

**REGISTERED NUMBER: 03772150 (England and Wales)**

**Directors' Report and  
Financial Statements  
for the Year Ended 31 December 2019  
for  
THAMESWEY ENERGY LIMITED**

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FOR THE YEAR ENDED 31 DECEMBER 2019**

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**THAMESWEY ENERGY LIMITED**  
**Company Information**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**DIRECTORS:** W Prescott  
Dr B M Maunders  
Cllr A Azad  
P J Grimshare

**SECRETARY:** Clyde Secretaries Limited

**REGISTERED OFFICE:** The St Botolph Building  
138 Houndsditch  
London  
EC3A 7AR

**REGISTERED NUMBER:** 03772150 (England and Wales)

**AUDITOR:** Hamlyns LLP  
Statutory Auditor and  
Chartered Accountants  
Sundial House  
High Street  
Horsell  
Woking  
Surrey  
GU21 4SU

**BANKERS:** National Westminster Bank Plc  
PO Box 358  
1 High Street  
Woking  
Surrey  
GU21 1ZS

**SOLICITORS:** Clyde & Co LLP  
The St Botolph Building  
138 Houndsditch  
London  
EC3A 7AR

**Directors' Report  
FOR THE YEAR ENDED 31 DECEMBER 2019**

The directors present their report with the financial statements of the company for the year ended 31 December 2019.

**PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was that of building, financing and operating combined heat and power plant and photovoltaic plant for the production and supply of electricity, heat and chilled water.

**DIRECTORS**

The directors shown below have held office during the whole of the period from 1 January 2019 to the date of this report.

W Prescott  
Dr B M Maunders  
Cllr A Azad

Other changes in directors holding office are as follows:

P J Grimshare was appointed as a director after 31 December 2019 but prior to the date of this report.

P N Bryant and D J Spinks ceased to be directors after 31 December 2019 but prior to the date of this report.

**STATEMENT AS TO DISCLOSURE OF INFORMATION TO THE AUDITOR**

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditor is unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

**ON BEHALF OF THE BOARD:**

Dr B M Maunders - Director

8 October 2021

**Statement of Directors' Responsibilities  
FOR THE YEAR ENDED 31 DECEMBER 2019**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

## **Independent Auditor's Report to the Members of Thameswey Energy Limited**

### **Opinion**

We have audited the financial statements of Thameswey Energy Limited (the 'company') for the year ended 31 December 2019 which comprise the Income Statement, Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity, Cash Flow Statement 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).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its loss for the year 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.

### **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 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 FRC's Ethical Standard, 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.

### **Conclusions relating to going concern**

We draw attention to the disclosure made in note 2 to the financial statements relating to the accounts being prepared on a going concern basis having acknowledged the uncertainties that have arisen from both the results of the financial year as well as the impact of the ongoing COVID-19 outbreak. As stated in the note, these events indicate that a material uncertainty exists that may cast doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

### **Emphasis of matter**

We draw attention to note 11 of the financial statements that states that the investment in Thameswey Central Milton Keynes Limited is reviewed annually by the directors to assess whether the carrying value is ultimately recoverable. The directors have concluded that the carrying value is recoverable and that no impairment adjustment is required. Their opinion is based upon the view that significant opportunities exist to improve that company's business in the medium and long term as detailed in its business plan, which is prepared annually and approved by the ultimate controlling party. Thameswey Central Milton Keynes Limited is dependent upon future funding being made available by the ultimate controlling party to repay existing loans as they fall due. Our opinion is not modified in respect of this matter.

We also draw attention to note 14 of the financial statements that states that amounts owed to group undertakings have been paid in part by ultimate controlling entity on the company's behalf. These payments are expected to be converted into loans from the ultimate controlling party on similar terms to loans already received. Our opinion is not modified in respect of this matter.

### **Other information**

The directors are responsible for the other information. The other information comprises the information in the Directors' Report and the Statement of Directors' Responsibilities, but does not include 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

## **Independent Auditor's Report to the Members of Thameswey Energy Limited**

### **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 Directors' Report for the financial year 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.

### **Matters on which we are required to report by exception**

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 where 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 take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Directors' Report.

### **Responsibilities of directors**

As explained more fully in the Statement of Directors' Responsibilities set out on page three, 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 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.

### **Auditors' 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 Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Auditor's Report.

The maintenance and integrity of the Thameswey Energy Limited website is the responsibility of the directors; the work carried out by the auditor does not involve consideration of these matters and, accordingly, the auditor accepts no responsibility for any changes that may have occurred to the financial statements since they were initially presented on the website.

**Independent Auditor's Report to the Members of  
Thameswey Energy Limited**

**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.

David Cooper (Senior Statutory Auditor)  
for and on behalf of Hamlyns LLP  
Statutory Auditor and  
Chartered Accountants  
Sundial House  
High Street  
Horsell  
Woking  
Surrey  
GU21 4SU

8 October 2021



THAMESWEY ENERGY LIMITED (REGISTERED NUMBER: 03772150)

**Income Statement**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

	Notes	2019 £	2018 £
<b>TURNOVER</b>		<b>3,843,272</b>	4,440,833
Cost of sales		<u>2,428,363</u>	<u>2,899,222</u>
<b>GROSS PROFIT</b>		<b>1,414,909</b>	1,541,611
Administrative expenses		<u>1,196,808</u>	<u>1,226,730</u>
		<b>218,101</b>	314,881
Other operating income		<u>48,032</u>	<u>40,544</u>
<b>OPERATING PROFIT</b>	6	<b>266,133</b>	355,425
Interest receivable and similar income		<u>1,165</u>	<u>13,622</u>
		<b>267,298</b>	369,047
Interest payable and similar expenses	7	<u>710,299</u>	<u>769,956</u>
<b>LOSS BEFORE TAXATION</b>		<b>(443,001)</b>	(400,909)
Tax on loss	8	<u>221</u>	<u>2,588</u>
<b>LOSS FOR THE FINANCIAL YEAR</b>		<b><u>(443,222)</u></b>	<b><u>(403,497)</u></b>

The notes on pages 12 to 20 form part of these financial statements

THAMESWEY ENERGY LIMITED (REGISTERED NUMBER: 03772150)

**Other Comprehensive Income  
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Notes	2019 £	2018 £
<b>LOSS FOR THE YEAR</b>		<b>(443,222)</b>	<b>(403,497)</b>
<b>OTHER COMPREHENSIVE INCOME</b>		<b>-</b>	<b>-</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b><u>(443,222)</u></b>	<b><u>(403,497)</u></b>

The notes on pages 12 to 20 form part of these financial statements

**THAMESWEY ENERGY LIMITED (REGISTERED NUMBER: 03772150)**

**Balance Sheet  
31 DECEMBER 2019**

		2019		2018	
	Notes	£	£	£	£
<b>FIXED ASSETS</b>					
Tangible assets	10		<b>21,282,056</b>		12,730,155
Investments	11		<b>1,110,000</b>		1,110,000
			<hr/>		<hr/>
			<b>22,392,056</b>		13,840,155
<b>CURRENT ASSETS</b>					
Stocks	12	<b>51,582</b>		35,926	
Debtors	13	<b>1,070,482</b>		1,217,476	
Cash at bank		<b>66,641</b>		910,585	
			<hr/>		
		<b>1,188,705</b>		2,163,987	
<b>CREDITORS</b>					
Amounts falling due within one year	14	<b>10,353,849</b>		2,008,964	
			<hr/>		
<b>NET CURRENT (LIABILITIES)/ASSETS</b>			<b>(9,165,144)</b>		155,023
			<hr/>		
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<b>13,226,912</b>		13,995,178
<b>CREDITORS</b>					
Amounts falling due after more than one year	15		<b>(12,106,345)</b>		(12,681,387)
<b>ACCRUALS AND DEFERRED INCOME</b>	16		<b>(1,084,473)</b>		(834,475)
			<hr/>		<hr/>
<b>NET ASSETS</b>			<b>36,094</b>		479,316
			<hr/> <hr/>		<hr/> <hr/>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	17		<b>5,050,450</b>		5,050,450
Retained earnings	18		<b>(5,014,356)</b>		(4,571,134)
			<hr/>		<hr/>
<b>SHAREHOLDERS' FUNDS</b>			<b>36,094</b>		479,316
			<hr/> <hr/>		<hr/> <hr/>

The financial statements were approved by the Board of Directors and authorised for issue on 8 October 2021 and were signed on its behalf by:

Cllr A Azad - Director

THAMESWEY ENERGY LIMITED (REGISTERED NUMBER: 03772150)

Statement of Changes in Equity  
FOR THE YEAR ENDED 31 DECEMBER 2019

	Called up share capital £	Retained earnings £	Total equity £
<b>Balance at 1 January 2018</b>	5,050,450	(4,167,637)	882,813
<b>Changes in equity</b>			
Total comprehensive income	-	(403,497)	(403,497)
<b>Balance at 31 December 2018</b>	<u>5,050,450</u>	<u>(4,571,134)</u>	<u>479,316</u>
<b>Changes in equity</b>			
Total comprehensive income	-	(443,222)	(443,222)
<b>Balance at 31 December 2019</b>	<u><u>5,050,450</u></u>	<u><u>(5,014,356)</u></u>	<u><u>36,094</u></u>

The notes on pages 12 to 20 form part of these financial statements

THAMESWEY ENERGY LIMITED (REGISTERED NUMBER: 03772150)

**Cash Flow Statement**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

	Notes	2019 £	2018 £
<b>Cash flows from operating activities</b>			
Cash generated from operations	21	3,345,498	1,462,131
Interest paid		(710,299)	(769,956)
Net cash from operating activities		<u>2,635,199</u>	<u>692,175</u>
<b>Cash flows from investing activities</b>			
Purchase of tangible fixed assets		(9,432,563)	(572,685)
Sale of tangible fixed assets		26,177	-
Interest received		1,165	13,622
Net cash from investing activities		<u>(9,405,221)</u>	<u>(559,063)</u>
<b>Cash flows from financing activities</b>			
New loans in year		5,625,896	-
Loan repayments in year		-	(506,892)
Contribution from other bodies		300,182	191,802
Net cash from financing activities		<u>5,926,078</u>	<u>(315,090)</u>
<b>Decrease in cash and cash equivalents</b>		<b>(843,944)</b>	<b>(181,978)</b>
<b>Cash and cash equivalents at beginning of year</b>	22	<b>910,585</b>	<b>1,092,563</b>
<b>Cash and cash equivalents at end of year</b>	22	<b><u>66,641</u></b>	<b><u>910,585</u></b>

The notes on pages 12 to 20 form part of these financial statements

**Notes to the Financial Statements  
FOR THE YEAR ENDED 31 DECEMBER 2019**

**1. STATUTORY INFORMATION**

Thameswey Energy Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

**2. ACCOUNTING POLICIES**

**BASIS OF PREPARING THE FINANCIAL STATEMENTS**

The financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

**Going concern**

The financial statements have been prepared on a going concern basis. The directors have acknowledged the latest guidance on going concern and financial reporting published by the Financial Reporting Council. The going concern basis adopted for preparing the financial statements is contingent upon the continued financial support of the company's ultimate parent undertaking.

The directors agree and recommend for approval by Woking Borough Council a business plan each year with financial projections which demonstrate that the company can repay its loans and give a return on the investment. The plan is then presented to the Council's Executive and the full Council for approval. Woking Borough Council members adopted the business plan covering the period 2020 to 2023. The principal investment return to Woking Borough Council will be achieved via loan margins.

Subsequent to the end of the year under review, the rapid spread of the COVID-19 virus has clear consequences for both the UK and global economy. The company has experienced the effect of this with a reduction in energy consumption from customers after the year-end. In addition the company has made adjustments to working practices in order to keep employees safe.

The directors continue to monitor the impact of the consequences of the virus on the business. It is too early to conclude the full impact of the pandemic but at the time of approving the financial statements the directors do not consider COVID-19 to impact the Company's ability to continue and are satisfied that it is appropriate to prepare the financial statements on a going concern basis.

Assurances have been obtained from the ultimate parent undertaking that continued financial support will be made available, as required, to ensure that liabilities can be met as they fall due and that the company has adequate funds to continue trading.

For these reasons the directors believe that it is appropriate to prepare the accounts on a going concern basis.

**PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS**

The financial statements contain information about Thameswey Energy Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertaking are included by full consolidation in the consolidated financial statements of its parent, Thameswey Limited, .

**Notes to the Financial Statements - continued  
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. **ACCOUNTING POLICIES - continued**

**TURNOVER**

Turnover includes the sales value of units of energy supplied to domestic and commercial customers. Energy supplied includes sustainable electricity, gas, heating, cooling as well as surplus energy units supplied to the grid through the Feed in Tariff.

Turnover relating to the sales value of units of energy is recognised at the time at which energy is supplied, this is based on periodic meter readings and includes estimates of the value of units supplied to customers between the date of the last meter reading and the year end.

Turnover also includes the sales value of service charges relating to the maintenance and supply of energy meters. Turnover relating to the sales value of service charges is recognised at the point at which the service is performed.

All turnover is stated net of VAT and discounts.

**TANGIBLE FIXED ASSETS**

The company's tangible fixed assets are stated at cost and generally depreciated on a straight-line basis over the estimated operational lives of the assets. Borrowing costs directly attributable to the acquisition, construction or production of tangible fixed assets are added to the cost of those assets when incurred, until such time as the assets are substantially ready for their intended use at which time capitalisation ceases. Reviews are undertaken annually of the estimated remaining lives and residual values of property, plant and equipment.

The main depreciation periods used by the company are set out below:

Buildings - Straight line over 60 years

Plant and machinery - Straight line over 15 to 60 years

Assets under construction are not depreciated until ready for use.

**STOCKS**

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Cost is defined as the average cost of stock items, and includes all purchase, transport and handling costs in bringing stock to its present location and condition.

**FINANCIAL INSTRUMENTS**

Financial instruments are accounted for according to the substance of the contractual arrangements as either financial assets, financial liabilities or equity instruments, rather than their legal form.

The company only has basic financial instruments.

Financial assets are initially measured at transaction price and subsequently held at cost, less any impairment.

Financial liabilities are measured initially at transaction price and subsequently at amortised cost.

An equity instrument is any contract that evidences a residual interest in the net assets of the company.

Finance costs are charged to the profit and loss over the term of the debt using the effective interest rate method so that the amount charged is at a constant rate on the carrying amount.

**Notes to the Financial Statements - continued  
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. **ACCOUNTING POLICIES - continued**

**TAXATION**

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

**DEFERRED TAX**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

**GRANTS**

Grants relating to fixed assets are treated as deferred income and released to the profit and loss account over the expected useful life of the asset concerned. Other grants are credited to the profit and loss account as the related expenditure is incurred.

**INVESTMENTS**

Fixed asset investments consists wholly of investments in subsidiaries.

Investments in subsidiaries are valued at cost less any provisions for any impairment.

Impairment reviews of fixed asset investments are carried out annually by the board.

3. **CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

In preparing the accounts, the company is required to make estimates and assumptions that impact on the reported amounts of revenues, expenses, assets and liabilities of the company. Actual results may differ from these estimates. Estimates and judgements pertinent to the company are included below. This critical accounting judgement and key source of estimation uncertainty should be read in conjunction with the full statement of Accounting Policies at Note 2.

**Revenue**

The nature of the energy industry in which the company operates is such that the company's revenue recognition is subject to a degree of estimation. The assessment of energy sales to customers is based on meter readings, which are carried out on a systematic basis throughout the year. Whereby a meter reading is not undertaken before the year end an estimate of the value of units supplied to customers between the date of the last meter reading and the period end is recorded in revenue.

Unbilled revenue is included within accrued income in the balance sheet. At 31 December 2019 this amounted to £290,278 (2018: £366,999)

4. **EMPLOYEES AND DIRECTORS**

There were no staff or employees directly employed by the company for the year ended 31 December 2019 or for the year ended 31 December 2018. The independent directors are remunerated by parent undertakings for the current and preceding financial years. Staff costs are reallocated from parent undertakings.



Notes to the Financial Statements - continued  
FOR THE YEAR ENDED 31 DECEMBER 2019

5. DIRECTORS' EMOLUMENTS

	2019	2018
	£	£
Directors' remuneration	<u>9,948</u>	<u>9,305</u>

Directors remuneration relates to fees paid to the independent non-executive directors.

6. OPERATING PROFIT

The operating profit is stated after charging:

	2019	2018
	£	£
Depreciation - owned assets	854,485	878,616
Loss on disposal of fixed assets	-	13,265
Auditors' remuneration	<u>10,154</u>	<u>8,828</u>

7. INTEREST PAYABLE AND SIMILAR EXPENSES

	2019	2018
	£	£
Other interest	<u>710,299</u>	<u>769,956</u>

8. TAXATION

**Analysis of the tax charge**

The tax charge on the loss for the year was as follows:

	2019	2018
	£	£
Current tax:		
UK corporation tax	<u>221</u>	<u>2,588</u>
Tax on loss	<u>221</u>	<u>2,588</u>

**RECONCILIATION OF TOTAL TAX CHARGE INCLUDED IN PROFIT AND LOSS**

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2019	2018
	£	£
Loss before tax	<u>(443,001)</u>	<u>(400,909)</u>
Loss multiplied by the standard rate of corporation tax in the UK of 19% (2018 - 19%)	(84,170)	(76,173)
Effects of:		
Expenses not deductible for tax purposes	-	2,520
Income not taxable for tax purposes	(9,347)	(7,703)
Depreciation in excess of capital allowances	162,352	166,937
Utilisation of tax losses	(68,614)	(82,993)
Total tax charge	<u>221</u>	<u>2,588</u>

Notes to the Financial Statements - continued  
FOR THE YEAR ENDED 31 DECEMBER 2019

9. LOANS AND OVERDRAFTS

Amounts owed to group undertaking

	2019	2018
	£	£
Repayable within one year	562,108	1,532,422
Amounts falling due between one and two years	593,449	562,108
Amounts falling due between two and five years	1,986,359	1,881,453
Amounts falling due after more than five years	9,526,537	10,237,827
	<u>12,668,453</u>	<u>14,213,809</u>

Amounts owed to group undertaking comprises loans from the ultimate parent undertaking Woking Borough Council. Interest is charged on the above loans at an annual interest rate of between 2.23% and 5.5%.

Loan facilities not exceeding £2,000,000 made available by Lombard North Central plc to the company's subsidiary, Thameswey Central Milton Keynes Limited are secured by a charge dated 2 June 2008 over two of the company's bank accounts, the Operating Account and the Security Account.

10. TANGIBLE FIXED ASSETS

	Buildings	Plant and machinery	Assets under construction	Totals
	£	£	£	£
<b>COST</b>				
At 1 January 2019	505,192	20,244,228	1,045,662	21,795,082
Additions	-	2,622,973	6,809,590	9,432,563
Disposals	-	(5,445)	(26,177)	(31,622)
Transfer to ownership	-	839,385	(839,385)	-
	<u>505,192</u>	<u>23,701,141</u>	<u>6,989,690</u>	<u>31,196,023</u>
At 31 December 2019	505,192	23,701,141	6,989,690	31,196,023
<b>DEPRECIATION</b>				
At 1 January 2019	163,029	8,901,898	-	9,064,927
Charge for year	8,339	846,146	-	854,485
Eliminated on disposal	-	(5,445)	-	(5,445)
	<u>171,368</u>	<u>9,742,599</u>	<u>-</u>	<u>9,913,967</u>
At 31 December 2019	171,368	9,742,599	-	9,913,967
<b>NET BOOK VALUE</b>				
At 31 December 2019	<u>333,824</u>	<u>13,958,542</u>	<u>6,989,690</u>	<u>21,282,056</u>
At 31 December 2018	<u>342,163</u>	<u>11,342,330</u>	<u>1,045,662</u>	<u>12,730,155</u>

Notes to the Financial Statements - continued  
FOR THE YEAR ENDED 31 DECEMBER 2019

11. FIXED ASSET INVESTMENTS

	Unlisted investments £
<b>COST</b>	
At 1 January 2019 and 31 December 2019	<u>1,110,000</u>
<b>NET BOOK VALUE</b>	
At 31 December 2019	<u>1,110,000</u>
At 31 December 2018	<u>1,110,000</u>

The company's investments at the Balance Sheet date in the share capital of companies include the following:

**Thameswey Central Milton Keynes Limited**

Registered office: The St Botolph Building, 138 Houndsditch, London EC3A 7AR

Nature of business: Supply of electricity, heat and chilled water.

	%		
Class of shares:	holding	2019	2018
Ordinary	100.00	£	£
Aggregate capital and reserves		<u>(19,117,238)</u>	(17,314,576)
Loss for the year		<u>(1,802,662)</u>	<u>(1,716,248)</u>

The investment in Thameswey Central Milton Keynes Limited is reviewed for impairment annually by the board.

The business has significant opportunities in the medium and long term which are summarised in its business plan, which is prepared annually and reviewed by the ultimate controlling party.

It is therefore considered appropriate by the directors that the investment does not require impairment.

12. STOCKS

	2019	2018
	£	£
Stocks	<u>51,582</u>	<u>35,926</u>

13. DEBTORS

	2019	2018
	£	£
Amounts falling due within one year:		
Trade debtors	334,336	588,111
Amounts owed by group undertakings	-	255,177
VAT	433,227	-
Prepayments and accrued income	302,919	372,036
	<u>1,070,482</u>	<u>1,215,324</u>

Notes to the Financial Statements - continued  
FOR THE YEAR ENDED 31 DECEMBER 2019

13. <b>DEBTORS - continued</b>		
	<b>2019</b>	2018
	<b>£</b>	£
Amounts falling due after more than one year:		
Amounts owed by group undertakings	-	2,152
	<u>          </u>	<u>          </u>
Aggregate amounts	<b>1,070,482</b>	1,217,476
	<u>          </u>	<u>          </u>

14. <b>CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR</b>		
	<b>2019</b>	2018
	<b>£</b>	£
Trade creditors	<b>3,423,742</b>	768,483
Amounts owed to group undertakings	<b>6,737,470</b>	536,532
Tax	<b>221</b>	-
VAT	-	10,605
Other creditors	-	186,040
Accruals and deferred income	<b>192,416</b>	507,304
	<u>          </u>	<u>          </u>
	<b>10,353,849</b>	2,008,964
	<u>          </u>	<u>          </u>

Included within amounts owed to group undertakings due within one year is an amount of £6,145,237 owed to Thameswey Developments Limited, a subsidiary company of the Thameswey Group of companies.

This amount has been settled after the year end by Woking Borough Council on behalf of the company on 17th June 2021 and 2nd August 2021. The Council is the ultimate controlling entity of the Thameswey Group. These payments represent loan advances to the company from the Council, which together with the residual balance will be converted into long term loans owed to the Council on similar terms to advances already received.

15. <b>CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR</b>		
	<b>2019</b>	2018
	<b>£</b>	£
Amounts owed to group undertakings	<b>12,106,345</b>	12,681,387
	<u>          </u>	<u>          </u>

16. <b>ACCRUALS AND DEFERRED INCOME</b>		
	<b>2019</b>	2018
	<b>£</b>	£
Accruals and deferred income	<b>895,613</b>	786,166
Deferred government grants	<b>188,860</b>	48,309
	<u>          </u>	<u>          </u>
	<b>1,084,473</b>	834,475
	<u>          </u>	<u>          </u>

17. <b>CALLED UP SHARE CAPITAL</b>				
Allotted, issued and fully paid:				
Number:	Class:	Nominal value:	<b>2019</b>	2018
			<b>£</b>	£
5,050,450	£1 Ordinary 'Class B' Shares	£1	<b>5,050,450</b>	5,050,450
			<u>          </u>	<u>          </u>

Notes to the Financial Statements - continued  
FOR THE YEAR ENDED 31 DECEMBER 2019

17. CALLED UP SHARE CAPITAL - continued

Each share is entitled to one vote in any circumstances and each share is also entitled pari passu to dividend payments or any other distribution, including a distribution arising from a winding up of the company. The shares are not redeemable.

18. RESERVES

	Retained earnings £
At 1 January 2019	(4,571,134)
Deficit for the year	(443,222)
	<hr/>
At 31 December 2019	(5,014,356)
	<hr/> <hr/>

19. ULTIMATE PARENT COMPANY

The company's immediate parent company is Thameswey Limited, a company incorporated in England and Wales.

The company's ultimate parent undertaking is considered to be Woking Borough Council.

The largest group into which the company is consolidated is headed by Woking Borough Council, and the smallest group into which the company is consolidated is Thameswey Limited. Copies of both sets of group accounts are available from the Company Secretary, Clyde Secretaries Limited, The St Botolph Building, 138 Houndsditch, London, EC3A 7AR.

20. RELATED PARTY DISCLOSURES

The company's immediate parent company Thameswey Limited is 100% (2018 - 100%) owned by Woking Borough Council. Thameswey Limited owns the share capital of the following companies:

	2019	2018
Thameswey Energy Limited	100%	100%
Thameswey Housing Limited	100%	100%
Thameswey Sustainable Communities Limited	100%	100%
Thameswey Developments Limited	100%	100%
Thameswey Solar Limited	100%	100%
Thameswey Maintenance Services Limited	100%	100%

Thameswey Energy Limited owns 100% (2018 - 100%) of Thameswey Central Milton Keynes Limited. Thameswey Housing Limited owns 100% (2018 - 100%) of Thameswey Guest Houses Limited and 50% (2018 - 50%) of Rutland Woking (Residential) Limited. Thameswey Developments Limited owns 50% (2018 - 50%) of Rutland (Woking) Limited and 50% (2018 - 50%) of Rutland Woking (Carthouse Lane) Limited. Rutland (Woking) Limited owns 50% (2018: 50%) of Rutland Woking (Residential) Limited.

Therefore, no transactions with these related parties are to be disclosed for either year under the provisions of section 33 of Financial Reporting Standard 102.

THAMESWEY ENERGY LIMITED (REGISTERED NUMBER: 03772150)

Notes to the Financial Statements - continued  
FOR THE YEAR ENDED 31 DECEMBER 2019

21.	<b>RECONCILIATION OF LOSS BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS</b>		
		<b>2019</b>	2018
		<b>£</b>	<b>£</b>
	Loss before taxation	(443,001)	(400,909)
	Depreciation charges	854,485	878,616
	Loss on disposal of fixed assets	-	13,265
	Grants amortised	(48,032)	(40,544)
	Finance costs	710,299	769,956
	Finance income	(1,165)	(13,622)
		<u>1,072,586</u>	<u>1,206,762</u>
	(Increase)/decrease in stocks	(15,656)	1,256
	Decrease/(increase) in trade and other debtors	144,842	(398,167)
	Increase in trade and other creditors	<u>2,143,726</u>	<u>652,280</u>
	<b>Cash generated from operations</b>	<u><u>3,345,498</u></u>	<u><u>1,462,131</u></u>

22. **CASH AND CASH EQUIVALENTS**

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

**Year ended 31 December 2019**

	<b>31.12.19</b>	<b>1.1.19</b>
	<b>£</b>	<b>£</b>
Cash and cash equivalents	<u>66,641</u>	<u>910,585</u>

**Year ended 31 December 2018**

	31.12.18	1.1.18
	£	£
Cash and cash equivalents	<u>910,585</u>	<u>1,092,563</u>

23. **ANALYSIS OF CHANGES IN NET FUNDS**

	<b>At 1.1.19</b>	<b>Cash flow</b>	<b>At 31.12.19</b>
	<b>£</b>	<b>£</b>	<b>£</b>
<b>Net cash</b>			
Cash at bank	<u>910,585</u>	<u>(843,944)</u>	<u>66,641</u>
	<u>910,585</u>	<u>(843,944)</u>	<u>66,641</u>
<b>Total</b>	<u><u>910,585</u></u>	<u><u>(843,944)</u></u>	<u><u>66,641</u></u>