

**Conrad (Fleetwood) Limited
(formerly Putney Power Limited)**

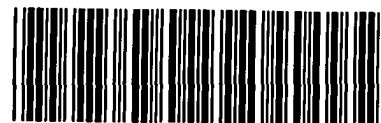
Directors' Report and Financial Statements

17 Month Period Ended

31 March 2023

Company Number 09917671

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Conrad (Fleetwood) Limited (formerly Putney Power Limited)

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Company Information

Directors	D P G Bates S N Hardman
Company secretary	M D New
Registered number	09917671
Registered office	Suites D&E Windrush Court Blacklands Way Abingdon United Kingdom OX14 1SY
Independent auditor	BDO LLP Two Snowhill Birmingham B4 6GA

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Directors' Report For the 17 Month Period Ended 31 March 2023

The Directors present their report and the financial statements for the 17 month period ended 31 March 2023.

Change of name

On 13 October 2022 the Company changed its name from Putney Power Limited to Conrad (Fleetwood) Limited.

Principal activity

The principal activity of the Company is that of power generation.

Results and dividends

The profit for the 17 month period ended 31 March 2023, after taxation, amounted to £2,365,987 (Year Ended 31 October 2021 - £96,592).

No ordinary dividends were paid during the 17 month period ended 31 March 2023 (Year Ended 31 October 2021 - £Nil). The Directors do not recommend payment of a dividend.

Directors

The Directors who served during the 17 month period and up to the date of signing this report were:

D P G Bates (appointed 10 October 2022)
S N Hardman (appointed 10 October 2022)
C N B Shears (appointed 10 October 2022, resigned 31 October 2022)
O J Breidt (resigned 10 October 2022)
J R Parr (resigned 10 October 2022)

Directors' responsibilities statement

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 period.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; 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 to 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.

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Directors' Report (continued) For the 17 Month Period Ended 31 March 2023

Disclosure of information to auditor

Each of the persons who are Directors at the time when this Directors' Report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

The auditor, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

In preparing this report, the Directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf by:



D P G Bates
Director

Date: 27 March 2024

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Independent Auditor's Report to the Members of Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2023 and of its profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Conrad (Fleetwood) Limited (formerly Putney Power Limited) ("the Company") for the period ended 31 March 2023 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. 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).

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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

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

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

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Independent Auditor's Report to the Members of Conrad (Fleetwood) Limited (formerly Putney Power Limited) (continued)

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report and Financial Statements, other than the financial statements and our auditor's report thereon. 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.

Other Companies Act 2006 reporting

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

- the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has 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 material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

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.

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Independent Auditor's Report to the Members of Conrad (Fleetwood) Limited (formerly Putney Power Limited) (continued)

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.

Extent to which the audit was 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:

Non-compliance with laws and regulations

Based on:

- Our understanding of the Company and the industry in which it operates;
- Discussion with management and those charged with governance; and
- Obtaining and understanding of the Company's policies and procedures regarding compliance with laws and regulations;

We considered the significant laws and regulations to be Companies Act 2006, Financial Reporting Standard 102 (United Kingdom Generally Accepted Accounting Practice) and tax legislations.

The Company is also subject to laws and regulations where the consequence of non-compliance could have a material effect on the amount or disclosures in the financial statements, for example through the imposition of fines or litigations. We identified such laws and regulations to be Energy Market regulations, Health and Safety, Employment Law and Bribery Act 2010.

Our procedures in respect of the above included:

- Enquiry with management and those charged with governance regarding any known or suspected instances of non-compliances with laws and regulations;
- Review of minutes of meeting of those charged with governance for any instances of non-compliance with laws and regulations;
- Review of correspondence with tax and other authorities for any instances of non-compliance with laws and regulations;
- Review of financial statement disclosures and agreeing to supporting documentation; and
- Review of accounting policies for non-compliance with relevant standards.

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Independent Auditor's Report to the Members of Conrad (Fleetwood) Limited (formerly Putney Power Limited) (continued)

Auditor's responsibilities for the audit of the financial statements (continued)

Fraud

We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:

- Enquiry with management and those charged with governance regarding any known or suspected instances of fraud;
- Obtaining an understanding of the Company's policies and procedures relating to:
 - Detecting and responding to the risks of fraud; and
 - Internal controls established to mitigate risks related to fraud.
- Review of minutes of meeting of those charged with governance for any known or suspected instances of fraud;
- Discussion amongst the engagement team as to how and where fraud might occur in the financial statements; and
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud.

Based on our risk assessment, we considered the areas most susceptible to fraud to be management override including the posting of inappropriate journals to manipulate financial results and management bias in accounting estimates. In addition, we considered revenue recognition an area susceptible to fraud, particularly in relation to the posting of manual journals to revenue and the application of revenue recognition.

Our procedures in respect of the above included:

- Testing a sample of journal entries throughout the year, which met a defined risk criteria, by agreeing to supporting documentation;
- Assessing significant estimates made by management for bias; and
- Assessing significant judgements made by management for bias.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members who were all deemed to have appropriate competence and capabilities and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

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

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

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Independent Auditor's Report to the Members of Conrad (Fleetwood) Limited (formerly Putney Power Limited) (continued)

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.

DocuSigned by:

Gareth Singleton

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Gareth Singleton (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
Birmingham
United Kingdom

Date: 27 March 2024

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Statement of Comprehensive Income For the 17 Month Period Ended 31 March 2023

	17 Month Period Ended 31 March 2023 £	Year Ended 31 October 2021 £
Turnover	11,041,135	2,011,572
Cost of sales	(6,934,518)	(1,594,498)
Gross profit	4,106,617	417,074
Administrative expenses	(1,115,857)	(276,906)
Operating profit	2,990,760	140,168
Interest receivable and similar income	27,109	58
Interest payable and similar expenses	-	(43,634)
Profit before tax	3,017,869	96,592
Tax on profit	(651,882)	-
Profit for the financial 17 month period/year	2,365,987	96,592

There was no other comprehensive income for the 17 month period ended 31 March 2023 (year ended 31 October 2021 - £Nil).

The notes on pages 11 to 21 form part of these financial statements.

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Registered number:09917671

Statement of Financial Position As at 31 March 2023

	Note	31 March 2023 £	31 March 2023 £	31 October 2021 £	31 October 2021 £
Fixed assets					
Tangible assets	8		4,606,722		5,001,271
Current assets					
Debtors: amounts falling due within one year	9	5,155,295		840,358	
Cash at bank and in hand		584,642		367,149	
		<u>5,739,937</u>		<u>1,207,507</u>	
Creditors: amounts falling due within one year	10	(2,871,513)		(839,883)	
Net current assets			<u>2,868,424</u>		<u>367,624</u>
Total assets less current liabilities			<u>7,475,146</u>		<u>5,368,895</u>
Creditors: amounts falling due after more than one year	11		-		(455,969)
Provisions for liabilities					
Deferred tax	12	(196,233)		-	
		<u>(196,233)</u>		<u>-</u>	
Net assets			<u><u>7,278,913</u></u>		<u><u>4,912,926</u></u>
Capital and reserves					
Called up share capital	13	5,529		5,529	
Share premium account		4,845,147		4,845,147	
Profit and loss account		2,428,237		62,250	
		<u>7,278,913</u>		<u>4,912,926</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 were approved and authorised for issue by the board and were signed on its behalf by:



D P G Bates
Director

Date: 27 March 2024

The notes on pages 11 to 21 form part of these financial statements.

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Statement of Changes in Equity For the 17 Month Period Ended 31 March 2023

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 November 2021	5,529	4,845,147	62,250	4,912,926
Comprehensive income for the 17 month period				
Profit for the 17 month period	-	-	2,365,987	2,365,987
Total comprehensive income for the 17 month period	-	-	2,365,987	2,365,987
At 31 March 2023	5,529	4,845,147	2,428,237	7,278,913

Statement of Changes in Equity For the Year Ended 31 October 2021

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 November 2020	5,529	4,845,147	(34,342)	4,816,334
Comprehensive income for the year				
Profit for the year	-	-	96,592	96,592
Total comprehensive income for the year	-	-	96,592	96,592
At 31 October 2021	5,529	4,845,147	62,250	4,912,926

The notes on pages 11 to 21 form part of these financial statements.

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Notes to the Financial Statements For the 17 Month Period Ended 31 March 2023

1. General information

Conrad (Fleetwood) Limited (formerly Putney Power Limited) is a private company limited by shares and incorporated in England and Wales under the Companies Act 2006. The address of the registered office is Suites D&E Windrush Court, Blacklands Way, Abingdon, United Kingdom, OX14 1SY. The nature of the Company's operations and its principal activity are outlined in the Directors' Report.

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).

The accounts have been prepared in the Company's functional currency, pounds sterling (£).

The following principal accounting policies have been applied:

2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 26 Share-based Payment paragraphs 26.18(b), 26.19 to 26.21 and 26.23; and
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Stardust Investor II Limited as at 31 March 2023 and these financial statements may be obtained from Companies House.

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Notes to the Financial Statements For the 17 Month Period Ended 31 March 2023

2. Accounting policies (continued)

2.3 Going concern

The financial statements have been prepared on a going concern basis. The Company participates in the centralised banking arrangements of Stardust Investor II Limited, its ultimate parent, and of its fellow subsidiaries (together the "Group"). In assessing whether the Company is a going concern the Directors of the Company have therefore considered the wider Group position and reviewed the latest board Group budget cash flow model which extends to 31 March 2025. The Directors of the Company are satisfied that the cashflow forecasts of the Group show sufficient cash resources to support the Group over the going concern assessment period.

The wider Group's principal debt financing arrangement as at 31 March 2023 was a £67m debt facility with Natwest bank, of which the full balance was drawn down in March 2023. The first repayments of this debt facility commenced in June 2022 with all amounts to be repaid in bi-annual instalments by the facility end date of 31 December 2028. In addition to this amount, the Group has a further debt facility of £85m with Close Leasing Limited in order to fund the development of the battery storage rollout, of which £11m was drawn down in March 2023. The first repayments of this debt facility commenced in March 2023 with all amounts to be repaid in bi-annual instalments by the facility end date of 31 March 2028. In addition to this amount, the Group had access to undrawn equity funding. The Group has fully drawn down on this equity funding after the balance sheet date in order to fund committed capital expenditure and growth of the business.

The forecasts indicate that the Group will continue to operate comfortably within the terms of its banking facilities and that the headroom provided by the Group's strong cash position and the debt facilities currently in place is adequate to support the Group over the going concern assessment period. The outstanding debt balance at the date of signing the financial statements is £63.8m.

During the period the Directors of the Company along with the wider Group board have considered the impact of wider economic issues such as political policy changes relating to energy companies and assessed the associated risks to the Group. Based on their experience to date, including the level of post year end trading compared to the budget model, and taking into account all relevant matters of which they are aware, the Directors of the Company do not consider the impact of these risks to affect the view that the Company is a going concern.

Based on this assessment the Directors have a reasonable expectation that the Company has sufficient resources to continue in operational existence for a period of not less than 12 months from the date of approval of the Company's financial statements for the year ended 31 March 2023.

Accordingly, the financial statements have been prepared on a going concern basis.

2.4 Revenue

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

The following criteria must also be met before revenue is recognised:

- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

The sale of energy is measured at the contractual value of metered units supplied during the year

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Notes to the Financial Statements For the 17 Month Period Ended 31 March 2023

2. Accounting policies (continued)

2.5 Interest income

Interest income is recognised in profit or loss using the effective interest method.

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 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:

Completed sites	- 20 years straight line
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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 the Statement of Comprehensive Income.

2.8 Debtors

Short-term debtors are measured at transaction price, less any impairment.

2.9 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.

2.10 Creditors

Short-term creditors are measured at the transaction price.

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Notes to the Financial Statements For the 17 Month Period Ended 31 March 2023

2. Accounting policies (continued)

2.11 Financial instruments

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

Financial instruments are recognised in the Group's Statement of Financial Position when the Group becomes party to the contractual provisions of the instrument.

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

Basic financial assets

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

Impairment of financial assets

Financial assets, other than those held at fair value through the Statement of Comprehensive Income, are assessed for indicators of impairment at each reporting end date.

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

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

Derecognition of financial assets

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

Classification of financial liabilities

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

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Notes to the Financial Statements For the 17 Month Period Ended 31 March 2023

2. Accounting policies (continued)

2.11 Financial instruments (continued)

Basic financial liabilities

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

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

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

Derecognition of financial liabilities

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

2.12 Current and deferred taxation

The tax expense for the 17 month period comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income 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 reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Notes to the Financial Statements For the 17 Month Period Ended 31 March 2023

2. Accounting policies (continued)

2.13 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

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

In the application of the Group's accounting policies, the Directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Key estimates and judgements are made in respect of useful life of plant and equipment.

4. Auditor's remuneration

During the 17 month period, the Company obtained the following services from the Company's auditor:

	17 Month Period Ended 31 March 2023 £	Year Ended 31 October 2021 £
Fees payable to the Company's auditor for the audit of the Company's financial statements	5,000	-

The Company has taken advantage of the exemption not to disclose amounts paid for non-audit services as these are disclosed in the consolidated accounts of the parent Company.

5. Employees

The Company has no employees other than the Directors, who did not receive any remuneration (2021 - £Nil) through this entity.

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Notes to the Financial Statements For the 17 Month Period Ended 31 March 2023

6. Interest receivable

	17 Month Period Ended 31 March 2023 £	Year Ended 31 October 2021 £
Other interest receivable	27,109	58
	<u>27,109</u>	<u>58</u>

7. Interest payable and similar expenses

	17 Month Period Ended 31 March 2023 £	Year Ended 31 October 2021 £
Other interest payable	-	43,634
	<u>-</u>	<u>43,634</u>

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Notes to the Financial Statements For the 17 Month Period Ended 31 March 2023

8. Tangible fixed assets

	Completed sites £
Cost or valuation	
At 1 November 2021	5,586,801
At 31 March 2023	5,586,801
Depreciation	
At 1 November 2021	585,530
Charge for the period	394,549
At 31 March 2023	980,079
Net book value	
At 31 March 2023	4,606,722
At 31 October 2021	5,001,271

9. Debtors

	31 March 2023 £	31 October 2021 £
Trade debtors	-	478,372
Amounts owed by group undertakings	1,712,410	-
Amounts owed by related parties	2,347,416	-
Other debtors	111,835	361,986
Prepayments and accrued income	983,634	-
	5,155,295	840,358

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Notes to the Financial Statements For the 17 Month Period Ended 31 March 2023

10. Creditors: Amounts falling due within one year

	31 March 2023 £	31 October 2021 £
Trade creditors	39,524	395,063
Amounts owed to group undertakings	89,583	-
Amounts owed to related parties	1,571,763	-
Corporation tax	348,456	-
Other taxation and social security	270,809	21,535
Other creditors	-	423,285
Accruals and deferred income	551,378	-
	<u>2,871,513</u>	<u>839,883</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

11. Creditors: Amounts falling due after more than one year

	31 March 2023 £	31 October 2021 £
TP Leasing Limited - loan	-	455,969
	<u>-</u>	<u>455,969</u>

As part of the purchase of Conrad (Fleetwood) Limited by Conrad Energy (Holdings) II Limited, the secured loans were settled in full.

12. Deferred taxation

	2023 £
Charged to profit or loss	(196,233)
At end of year	<u>(196,233)</u>

The deferred taxation balance is made up as follows:

	31 March 2023 £	31 October 2021 £
Accelerated capital allowances	<u>(196,233)</u>	<u>-</u>

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Notes to the Financial Statements For the 17 Month Period Ended 31 March 2023

13. Share capital

	31 March 2023 £	31 October 2021 £
Allotted, called up and fully paid		
5,528,148 (2021 - 4,975,233) Ordinary shares of £0.0010 each	5,529	4,976
Nil (2021 - 552,915) A Ordinary shares of £0.0010 each	-	553
	<u>5,529</u>	<u>5,529</u>

On 10 October 2022 552,915 A Ordinary shares were transferred to Ordinary shares at par value.

14. Commitments under operating leases

At 31 March 2023 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	31 March 2023 £	31 October 2021 £
Not later than 1 year	56,000	-
Later than 1 year and not later than 5 years	224,000	-
Later than 5 years	616,000	-
	<u>896,000</u>	<u>-</u>

15. Related party transactions

The Company is a wholly owned subsidiary of Stardust Investor II Limited. The Company has taken advantage of the exemption conferred by FRS 102 'Related party disclosures' not to disclose transactions with Stardust Investor II Limited or other wholly owned subsidiaries within the Group.

Through common directorships, the below are considered related parties:

	Sales 2023 £	Purchases 2023 £	Receivable at 31 March 2023 £	Payable at 31 March 2023 £
Conrad Energy Limited	-	214,472	-	(225,945)
Conrad Energy (Trading) Limited	7,127,969	5,141,471	2,347,416	(1,345,818)
	<u>7,127,969</u>	<u>5,355,943</u>	<u>2,347,416</u>	<u>(1,571,763)</u>

Conrad (Fleetwood) Limited (formerly Putney Power Limited)

Notes to the Financial Statements For the 17 Month Period Ended 31 March 2023

16. Controlling party

At the beginning of the period the immediate parent undertaking was TP Nominees Limited, a limited company incorporated in England and Wales. In the opinion of the Directors there were no ultimate controlling party prior to the sale of the Company's share capital.

During the period the entire share capital of the Company was sold and the immediate parent undertaking at the date of signing these accounts is Conrad Energy (Holdings) II Limited. The ultimate parent undertaking is Stardust Investor II Limited and is the parent undertaking of the largest group for which group accounts are prepared, of which the Company is a member. Copies of the accounts may be obtained from Companies House.

In the opinion of the Directors there is no single overall controlling party.