2023 with the option to extend for a further 24 months, at the date of signing these financial statements, the facility was £134m drawn.

The Sustainability KPI's for the year can be seen below:

Key Performance Indicator (KPI)	2020
KPI 1: Number of homes capable of being powered	1,228,260
KPI 2: Number of community funds	33
KPI 3: Reportable lost time accidents per 100,000 hours worked	0.52

- KPI 1 – number of homes capable of being powered: this means TRIG's energy generation equivalent for number of homes being able to be powered, specific to the then current electricity household consumption within TRIG's region for a given year.
- KPI 2 – number of community funds: this means the number of funds available in TRIG's portfolio. A community fund should have a defined use of proceeds, geographical target area, value and recipients.
- KPI 3 – reportable lost time accidents per 100,000 hours worked: this means Lost Time Accident Frequency Rate (LTAFR) for every 100,000 hours worked and is calculated as number of accident occurred in any given period divided by number of hours worked times 100,000.

### *Strategy*

The Company invests principally in operational assets which generate electricity from renewable energy sources, with a particular focus on onshore and offshore wind farms and solar PV parks.

### **Key performance indicators ("KPIs")**

The Board monitors the progress of the Group by reference to the following KPIs:

- Directors' portfolio valuation at year end which was measured at £2,213.0m (2019: £1,745.2m), a 26.8% increase from prior year;
- Profit before tax of £46.9m (2019: £110.1m), reflecting a lower uplift in portfolio valuation than prior year;
- Power generation – Power generation varies with weather patterns amongst other factors. For the year ended 31 December 2020, against the "P50" central estimate for energy production (see note 4 for further details), power generation was up by 1.3% (2019: down by 4.4%); and
- Availability - Availability for the portfolio as a whole was in line with expectations.

## Strategic Report (continued)

### Principal risks and uncertainties

#### *Portfolio energy productivity*

The principal risk to energy production is the available incidence of solar energy and wind power to generate output. The incidence of solar energy and wind power is not under the control of the Directors, however, they aim to maximise availability and minimise the effect of downtime by scheduling repairs and maintenance activities at times of low light and low wind. While short-term variability of the production levels of a single asset may be material, the longer-term variability is minimised by constructing a technologically and geographically diverse portfolio. The production performance is measured in terms of yield factors and availability targets over time, and the Board notes that the Group is on track with both these measures for the year ended 31 December 2020.

#### *Future wholesale electricity prices*

The Group is exposed to changes in the wholesale price of electricity for a proportion of its revenues. The impact of future power prices can be partially mitigated through the portfolio mix and growth strategy. The portfolio valuation is based on wholesale power price forecasts in five different European markets with differing future pricing dynamics.

#### *Government support for renewables*

Geographically, the Company focuses its investments on the UK and Northern Europe where there is a strong emphasis on delivering versus challenging renewable energy deployment targets for 2020 and showing consistency in grandfathering prior subsidy commitments to operating plants.

#### *Impact of Covid-19*

Since the start of 2020 an outbreak of coronavirus (which causes Covid-19) has spread to become a global pandemic, which in conjunction with the public health responses of various governments, has led to uncertainty in the market. The directors of the Company continue to follow advice given by the national and international agencies (including the World Health Organisation and Public Health England) to ensure best practices are followed.

To date there has not been a material impact on the ability of the Company to carry out its operations. Restrictions imposed by governments on public health grounds have impacted the consumption of electricity, and consequently electricity prices, however these measures are currently expected to be transitory and in place for the shortest period practicable, ultimately with a recovery to previous levels expected at this time. Consequently, the directors do not believe that there is a significant risk to the value of the Company's investments, operations or its overall business as a result of the Covid-19 pandemic but will continue to monitor any future developments.

### **Section 172(1) statement**

The Company, as an intermediate holding company, has no employees, customers or suppliers and as such the directors primarily consider the interests of the ultimate parent company, TRIG Ltd, with regard to performing their duties on matters set out under Section 172 of the Companies Act 2006. The key board decisions approved during the year related to approval of the annual report and were in line with the strategic goals of both the Company and the parent company.

The Company adopted the policies and procedures of its parent company for its operations during the year. These are described in more detail in the TRIG Ltd annual report which is available at [www.trig-ltd.com](http://www.trig-ltd.com). Details of the policies can be found within the TRIG Ltd's financial statements.

### **Financial risk management**

Risk is managed on a group basis. Information on the use of financial instruments by the Group, its management of financial risk and its exposure to cash flow risk (addressed under the headings of 'Credit risk', 'Liquidity risk' and 'Market risk') are disclosed in Note 4 of TRIG Ltd's financial statements, which are available from their website [www.trig-ltd.com](http://www.trig-ltd.com).

Most other risks under consideration, whether meteorological, economic or regulatory, are generally either closely associated with the three factors discussed above or are of a purely financial nature, for example the impact of interest rates or tax rates. The impact of these is discussed further in TRIG Ltd's financial statements.

**Future developments in the business**

The Company seeks to benefit from steady income from the investments in its efficiently managed portfolio as well as to capitalise on the investment opportunities for renewables infrastructure and to provide an efficient conduit for the Group's institutional and other investors seeking an attractive, yield-based, risk-adjusted return.

With an extensive pipeline of diverse acquisition opportunities, strong support from our ultimate parent company, TRIG Ltd, and a positive year to date, we look forward to continuing to deliver on expectations.

The Group's parent, TRIG Ltd, reports governance against the Association of Investment Companies (the "AIC") Code of Corporate Governance updated in February 2019. This AIC code has been endorsed by the Financial Reporting Council.

**Strategic Report (continued)**

TRIG Ltd is a member of the AIC, benefitting from the on-going development of best practices in the industry and also playing a meaningful role as a flag-bearer of the renewables sector of the infrastructure investment market.

Approved by the board and signed on behalf of the Board

**Authorised signatory**



**P R P George**

Director

26 May 2021

# Directors' Report

The Directors present their Annual Report and audited financial statements for the year ended 31 December 2020.

## ***Incorporation***

The Company was incorporated in England and Wales on 28 April 2015 and is the single, direct subsidiary of TRIG UK, a UK holding company.

## ***Principal activity***

In accordance with CA2006 s414, further information regarding the Company's principal activity is found within the Strategic Report.

## ***Dividends***

The Directors declared dividends of £nil (2019: £nil) in the year.

## ***Results for the year***

The results for the year are set out in the profit and loss account on page 13.

## ***Directors***

The Directors who held office during the year to 31 December 2020 and at the date of this report were:

C Gill  
J Entract  
W R Crawford  
P R P George

The Directors did not receive any remuneration in respect of their services to the Company during the year.

## ***Company Secretary***

E Mendes

## ***Registered office***

Level 7, One Bartholomew Close, Barts Square, London, EC1A 7BL

## ***Donations***

The Company made no political donations during the current year or preceding year.

## ***Going concern review***

The financial position of the Company, its liquidity position and borrowing facilities, as well as the Company's business activities and factors likely to affect its future development and position, are described in the Strategic Report.

TRIG Ltd and its subsidiaries ("TRIG Group") is in a net asset position and has access to a revolving credit facility (RCF) which was extended and increased from £340m to £500m during the year. The facility is available until 31 December 2023 with the option to extend for a further 24 months, at the date of signing these financial statements, the facility was £134m drawn. Considering all relevant factors, including the review of the Company's cash flow forecasts, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for at least 12 months from the date of approval of these financial statements. Accordingly, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

The impact of Brexit on the company to date has been limited with forecast inflation and foreign exchange fluctuations being considered as part of the valuation of investments. Since the start of 2020, an outbreak of coronavirus (which causes Covid-19) has spread to become a global pandemic and has caused widespread economic disruption. The Directors have also considered the impact of Covid-19 on going concern, including the potential impact of lower power prices in the future and the impact on liquidity. The impact of lower power prices due to lower demand, as a result of Covid-19, has been incorporated into the assessment/valuation.

## Directors' Report (continued)

While the situation is still evolving and uncertain, the Directors expect the impact on the Company to be low given the long-term Power Purchase Agreements (PPA's) in place and the impact of lower energy prices to be temporary. To date, there has not been a material impact on the ability of the Company to carry out its operations. The Directors have however, performed stress testing for a worse-case scenario and in this case the TRIG Group would still retain sufficient cash even if power prices were to significantly reduce. Taking all of the above into account and the ability to use the Company's revolving credit facility (RCF) to fund working capital if necessary, the Directors have therefore concluded that the use of the going concern assumption remains appropriate.

### *Disclosure of information to the Auditor*

The Directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware and that each Director has taken all the steps that he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information. The confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

### *Subsequent Events*

Details on events after the balance sheet date are discussed in note 17 to the accounts.

### *Independent auditor*

Deloitte LLP is deemed to be reappointed in accordance with an elective resolution made under section 487 of the Companies Act 2006.

### *Strategic report*

The following information has been disclosed in the Strategic Report;

- Business review
- Key performance indicators
- Principal risks and uncertainties
- Financial risk management
- Future developments in the business

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

**Authorised signatory**



**P R P George**

Director

26 May 2021



# **Statement of Directors' responsibilities in respect of the Directors' Report and financial statements**

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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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 year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# Independent auditor's report to the members of The Renewables Infrastructure Group (UK) Investments Limited

## Report on the audit of the financial statements

### 1. Opinion

In our opinion the financial statements of The Renewables Infrastructure Group (UK) Investments Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in shareholders' equity;
- the cash flow statement; and
- the related notes 1 to 19.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

### 2. 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 Financial Reporting Council's (the 'FRC's') Ethical Standard as applied to listed entities, 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.




### 3. Summary of our audit approach

#### Key audit matters

The key audit matter that we identified in the current year was:

- The assessment of the fair value of investments

Within this report, key audit matters are identified as follows:

	 Increased level of risk  Similar level of risk  Decreased level of risk
<b>Materiality</b>	The materiality that we used in the current year was £16.9m which was determined on the basis of 2% of shareholders' equity.
<b>Scoping</b>	Audit work to respond to the risks of material misstatement was performed directly by the audit engagement team.
<b>Significant changes in our approach</b>	There has been no significant changes in our approach.

#### 4. 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.

Our evaluation of the directors' assessment of the company's ability to continue to adopt the going concern basis of accounting included:

- reviewing the Revolving Credit Facility (RCF) including consideration of availability and compliance with covenants;
- assessing the impact of Covid-19 on the company;
- reviewing the future commitments and guarantees of the company;
- testing of clerical accuracy and assessing the sophistication of the model used to prepare the forecasts;
- assessing the assumptions used in the forecasts;
- assessing the historical accuracy of forecasts prepared by management; and
- reviewing the amount of headroom in the forecasts (cash and RCF covenants).

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.

#### 5. Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team.

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

##### 5.1. The assessment of the fair value of investments

<b>Key audit matter description</b>	The company's investments held at fair value, comprise of investments in intermediate holding companies and equity and subordinated debt interests as well as mezzanine level bonds in wind farm, solar park and battery storage projects.
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These investments are classified at Level 3 within fair value hierarchy and their valuation requires significant judgment.

The company's portfolio continues to grow, having increased by £467.8m in the year to £2,213.0m at 31 December 2020 (31 December 2019: £1,745.2m). The investment was funded through the issue of equity and drawdown of the Group's revolving credit facility.

Certain assumptions used in the determination of fair value are a key source of estimation uncertainty, which is why we consider there to be a risk of material misstatement as well as a potential for fraud through possible manipulation of this balance. As there is no liquid market for these investments, they are measured using a discounted cash flow methodology. The complex nature of this methodology, combined with the number of significant judgements, means there is a risk that the fair value of the investments could be misstated.

The key assumptions and judgements have been summarised as:-

- Discount rates – the determination of the appropriate bifurcated discount rates for each investment that is reflective of current market conditions and specific risks of the investment;
- Macroeconomic assumptions primarily in respect of forecast inflation, tax rates and foreign exchange rates; and
- Forecasted future cash flows – certain assumptions used in the cash flow forecasts primarily in respect of future forecast power prices, energy yields and asset lives, including the consideration of the impact of Covid-19.

This is disclosed as a critical accounting judgement and a key source of estimation uncertainty in note 3 of the financial statements. A breakdown of the investments and the assumptions applied to the valuation are described in note 4 of the financial statements.

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**How the scope of our audit responded to the key audit matter**

We challenged the key judgements and assumptions in our assessment of the fair value of investments as well as the sensitivity of the valuation to reasonably possible changes in these assumptions.

Our audit procedures included the following:

- obtaining an understanding of the relevant controls around updates (including the incorporation of new acquisitions) to the valuation model used at 31 December 2020;
  - holding key meetings with key management personnel and operations managers (including Fred Olsen, Low Carbon and Renewable Energy Systems (RES)) to understand the performance of the fund and of the underlying Special Purpose Vehicles (SPVs);
  - disaggregated projects based upon our risk assessment with detailed model review procedures using graphical analysis performed on higher risk projects and analytical reviews on the remainder of the projects in order to challenge the cash flow projections and explanations for significant movements in the forecast;
  - involving our valuation specialists in assessing the bifurcation discount rate methodology and benchmarking the discount rates against comparable market participants and transactions and considering the inherent risk profile of the underlying cash flows specific to each investment;
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- testing the macroeconomic assumptions included in the forecasts with reference to observable market data and external forecasts;
- reviewing the independent advice received by the company in respect of power prices, energy yields, asset lives and discount rates and meeting with those advisers where appropriate to understand the methodology used and challenge key assumptions through the use of benchmarking against third party sources;
- involving our tax specialists in assessing the tax treatment of portfolio level reliefs;
- assessing the impact of Covid-19, Brexit and climate change on the fair value of the investments;
- reviewing the share purchase agreements for any newly acquired assets in order to determine the acquisition cost and the nature and amount of any deferred consideration that may be embedded in the valuation;
- understanding and challenging management's process for determining costs to complete for projects in construction through review of the cash flow projections;
- testing the incorporation of the assumptions into the valuation and the correct application of the selected discount rates; and
- reviewing the adequacy of the disclosures made in the financial statements.

<b>Key observations</b>	Based on the audit procedures performed and our benchmarking of assumptions we identified that some areas of past conservatism had reduced, including discount rates for certain projects. We concluded in aggregate that the assumptions are within the acceptable range of reasonably possible alternatives.
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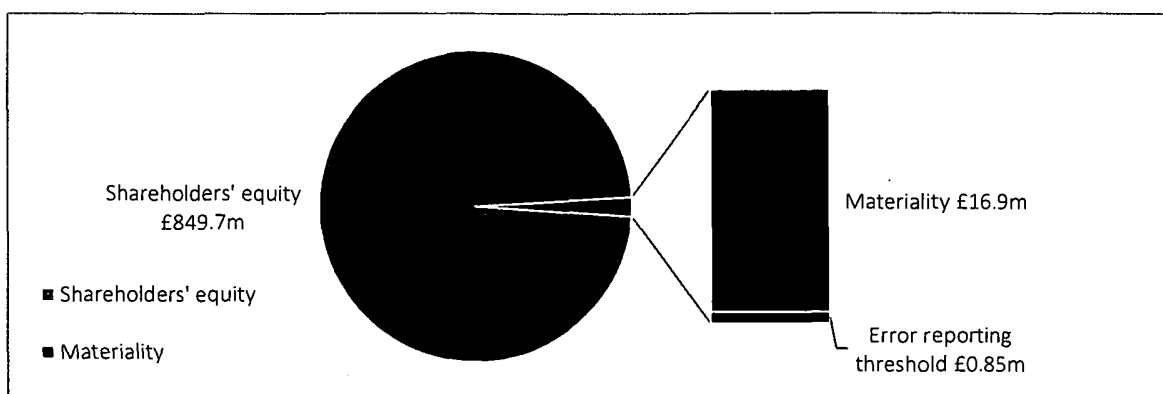
## 6. Our application of materiality

### 6.1. Materiality

We define materiality as the magnitude of misstatement in the financial statements that makes it probable that the economic decisions of a reasonably knowledgeable person would be changed or influenced. We use materiality both in planning the scope of our audit work and in evaluating the results of our work.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

<b>Materiality</b>	£16.9m (2019: £14.9m)
<b>Basis for determining materiality</b>	2% of shareholders' equity (2019: 2% of shareholders' equity)
<b>Rationale for the benchmark applied</b>	We consider equity to be the key benchmark used by members of the Company in assessing financial performance. The reason for the significant increase in the year relates to the growth in this benchmark throughout the period.



## 6.2. Performance materiality

We set performance materiality at a level lower than materiality to reduce the probability that, in aggregate, uncorrected and undetected misstatements exceed the materiality for the financial statements as a whole. Performance materiality was set at 70% of materiality for the 2020 audit (2019: 70%). In determining performance materiality, we considered the following factors:

- a. the quality of the control environment; and
- b. the low level of corrected and uncorrected misstatements identified in the prior period.

## 6.3. Error reporting threshold

We agreed with the directors that we would report to the directors all audit differences in excess of £845,000 (2019: £746,000), as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds. We also report to the directors on disclosure matters that we identified when assessing the overall presentation of the financial statements.

## 7. An overview of the scope of our audit

Our audit was scoped by obtaining an understanding of the entity and its environment, including internal control, and assessing the risks of material misstatement. Audit work to respond to the risks of material misstatement was performed directly by the audit engagement team.

As the company is required to measure its subsidiaries at fair value rather than consolidate on a line-by-line basis, the company has been treated as having only one component and this all of the work was carried out by one audit team.

## 8. 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 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.

## 9. 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.

## 10. 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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

## 11. Extent to which the audit was considered capable of detecting irregularities, including fraud

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.

### 11.1. Identifying and assessing potential risks related to irregularities

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, we considered the following:

- the nature of the industry and sector, control environment and business performance including the design of the company's remuneration policies;
- results of our enquiries of management about their own identification and assessment of the risks of irregularities;
- any matters we identified having obtained and reviewed the company's documentation of their policies and procedures relating to:
  - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
  - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;
  - the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations;
- the matters discussed among the audit engagement team and involving relevant internal specialists, including tax, valuations and financial instrument specialists regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the assessment of the fair value of investments and related party transactions on unreasonable terms or any missing transactions. In common

with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override.

We also obtained an understanding of the legal and regulatory framework that the company operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The key laws and regulations we considered in this context included the UK Companies Act and the Listing Rules and tax legislation.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

#### **11.2. Audit response to risks identified**

As a result of performing the above, we identified the assessment of the fair value of investments as a key audit matter related to the potential risk of fraud. The key audit matters section of our report explains the matter in more detail and also describes the specific procedures we performed in response to that key audit matter.

In addition to the above, our procedures to respond to risks identified included the following:

- reviewing the financial statement disclosures and testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- enquiring of management concerning actual and potential litigation and claims;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- reading minutes of meetings of those charged with governance;
- challenging management's procedures for the identification of related party transactions by reviewing management's related party listing for any omissions through the course of our work; and
- in addressing the risk of fraud through management override of controls, testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members including internal specialists, and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

### **Report on other legal and regulatory requirements**

#### **12. Opinions on other matters prescribed by the Companies Act 2006**

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

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 any material misstatements in the strategic report or the directors' report.



### 13. Matters on which we are required to report by exception

#### 13.1. Adequacy of explanations received and accounting records

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have nothing to report in respect of these matters.

#### 13.2. Directors' remuneration

Under the Companies Act 2006 we are also required to report if in our opinion certain disclosures of directors' remuneration have not been made.

We have nothing to report in respect of this matter.

### 14. 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.



Anthony Matthews FCA (Senior statutory auditor)  
For and on behalf of Deloitte LLP  
Statutory Auditor  
London, United Kingdom  
26 May 2021

# Profit and loss account

## For the year 31 December 2020

	Note	Year ended 31 December 2020 £'000's	Year ended 31 December 2019 £'000's
Investment income	5	68,330	49,649
Dividend income	5	20,491	23,485
Gains on investments	5	56,684	88,964
<b>Total operating income</b>	<b>5</b>	<b>145,505</b>	<b>162,098</b>
Administrative expenses	6	(39)	(229)
<b>Operating profit for the year</b>		<b>145,466</b>	<b>161,870</b>
Finance expenses	7	(98,546)	(51,800)
<b>Profit before tax</b>		<b>46,920</b>	<b>110,069</b>
Income tax credit/(expense)	8	-	-
<b>Profit and Total Comprehensive Income for the year</b>		<b>46,920</b>	<b>110,069</b>

All results are derived from continuing operations. The accompanying Notes are an integral part of these financial statements.

There is no other comprehensive income or expense apart from that disclosed above and consequently a statement of other comprehensive income has not been prepared.

# Balance sheet

## As at 31 December 2020

	Note	As at 31 December 2020 £'000's	As at 31 December 2019 £'000's
<b>Non-current assets</b>			
Investments at fair value through profit or loss	9	2,213,030	1,745,186
<b>Total non-current assets</b>		<b>2,213,030</b>	<b>1,745,186</b>
<b>Current assets</b>			
Cash and cash equivalents		463	118
Debtors	10	-	-
<b>Total current assets</b>		<b>463</b>	<b>118</b>
<b>Creditors: Amounts falling due within one year</b>		<b>(11,649)</b>	<b>(1,311)</b>
<b>Net current liabilities</b>		<b>(11,186)</b>	<b>(1,193)</b>
<b>Total assets less current liabilities</b>		<b>2,201,844</b>	<b>1,743,992</b>
<b>Creditors: Amounts falling due after more than one year</b>	11	<b>(1,352,047)</b>	<b>(997,265)</b>
<b>Net assets</b>		<b>849,797</b>	<b>746,727</b>
<b>Equity</b>			
Called up share capital	12	12	2
Share premium	12	259,547	203,407
Retained reserves		590,238	543,318
<b>Shareholders' funds</b>		<b>849,797</b>	<b>746,727</b>

The accompanying Notes are an integral part of these financial statements.

The financial statements were approved and authorised for issue by the Board of Directors on 26 May 2021, and signed on its behalf by:



**P R P George**  
Director

Registered number: 09564873

# Statement of changes in shareholders' equity

For the year ended 31 December 2020

For the year ended 31 December 2020	Called up share capital £'000's	Share Premium £'000's	Retained reserves £'000's	Total equity £'000's
Shareholders' equity at beginning of year	2	203,407	543,318	746,727
Profit for the year	-	-	46,920	46,920
Ordinary Shares issued	10	-	-	10
Share premium	-	56,140	-	56,140
Dividend paid	-	-	-	-
<b>Shareholders' equity at end of year</b>	<b>12</b>	<b>259,547</b>	<b>590,238</b>	<b>849,797</b>

For the year ended 31 December 2019

For the year ended 31 December 2019	Called up share capital £'000's	Share Premium £'000's	Retained reserves £'000's	Total equity £'000's
Shareholders' equity at beginning of year	2	33,407	433,249	466,658
Profit for the year	-	-	110,069	110,069
Ordinary Shares issued	0	-	-	0
Share premium	-	170,000	-	170,000
Dividend paid	-	-	-	-
<b>Shareholders' equity at end of year</b>	<b>2</b>	<b>203,407</b>	<b>543,318</b>	<b>746,727</b>

The accompanying Notes are an integral part of these financial statements.

# Cash flow statement

For the year ended 31 December 2020

	Notes	Year ended 31 December 2020 £'000's	Year ended 31 December 2019 £'000's
<b>Net cash flows from operating activities</b>	13	147,886	132,160
<b>Cash flows from investing activities</b>			
Purchase of investments	9	(588,249)	(507,786)
Project refinancing and exit proceeds	9	117,950	64,577
<b>Net cash used in investing activities</b>		(470,299)	(443,209)
<b>Cash flows from financing activities</b>			
Cash proceeds from issue of share capital during year		56,150	170,000
Cash proceeds from drawdown of debt		421,266	225,409
Dividends paid to shareholders		-	-
Amounts paid on loan notes interest		(67,994)	(84,751)
Amounts paid on loan notes principal		(120,785)	-
Other finance costs		(2,340)	(2,520)
Movement in foreign exchange		(3,558)	2,991
Drawdown of senior debt		40,000	-
<b>Net cash flows from financing activities</b>		322,739	311,129
<b>Net increase in cash and cash equivalents</b>		326	80
Cash and cash equivalents at beginning of year		118	38
Exchange gains on cash		19	-
<b>Cash and cash equivalents at end of year</b>		463	118

The accompanying Notes are an integral part of these financial statements.

# Notes to the Audited Financial Statements

## 1. General information

The Renewables Infrastructure Group (UK) Investments Limited (the "Company") is a private company, limited by shares, registered in England and Wales and incorporated in the United Kingdom under the Companies Act 2006. The address of the registered office is given in the Directors' Report on page 4. The nature of the Company's operations and its principal activities are set out in the Strategic Report.

These financial statements are presented in pounds sterling, the functional currency, because that is the currency of the primary economic environment in which the Company operates. Foreign operations are included in accordance with the policies set out in Note 2.

These financial statements are separate financial statements. The Company has adopted FRS 102 and, in accordance with FRS 102 section 9.9, does not consolidate the investments it holds. This is explained further in Note 2c.

## 2. Key accounting policies

### (a) Basis of preparation

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 ("FRS 102") issued by the Financial Reporting Council ("FRC").

The principal accounting policies adopted are set out below.

### (b) Going concern

The financial position of the Company, its liquidity position and borrowing facilities, as well as the Company's business activities and factors likely to affect its future development and position, are described in the Strategic Report.

The Group has the necessary financial resources to meet its obligations. The Group benefits from a range of long-term contracts with various major UK and European utilities and well-established suppliers across a range of infrastructure projects. In addition, it maintains a working capital component of £30m as part of its revolving acquisition facility (currently sized at £500m and limited to 30% of Portfolio Value). The facility was renegotiated and extended from £340m to £500m in December 2020 at lower rates to support the Company's investments in new acquisitions. The facility is available for a 3-year term, with the option to extend for a further 24 months. The larger size of the facility reflects the increased scale of acquisitions being made by the Company. The facility was drawn £40m at 31 December 2020 and £134m at the date of signing these financial statements.

The Group's project-level financing is non-recourse to the Company and is limited to 50% of Gross Portfolio Value. As a consequence, the Directors believe that the Group is well placed to manage its business risks successfully. The directors do not believe that there is a significant risk to the business as a result of the Covid-19 pandemic but will continue to monitor any future developments.

Having performed the assessment of going concern, the Directors considered it appropriate to prepare the financial statements of the Company on a going concern basis. The Company has sufficient financial resources and liquidity and is well placed to manage business risks in the current economic environment and can continue operations for a period of at least 12 months from the date of these financial statements.

### (c) Basis of consolidation

In accordance with FRS 102 section 9.9, subsidiaries that are held as part of an investment portfolio shall be measured at fair value with changes in fair value recognised in profit or loss. As the Company treats its 75 investments as a homogenous investment portfolio, all subsidiaries are measured at fair value through profit and loss, as opposed to being consolidated on a line-by-line basis.

## Notes to the Audited Financial Statements (continued)

### (d) *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*

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 profit or loss, 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 finance 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 significant risks and rewards of ownership, has transferred control of the asset to another party and the other party has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without needing to impose additional restrictions on the transfer.

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

#### *Fair value measurement*

The best evidence of fair value is a quoted price for an identical asset in an active market. When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse of time since the transaction took place. If the market is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, the fair value is estimated by using a valuation technique.

The Directors consider the equity and loan stock to share the same investment characteristics and risks and they are therefore treated as a single unit of account for valuation purposes and a single class for disclosure purposes.

#### *Loans and borrowings*

Borrowings are recognised initially at fair value of the consideration received, less transaction costs, and are subsequently measured at amortised cost.

#### *Other*

Other non-derivative financial instruments are measured at amortised cost using the effective interest method less any impairment losses.

### (e) *Impairment*

#### *Financial assets*

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at each balance sheet date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset. An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount, and the present value of the estimated future cash flows discounted at the original effective interest rate. Significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics. All impairment losses are recognised in the profit and loss account. An impairment loss is

## Notes to the Audited Financial Statements (continued)

reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised. For financial assets measured at amortised cost the reversal is recognised in the profit and loss account.

### **(f) Investment income**

Income from investments relates solely to returns from the Company's subsidiaries. This is recognised as it accrues by reference to the principal outstanding and the effective interest rate applicable and dividends when these are received.

### **(g) Income tax**

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

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

Deferred tax is provided in full using the balance sheet liability method on temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes, except for differences arising on:

- the initial recognition of goodwill;
- the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting or taxable profit; and
- investments in subsidiaries and jointly controlled entities where the Company is able to control the timing of the reversal of the difference and it is probable that the difference will not reverse in the foreseeable future.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

### **(h) Foreign exchange gains and losses**

Transactions entered into by the Company in a currency other than its functional currency are recorded at the rates ruling when the transactions occur. Foreign currency monetary assets and liabilities are translated at the rates ruling at the balance sheet date. Exchange differences arising on the retranslation of unsettled monetary assets and liabilities are recognised immediately in the profit and loss account.

## **3. Critical accounting judgements, estimates and assumptions**

The preparation of financial statements in accordance with FRS 102 requires management to make judgements, estimates and assumptions in certain circumstances that affect reported amounts. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below.

### **Key source of estimation uncertainty: Investments at fair value through profit or loss**

FRS 102 section 10.2 establishes a single source of guidance for fair value measurements and disclosures about fair value measurements. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Board base the fair value of the investments on information received from the Investment Manager. Fair value is calculated on a discounted cash flow basis.



## Notes to the Audited Financial Statements (continued)

Fair values for those investments for which a market quote is not available, in this instance being all investments, are determined using the income approach, which discounts the expected cash flows at the appropriate rate. In determining the discount rate, regard is had to relevant long-term government bond yields, specific risks associated with the technology (onshore and offshore wind and solar) and geographic location of the underlying investment, and the evidence of recent transactions. The investments at fair value through profit or loss, whose fair values include the use of level 3 inputs, are valued by discounting future cash flows from investments in both equity (dividends and equity redemptions) and subordinated loans (interest and repayments) to the Group at an appropriate discount rate.

The weighted average discount rate applied in the December 2020 valuation was 6.7% (2019: 7.25%). The discount rate is considered one of the most significant unobservable inputs through which an increase or decrease would have a material impact on the fair value of the investments at fair value through profit or loss which are further discussed in Note 4 under sensitivities of the TRIG Ltd accounts.

The other material impacts on the measurement of fair value are the forward-looking power price curve, energy yields, operating costs and macro-economic assumptions (including rates of inflation) which are further discussed in Note 4 under sensitivities of the TRIG Ltd accounts.

The Investment Manager, when considering the assumptions to apply to the valuation of the investments at 31 December 2020 takes into account several key assumptions.

### **Key Judgements**

By virtue of the Company's status as an investment fund, and in conjunction with FRS 102 section 2.2 for investment entities, investments are designated upon initial recognition to be accounted for at fair value through profit or loss.

The Directors consider that the carrying value amounts of financial assets and financial liabilities recorded at amortised cost in the financial statement are approximately equal to their fair values.

## **4. Financial instruments**

### **Fair value estimation**

The following summarises the significant methods and assumptions used in estimating the fair values of financial instruments:

#### *Non-derivative financial instruments*

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Company uses the income approach, which discounts the expected cash flows attributable to each asset at an appropriate rate to arrive at fair values. In determining the discount rate, regard is had to relevant long-term government bond yields, the specific risks of each investment and the evidence of recent transactions.

#### *Derivative financial instruments*

The fair value of financial instruments inputs other than quoted prices traded in active markets is based on quoted market prices at the balance sheet date. The quoted market price used for financial assets held by the Company is the current bid price. Note 2 discloses the methods used in determining fair values on a specific asset/liability basis. Where applicable, further information about the assumptions used in determining fair value is disclosed in the notes specific to that asset or liability.

## Notes to the Audited Financial Statements (continued)

### Classification of financial instruments

	31 December 2020 £'000's	31 December 2019 £'000s
<b>Financial assets</b>		
Designated at fair value through profit or loss:		
Investments	2,213,030	1,745,186
Cash and cash equivalents	463	118
<b>Financial assets at fair value</b>	<b>2,213,493</b>	<b>1,745,304</b>
<b>Financial liabilities</b>		
At amortised cost:		
Other payables	11,649	1,311
Amounts due on debt facility	40,000	-
Parent company loan	1,312,037	997,265
<b>Financial liabilities at amortised cost</b>	<b>1,363,686</b>	<b>998,576</b>

The Directors believe that the carrying values of all financial instruments are not materially different to their fair values.

### Fair value hierarchy

The fair value hierarchy is defined as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

	As at 31 December 2020			Total
	Level 1 £'000s	Level 2 £'000s	Level 3 £'000s	£'000s
Investments at fair value through profit or loss	-	-	2,213,030	2,213,030
	-	-	2,213,030	2,213,030

	As at 31 December 2019			Total
	Level 1 £'000s	Level 2 £'000s	Level 3 £'000s	£'000s
Investments at fair value through profit or loss	-	-	1,745,186	1,745,186
	-	-	1,745,186	1,745,186

## Notes to the Audited Financial Statements (continued)

### Level 3

#### Valuation methodology

The Investment Manager has carried out a fair market valuation of the investments as at 31 December 2020 and the Directors have satisfied themselves as to the methodology used, the discount rates and key assumptions applied, and the valuation. All investments are at fair value through profit or loss and are valued using a discounted cash flow methodology.

The following economic assumptions were used in the discounted cash flow valuations at:

	31 December 2020	31 December 2019
UK inflation rates (other than ROC's)	2.75%	2.75%
Inflation applied to UK ROC Income	2.75%	3.0% 2020, 2.75% thereafter
Ireland, France, Sweden and Germany inflation rates	2.00% thereafter	1.75% 2019-2020, 2.00% thereafter
UK deposit interest rates	0.25% to March 2023, 1.0% thereafter	1.00% to 31 December 2021, 2.00% thereafter
Ireland, France, Sweden and Germany deposit interest rates	0.0% to March 2023, 0.5% thereafter	1.00% to 31 December 2021, 2.00% thereafter
UK corporation tax rate	19.00%	19.00%
France corporation tax rate	28%; reducing to 25% by 2022	33.3% + 1.1% above €763,000 threshold, reducing to 25% by 2022
Ireland corporation tax rate	12.5% active rate, 25% passive rate	12.5% active rate, 25% passive rate
Swedish corporation tax rate	21.4% for 2020, 20.6% thereafter	21.4% for 2020, 20.6% thereafter
Applicable German corporation tax	15.8%	15.8%
Euro/sterling exchange rate	1.1191	1.1827
Energy yield assumptions	P50 case	P50 case

The P50 output is the estimated annual amount of electricity generation (in MWh) that has a 50% probability of being exceeded – both in any single year and over the long term – and a 50% probability of being under achieved. Hence the P50 is the expected level of generation over the long term.

#### 5. Total operating income

	Year ended 31 December 2020 Total £'000s	Year ended 31 December 2019 Total £'000s
Investment income	68,330	49,649
Dividend income	20,491	23,485
Gains on investments	56,684	88,964
Total operating income	145,505	162,098

## Notes to the Audited Financial Statements (continued)

### 6. Administrative expenses

	Year ended 31 December 2020 Total £'000's	Year ended 31 December 2019 Total £'000's
Fees payable to the Company's auditor for the audit of the Company's financial statements	7	5
Other administrative expenses	32	224
<b>Total administrative expenses</b>	<b>39</b>	<b>229</b>

The Company had no employees during the current or prior year.

There are no non-audit fees paid to the Company's auditors.

No director received any form of remuneration in lieu of their services to the Company in the current or prior year.

### 7. Finance expense

	Year ended 31 December 2020 Total £'000's	Year ended 31 December 2019 Total £'000's
Interest payable	80,486	65,952
Foreign exchange loss/(gain)	18,061	(14,152)
<b>Total finance expense</b>	<b>98,546</b>	<b>51,800</b>

### 8. Income tax

	Year ended 31 December 2020 Total £'000's	Year ended 31 December 2019 Total £'000's
Corporation tax	-	-
<b>Total tax on profits</b>	<b>-</b>	<b>-</b>

The applicable tax rate from 01 April 2020 now remains at 19%, rather than the previously enacted reduction to 17%, following the Budget announcement on 11 March 2020 and its substantive enactment on 17 March 2020.

Following the Budget announcement on 3 March 2021, the corporation tax rate is set to increase to 25% for the financial year beginning 1 April 2023. If enacted this will impact the forecast cash flows of the underlying investments based in the UK and therefore the fair value of investments. We have yet to determine the impact of these proposed changes.

## Notes to the Audited Financial Statements (continued)

The charge for the year can be reconciled to the profit before tax in the profit and loss account as follows:

	Year ended 31 December 2020 Total £'000's	Year ended 31 December 2019 Total £'000s
Profit before tax on continuing operations	46,920	110,069
Tax at the UK corporation tax rate of 19%	8,915	20,913
Tax effect of interest deductible in determining taxable profit	(10,260)	(16,903)
Tax effect of income not taxable in determining taxable profit	1,345	(4,010)
Tax expense for the year	-	-

### 9. Investments at fair value through profit or loss

	31 December 2020 £'000's	31 December 2019 £'000s
Brought forward	1,745,185	1,268,681
Investments in the year	588,248	507,786
Project refinancing and exit proceeds	(117,950)	(64,577)
Distributions received	(147,959)	(128,803)
Interest income	68,330	49,649
Dividend income	20,491	23,485
Gains on valuation	56,684	88,964
<b>Carrying amount at year end</b>	<b>2,213,030</b>	<b>1,745,185</b>
This is represented by:		
Less than one year	-	-
Greater than one year	2,213,030	1,745,185
<b>Carrying amount at year end</b>	<b>2,213,030</b>	<b>1,745,185</b>

The gains on revaluation of investments are unrealised.

The Investment Manager has carried out fair market valuations of the investments as at 31 December 2020. The Directors have satisfied themselves as to the methodology used, the discount rates applied, and the valuation. The Investment Manager is experienced in the method of valuations on a discounted cash flow basis and is considered to be an expert in this process.

**Notes to the Audited Financial Statements (continued)**

Details of the Company's investments at 31 December 2020 and at 31 December 2019 are as follows:

Name	Registered Office	31 December 2020		31 December 2019	
		Country	Ownership Interest	Country	Ownership Interest
<b>Wind farms</b>					
Roos Energy Limited	2	UK	100%	UK	100%
Grange Renewable Energy Limited	2	UK	100%	UK	100%
Hill of Towie Limited	2	UK	100%	UK	100%
Green Hill Energy Limited	2	UK	100%	UK	100%
Forss Wind Farm Limited	2	UK	100%	UK	100%
Altahullion Wind Farm Limited	2	UK	100%	UK	100%
Lendrum's Bridge Wind Farm Limited	2	UK	100%	UK	100%
Lough Hill Wind Farm Limited	2	UK	100%	UK	100%
MHB Wind Farms Limited	7	Republic of Ireland	100%	Republic of Ireland	100%
CEPE de Haut Languedoc SARL	3	France	100%	France	100%
CEPE du Haut Cabardes SARL	3	France	100%	France	100%
CEPE de Cuxac SARL	3	France	100%	France	100%
CEPE des Claves SARL	3	France	100%	France	100%
CEPE Rosieres SARL	3	France	100%	France	100%
CEPE Montigny La Cour SARL	3	France	100%	France	100%
MC Power Limited	2	UK	100%	UK	100%
Tallentire Energy Limited	2	UK	100%	UK	100%
Earlseat Windfarm Limited	2	UK	100%	UK	100%
Taurbeg Limited	7	Republic of Ireland	100%	Republic of Ireland	100%
Crystal Rig Windfarm Limited*	4	UK	49%	UK	49%
Roths Wind Limited*	4	UK	49%	UK	49%
Paul's Hill Wind Limited*	4	UK	49%	UK	49%
Crystal Rig II Limited*	4	UK	49%	UK	49%
Roths II Limited*	4	UK	49%	UK	49%
Mid Hill Wind Limited*	4	UK	49%	UK	49%
Freasdail Energy Limited	2	UK	100%	UK	100%
Solwaybank Energy Limited	2	UK	100%	UK	100%
Erstrask Wind AB	10	Sweden	-	Sweden	75%
Pallas Windfarm Limited	7	Republic of Ireland	100%	Republic of Ireland	100%
Pallas Energy Supply Limited	7	Republic of Ireland	100%	Republic of Ireland	100%
Neilston Community Wind Farm LLP	9	UK	100%	UK	100%
Garreg Lwyd Energy Limited	2	UK	100%	UK	100%
Scira Offshore Energy Limited	8	UK	14.7%	UK	14.7%
Sirocco Wind Holding AB	11	Sweden	100%	Sweden	100%

Jadraas Vindkraft AB	11	Sweden	100%	Sweden	100%
Hallasen Kraft AB	11	Sweden	100%	Sweden	100%
Energies Entre Tille et Venelle SAS	3	France	100%	France	100%
Energie du Porcien	3	France	33.5%	France	27.7%
Eolienne de Rully	3	France	41.9%	France	34.6%
Parc Eolien de Fontaine Macon	3	France	41.9%	France	34.6%
Parc Eolien de Vignes	3	France	41.9%	France	34.6%
Energie Eolienne Somme II	3	France	37.3%	France	30.8%
Parc Eolien Nodex XXI SAS	3	France	100%	France	100%
Little Raith Wind Farm Limited	2	UK	100%	UK	100%
Gode Wind 1 Offshore Wind Farm GmbH	12	Germany	25%	Germany	25%
Blary Hill Energy Limited	2	UK	100%	-	-
Merkur Offshore Service GmbH	15	Germany	24.6%	-	-
Haut Vannier SAS	16	France	100%	-	-
East Anglia One Limited	17	UK	14.3%	-	-
<b>Solar parks</b>					
CEPE de Puits Castan SARL	3	France	100%	France	100%
Churchtown Farm Solar Limited	5	UK	100%	UK	100%
East Langford Solar Limited	5	UK	100%	UK	100%
Manor Farm Solar Limited	5	UK	100%	UK	100%
Sunsave 12 (Derriton Fields) Limited	2	UK	100%	UK	100%
Sunsave 25 (Wix Lodge) Limited	2	UK	100%	UK	100%
Parley Court Solar Park Limited	2	UK	100%	UK	100%
Egmere Airfield Solar Park Limited	2	UK	100%	UK	100%
Penare Farm Solar Park Limited	2	UK	100%	UK	100%
BKS Energy Limited	2	UK	100%	UK	100%
Hazel Renewables Limited	2	UK	100%	UK	100%
Kenwyn Solar Limited	2	UK	100%	UK	100%
FPV Broussan	3	France	48.9%	France	48.9%
FPV Chateau	3	France	48.9%	France	48.9%
FPV du Plateau	3	France	48.9%	France	48.9%
SECP Borgo	3	France	48.9%	France	48.9%
SECP Olmo 2	3	France	48.9%	France	48.9%
FPV Pascialone	3	France	48.9%	France	48.9%
FPV Santa Lucia	3	France	48.9%	France	48.9%
FPV Agrinerie	3	France	48.9%	France	48.9%
FPV d'Export	3	France	48.9%	France	48.9%
Agrisol 1A Services	3	France	48.9%	France	48.9%
SECP Chemin Canal	3	France	48.9%	France	48.9%
FPV Ligne des Quatre Cents	3	France	48.9%	France	48.9%
FPV Ligne des Bambous	3	France	48.9%	France	48.9%

## The Renewables Infrastructure Group (UK) Investments Limited

Heliade Bellevue	3	France	48.9%	France	48.9%
SECP Creuilly	3	France	48.9%	France	48.9%
FPV du Midi	3	France	51.0%	France	51.0%
<b>Battery Storage</b>					
UK Energy Storage Services Limited	2	UK	100%	UK	100%
<b>Holding companies</b>					
Wind Farm Holdings Limited	2	UK	100%	UK	100%
Lendrum's Bridge (Holdings) Limited	6	UK	100%	UK	100%
MHB Wind Farms (Holdings) Limited	7	Republic of Ireland	100%	Republic of Ireland	100%
Verrerie Photovoltaïque SAS	8	France	100%	France	100%
Akuo Tulip Assets SAS	8	France	48.9%	France	48.9%
The Renewables Infrastructure Group (France) SAS	3	France	100%	France	100%
Trafalgar Wind Holdings Limited	1	UK	100%	UK	100%
European Investments (SCEL) Limited	2	UK	100%	UK	100%
European Investments (Cornwall) Limited	2	UK	100%	UK	100%
European Investments Tulip Limited	2	UK	100%	UK	100%
European Investments Solar Holdings Limited	1	UK	100%	UK	100%
European Investments Solar Holdings 2 Limited	1	UK	100%	UK	100%
European Investments (Earlseat) Limited	2	UK	100%	UK	100%
Sole e Aria 1	3	France	48.9%	France	48.9%
Sole e Aria 2	3	France	48.9%	France	48.9%
Sole e Aria 3	3	France	48.9%	France	48.9%
Fred. Olsen Wind Limited*	4	UK	49%	UK	49%
Fred. Olsen Wind Holdings Limited*	4	UK	49%	UK	49%
Offshore Wind Investments Group Limited	1	UK	100%	UK	100%
European Storage Investments Group Limited	1	UK	100%	UK	100%
European Wind Investments Group Limited	1	UK	100%	UK	100%
Irish Wind Investments Group Limited	1	UK	100%	UK	100%
Carbon Free Limited	9	UK	100%	UK	100%
Carbon Free Neilston Limited	9	UK	100%	UK	100%



## The Renewables Infrastructure Group (UK) Investments Limited

NDT Trading Limited	9	UK	100%	UK	100%
Scandinavian Wind Investments Group Limited	1	UK	100%	UK	100%
European Wind Investments Group 2 Limited	1	UK	100%	UK	100%
Energies Entre Tille et Venelle Holdings SAS	3	France	100%	France	100%
Fujin SAS	3	France	41.9%	France	34.6%
European Wind Investments Group 3 Limited	1	UK	100%	UK	100%
German Offshore Wind Investments Group (Holdings) Limited	1	UK	100%	UK	100%
German Offshore Wind Investments Group Limited	1	UK	100%	UK	100%
GOW01 Investor LuxCo Sarl	13	Luxembourg	50%	Luxembourg	50%
Gode Wind 1 Investor Holding GmbH	14	Germany	50%	Germany	50%
Merkur Offshore Wind Farm Holdings Limited	1	UK	100%	UK	100%
Offshore Wind Investments Group 2 Limited	1	UK	100%	-	-
Offshore Wind Investments Group 3 Limited	1	UK	100%	-	-
Offshore Wind Investments Group 4 Limited	1	UK	100%	-	-
Verneuil Holdings Limited	1	UK	71.7%	-	-
Bilbao Offshore Investment Limited	18	UK	35.85%	-	-
Bilbao Offshore Holding Limited	18	UK	35.85%	-	-
Beatrice Offshore Windfarm HoldCo Limited	19	UK	17.5%	-	-
Haut Vannier Holding SAS	16	France	100%	-	-
Merkur Offshore GP GmbH	20	Germany	24.6%	-	-
Merkur Offshore Investments Holdings GmbH & Co KG	20	Germany	24.6%	-	-
Merkur Offshore Holdings GmbH	21	Germany	24.6%	-	-
Merkur Offshore GmbH	21	Germany	24.6%	-	-

\* Denotes the "Fred. Olsen portfolio"

Name	Country	31 December 2020		31 December 2019	
		Ownership	Mezzanine debt	Ownership	Mezzanine debt
Phoenix SAS	France	-	100%	-	-

## Notes to the Audited Financial Statements

The investments in subsidiaries are all stated at fair value. The principal activity of the companies under the heading 'Wind farms' during the year was the operation of wind farms to generate electricity. The principal activity of the companies under the heading 'Solar parks' during the year was the operation of solar parks to generate electricity. The principal activity of the company under the heading 'Battery storage' during the year was the operation of a battery storage facility to store electricity.

The principal activity of the companies under the heading 'Holding companies' during the year was the holding of investments.

### Registered Offices

The registered offices for the investments, as per the table above, are listed in the table below.

No.	Address of Registered Office
1	Level 7, One Bartholomew Close, Barts Square, London, EC1A 7BL, UK
2	Beaufort Court, Egg Farm Lane, Kings Langley, WD4 8LR, UK
3	330 Rue Du Mourelet, Zi de Courtine, 84000, Avignon, France
4	2 <sup>nd</sup> Floor, 64-65 Vincent Square, London, SW1P 2NU, UK
5	13 Berkeley Street, Mayfair, London W1J 8DU, UK
6	Unit C1 & C2 Willowbank Business Park, Millbrook, Larne, BT40 2SF, UK
7	6 <sup>th</sup> Floor 2 Grand Canal Square, Dublin 2, 662881, Ireland
8	Wind Farm Place, Edgar Road, Walsingham, Norfolk, NR22 6EJ
9	Third Floor, Stv, Pacific Quay, Glasgow, United Kingdom, G51 1PQ
10	Arlovsvagen 9, 211 24 Malmo, Sweden
11	Box 4501, SE-203 20 Malmo, Sweden
12	Van-der-Smissen-Strasse 9, 22767 Hamburg
13	6 Rue Eugene, Ruppert, Luxembourg
14	Grüneburgweg 58-62, 60322, Frankfurt Am Main, Hessen, Germany
15	Am Sandtorkai 74, 20457 Hamburg, Germany
16	1 rue des Arquebusiers, 67000, Strasbourg, France
17	3 <sup>rd</sup> Floor, 1 Tudor Street, London, EC4Y 0AH, UK
18	3, 4 <sup>th</sup> Floor More London Riverside, London, SE1 2AQ, UK
19	Inveralmond House, 200 Dunkeld Road, Perth, PH1 3AQ, UK
20	Neuer Wall 88, c/o Watson Farley & Williams LLP, 20354 Hamburg, Germany
21	Am Sandtorkai 74, 4. OG, D-20457 Hamburg, Germany

### 10. Debtors

	31 December 2020	31 December 2019
	£'000s	£'000s
Other debtors	-	-
Total debtors	-	-

## Notes to the Audited Financial Statements

### 11. Creditors: Amounts due after one year

	31 December 2020 Total £'000's	31 December 2019 Total £'000's
Other creditors	10	10
Amounts owed to debt facility	40,000	-
Amounts owed to parent company	1,312,037	997,255
<b>Total creditors</b>	<b>1,352,047</b>	<b>997,265</b>

The amounts owed to the ultimate parent company represent a long-term loan provided by the Company's ultimate parent via a Eurobond listed on The International Stock Exchange. The loan accrues interest at LIBOR plus 5%.

The loan facility was renegotiated and renewed in December 2020, taking the facility amount from £340m to £500m. The facility is ESG linked which incorporates adjustments to the facility margin and commitment fees based on the Group meeting its ESG KPIs. The facility terms are currently SONIA/EURIBOR + 1.85% and a commitment fee of 0.65% but may change over the life of the facility depending on the Group meeting its ESG targets. The debt facility expires on 31 December 2023 with an option to extend for up to an additional 24 months.

### 12. Share Capital and Share Premium

	31 December 2020 £'s	31 December 2019 £'s
Authorised:		
Ordinary shares of £1 each	12,201	2,101
<b>Authorised at 31 December</b>	<b>12,201</b>	<b>2,101</b>
Issued and fully paid:		
Ordinary shares of £1 each	12,201	2,101
<b>Issued and fully paid at 31 December</b>	<b>12,201</b>	<b>2,101</b>

The Company issued 10,100 (2019: 100) £1 ordinary shares for a consideration of £56,150,000 in order to finance the purchase of investments.

The share premium reserve contains the premium arising on issue of equity shares. As at 31 December 2020 this balance was £259,547,236 (2019: £203,407,336).

## Notes to the Audited Financial Statements

### 13. Cash flow statement

	31 December 2020	31 December 2019
	£'000's	£'000's
Operating profit	145,466	161,870
Adjustments for:		
Interest income	(68,330)	(49,649)
Dividend income	(20,491)	(23,485)
Gains on investments	(56,684)	(88,964)
Operating cash flow before movement in working capital	(39)	(229)
Changes in working capital:		
Decrease in debtors	-	2,990
(Decrease)/increase in creditors	(34)	596
Cash flow from operations	(73)	3,357
Cash received from investments	147,959	128,803
<b>Cash generated by operations</b>	<b>147,886</b>	<b>132,160</b>

## Notes to the Audited Financial Statements

### 14. Reconciliation of net cash flow to movement in net debt

	31 December 2020	31 December 2019
	£'000's	£'000's
Net increase in cash and cash equivalent	327	80
Increase in cash from issue of loan notes	(421,266)	(225,924)
Payment on principal of loan notes	120,785	-
FX movement on loan notes outstanding	(14,300)	11,221
Interest due for the year	(78,165)	(63,440)
Payment on loan note interest	67,994	84,751
FX movement on loan interest receivable	(202)	(69)
Increase in cash from drawdown of debt facility	(40,000)	-
Other movements	52	(55)
<b>Movement in debt in the year</b>	<b>(364,775)</b>	<b>(193,435)</b>
Net debt at the start of the year	(998,449)	(805,013)
<b>Net debt at the end of the year</b>	<b>(1,363,224)</b>	<b>(998,448)</b>

Net debt is defined as:

	31 December 2020	31 December 2019
	£'000's	£'000's
Cash and cash equivalents at the end of the year	462	118
Other payables	(11,649)	(1,311)
Amounts owed to debt facility	(40,000)	-
Amounts owed to parent undertaking	(1,312,037)	(997,255)
<b>Total net debt</b>	<b>(1,363,224)</b>	<b>(998,448)</b>

### 15. Guarantees and other commitments

As at 31 December 2020, the Company and its subsidiaries had provided £58.9m (2019: £36.7m) in guarantees in relation to the projects in the TRIG portfolio.

TRIG Ltd also guarantees the revolving acquisition facility, entered into by TRIG UK and the Company, which it may use to acquire further investments.

As at 31 December 2020 the company has £392m of future investment obligations relating to four wind farms (2019: £350.4m relating to two wind farms).

The Company and its subsidiaries have issued decommissioning and other similar guarantee bonds with a total value of £22.9m (2019: £24.2m).

## Notes to the Audited Financial Statements

### 16. Contingent consideration

The Group has performance-related contingent consideration obligations of up to £0.4m (2019: £32.3m) relating to acquisitions completed prior to 31 December 2020. These payments depend on the performance of certain wind farms and other contracted enhancements. The payments, if triggered, would be due between 2021 and 2026. The valuation of the investments in the portfolio does not assume that these enhancements are achieved. If further payments do become due they would be expected to be offset by an improvement in investment. The arrangements are generally two way in that if performance is below base case levels some refund of consideration may become due.

### 17. Events after the balance sheet date

On 11 February 2021, the Company completed contracts to acquire Grönhult, a ready-to-build onshore wind farm located in the southwest of Sweden. The Project is being acquired from Vattenfall, the leading Swedish utility and a major developer of renewables, who will also manage the construction process and will provide ongoing asset management services. Construction will begin in Q2 2021 and become operation at the end of Q4 2022. On completion, the Project is expected to represent approximately 3% of TRIG's portfolio value on a fully committed basis and investments in Sweden will account for 10% of TRIG's portfolio.

On 16 March 2021, the Company completed contracts to acquire an equity interest of 17.5% in Beatrice offshore wind farm, located off the north east coast of Scotland. The wind farm was purchased from Copenhagen Infrastructure Partners and has been developed by SSE plc. TRIG has partnered with other investors to invest in this project which is in line with its strategy of partnering with aligned co-investors on larger transactions.

There are no other events after the balance sheet date which are required to be disclosed.

### 18. Related party and key advisor transactions

The Directors did not receive any fees in respect of their services to the Company during the year.

### 19. Controlling party

The Company's immediate parent is The Renewables Infrastructure Group (UK) Limited ("TRIG UK") which is 100% owned single, direct subsidiary of The Renewables Infrastructure Group Limited ("TRIG Ltd"), a company incorporated in Guernsey (Registered address: East Wing, Trafalgar Court, Les Banques, St Peter Port, Guernsey) and whose shares are listed under a premium listing on the London Stock Exchange. The Company's ultimate parent company and controlling party is therefore TRIG Ltd. Copies of the financial statements of TRIG Ltd are available from their website [www.trig-ltd.com](http://www.trig-ltd.com).