Directors' Report and

Financial Statements

for the Year Ended 31 December 2020

for

THAMESWEY SOLAR LIMITED

Contents of the Financial Statements FOR THE YEAR ENDED 31 DECEMBER 2020

	Page
Company Information	1
Directors' Report	2
Statement of Directors' Responsibilities	3
Independent Auditor's Report	4
Income Statement	8
Other Comprehensive Income	9
Balance Sheet	10
Statement of Changes in Equity	11
Cash Flow Statement	12
Notes to the Financial Statements	13

THAMESWEY SOLAR LIMITED

Company Information FOR THE YEAR ENDED 31 DECEMBER 2020

DIRECTORS: Dr B M Maunders

Cllr A Azad P J Grimshare G C Framalicco Cllr D Harlow G D Memanus

SECRETARY: Clyde Secretaries Limited

REGISTERED OFFICE: The St Botolph Building

138 Houndsditch

London EC3A 7AR

REGISTERED NUMBER: 07679222 (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 2020

The directors present their report with the financial statements of the company for the year ended 31 December 2020.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of to own, operate and install solar photovoltaic panels. However, subsequent to the year-end, the Directors have taken the decision to cease trading in this Company. As the directors do not intend to acquire a replacement trade, they have not prepared the financial statements on a going concern basis. The effect of this is explained in note 2.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2020 to the date of this report.

Dr B M Maunders Cllr A Azad

Other changes in directors holding office are as follows:

P J Grimshare, G C Framalicco, Cllr D Harlow and G D Mcmanus were appointed as directors after 31 December 2020 but prior to the date of this report.

D J Spinks and P N Bryant ceased to be directors after 31 December 2020 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 BEI	HALF OF THE BOARD:
Dr B M	Maunders - Director
Date:	October 2021

Statement of Directors' Responsibilities FOR THE YEAR ENDED 31 DECEMBER 2020

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.

Opinion

We have audited the financial statements of Thameswey Solar Limited (the 'company') for the year ended 31 December 2020 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 2020 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.

Emphasis of matter

We draw attention to note 2 in the accounts, that states that the financial statements have not been prepared on a going concern basis due to the directors intention to cease trading. The intention of the directors is to transfer all assets and liabilities to another group entity at net realisable value. As a result of this, all assets and liabilities have been stated at net realisable value. 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 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.

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, 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.

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:

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud.

The objectives of our audit in respect of fraud are to identify and assess the risks of material misstatement of the financial statements due to fraud, to obtain sufficient audit evidence regarding the assessed risks of material misstatement due to fraud, through designing and implementing appropriate responses to those assessed risks, and to respond accordingly to instances of fraud or suspected fraud identified during the audit. However, the primary responsibility for the prevention and detection of fraud rests with both management and those charged with governance of the company.

Our approach was as follows:

We obtained an understanding of the legal and regulatory frameworks that are applicable to the entity and determined that the most significant are the Companies Act 2006, the reporting framework of the Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Sections 1A "Small entities" and UK taxation legislation.

We understood how the company is complying with those frameworks by discussions with management and those charged with governance. Where the risk was considered to be higher we performed audit procedures to address each identified fraud risk. These procedures included testing journals, reviewing large and/or unusual transactions and confirming group balances. In addition, we completed procedures to conclude on the compliance of the disclosures in the financial statements with all applicable requirements.

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. This description forms part of our Auditor's Report.

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

Note:

The maintenance and integrity of the Thameswey Solar 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.

Income Statement FOR THE YEAR ENDED 31 DECEMBER 2020

	Notes	2020 £	2019 £
TURNOVER		-	205,830
Cost of sales		<u> </u>	12,561
GROSS PROFIT		-	193,269
Administrative expenses		23,166	101,936
		(23,166)	91,333
Other operating income			5,053
OPERATING (LOSS)/PROFIT	5	(23,166)	96,386
Interest receivable and similar income		22	125
		(23,144)	96,511
Interest payable and similar expenses	6	69,169	79,010
(LOSS)/PROFIT BEFORE TAXATIO)N	(92,313)	17,501
Tax on (loss)/profit	7	<u>-</u> _	18,645
LOSS FOR THE FINANCIAL YEAR		(92,313)	(1,144)

Other Comprehensive Income FOR THE YEAR ENDED 31 DECEMBER 2020

Notes	2020 £	2019 £
LOSS FOR THE YEAR	(92,313)	(1,144)
OTHER COMPREHENSIVE INCOME		
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	(92,313) =====	(1,144)

Balance Sheet 31 DECEMBER 2020

		2020	2019
	Notes	£	£
CURRENT ASSETS			
Debtors	8	1,857	2,473,124
Cash at bank		1,179,949	39,436
		1,181,806	2,512,560
CREDITORS			
Amounts falling due within one year	9	95,800	257,375
NET CURRENT ASSETS		1,086,006	2,255,185
TOTAL ASSETS LESS CURRENT			
LIABILITIES		1,086,006	2,255,185
CREDITORS			
Amounts falling due after more than one			
year	10	-	1,076,866
NET ASSETS		1,086,006	1,178,319
TET TISSETS			=====
CAPITAL AND RESERVES			
Called up share capital	12	1,182,688	1,182,688
Retained earnings	13	(96,682)	(4,369)
retained carmings	13	(50,002)	
SHAREHOLDERS' FUNDS		1,086,006	1,178,319
TI C	41 - D 1 - CD'		0.4.12021
The financial statements were approved be were signed on its behalf by:	by the Board of Di	rectors and authorised for issue on	October 2021 and

Dr B M Maunders - Director

Statement of Changes in Equity FOR THE YEAR ENDED 31 DECEMBER 2020

	Called up share capital £	Retained earnings	Total equity £
Balance at 1 January 2019	1,182,688	(3,225)	1,179,463
Changes in equity Total comprehensive income		(1,144)	(1,144)
Balance at 31 December 2019	1,182,688	(4,369)	1,178,319
Changes in equity Total comprehensive income		(92,313)	(92,313)
Balance at 31 December 2020	1,182,688	(96,682)	1,086,006

Cash Flow Statement FOR THE YEAR ENDED 31 DECEMBER 2020

0	2019
£	£
2,447,409 (69,169)	(2,414,932) (79,010)
2,378,240	(2,493,942)
	(44.2.50)
-	(14,250)
- 22	2,622,973 125
22	2,608,848
(1,237,749)	(151,647)
(1,237,749)	(151,647)
1,140,513	(36,741)
39,436	76,177
1,179,949	39,436
	(69,169) 2,378,240

Notes to the Financial Statements FOR THE YEAR ENDED 31 DECEMBER 2020

1. STATUTORY INFORMATION

Thameswey Solar 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 (\pounds) .

2. ACCOUNTING POLICIES

BASIS OF PREPARING THE FINANCIAL STATEMENTS

These 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

In previous years, the financial statements have been prepared on a going concern basis. However, during the year, the directors took the decision to cease trading in this entity and transfer all assets and liabilities to another entity in the Thameswey Group, Thameswey Energy Limited.

Accordingly the directors prepared the financial statements on an alternative basis.

As a result of this change of basis, all assets and liabilities have been reviewed and stated at their net realisable value.

TURNOVER

Turnover includes the sales value of units of electricity provided to domestic and commercial customers, as well as the sales value of surplus energy units supplied to the grid through the Feed in Tariff. Turnover relating to the sales value of units of electricity is recognised at the time at which energy is supplied, 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 of solar panels. 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 depreciated on a straight-line basis over the estimated operational lives of the assets. Reviews are undertaken annually of the estimated remaining lives and residual values of property, plant and equipment.

The depreciation period used by the company is set out below:

Plant and machinery - Straight line over 40 years

FINANCIAL INSTRUMENTS

Financial instruments are classified as accounted for according to the substance of the contractual arrangements as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the net assets of the company.

Basic financial instruments are recognised at amortised cost.

The company only has basic financial instruments.

Page 13 continued...

Notes to the Financial Statements - continued FOR THE YEAR ENDED 31 DECEMBER 2020

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.

3. EMPLOYEES AND DIRECTORS

There were no staff or employees directly employed by the company for the year ended 31 December 2020 or for the year ended 31 December 2019. The independent director is remunerated by parent undertakings for the current and preceding financial years. The staff costs have been reallocated from parent undertakings.

4. **DIRECTORS' EMOLUMENTS**

	2020	2019
	£	£
Directors' remuneration	-	1,980

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

5. **OPERATING (LOSS)/PROFIT**

The operating loss (2019 - operating profit) is stated after charging:

		2020 £	2019 £
	Depreciation - owned assets	-	80,632
	Auditors' remuneration	10,609	5,194
6.	INTEREST PAYABLE AND SIMILAR EXPENSES		
		2020	2019
		£	£
	Loan interest	69,169	79,010

Page 14 continued...

2010

Notes to the Financial Statements - continued FOR THE YEAR ENDED 31 DECEMBER 2020

7. TAXATION

8.

9.

VAT

Accruals and deferred income

TAXATION		
Analysis of the tax charge		
The tax charge on the loss for the year was as follows:		
	2020	2019
Current tax:	£	£
UK corporation tax	_	18,645
on corporation at		
Tax on (loss)/profit	-	18,645
UK corporation tax was charged at 19% in 2019.		
RECONCILIATION OF TOTAL TAX CHARGE INCLUDED IN PROFIT The tax assessed for the year is higher than the standard rate of corporation explained below:		he difference
	2020	2019
	£	£
(Loss)/profit before tax	(92,313)	17,501
(Loss)/profit multiplied by the standard rate of corporation tax in the UK of	(17,539)	2 225
19% (2019 - 19%)	(17,559)	3,325
Effects of:		
Depreciation in excess of capital allowances	-	15,320
Tax losses carried forward	17,539	-
Total tax charge	_	18,645
Total tax charge		====
DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
	2020	2019
Trade debtors	£	£ 2,472,739
VAT	1,472	2,472,737
Prepayments and accrued income	385	385
	1,857	2,473,124
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
	2020	2019
	£	£
Trade creditors	8,831	10,148
Amounts owed to group undertakings	62,236	204,050
Tax	-	18,645

Page 15 continued...

24,733

95,800

588

23,944

257,375

Notes to the Financial Statements - continued FOR THE YEAR ENDED 31 DECEMBER 2020

10. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2020	2019
	£	£
Amounts owed to group undertakings	<u>-</u>	1,076,866

11. SECURED DEBTS

The following secured debts are included within creditors:

	2020	2019
	£	£
Owed to group undertakings		1,237,749

12. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal	2020	2019
		value:	£	£
1,182,688	Ordinary	£1	1,182,688	1,182,688

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.

13. RESERVES

	Retained earnings
At 1 January 2020 Deficit for the year	(4,369) (92,313)
At 31 December 2020	(96,682)

14. 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.

Page 16 continued...

Notes to the Financial Statements - continued FOR THE YEAR ENDED 31 DECEMBER 2020

15. RELATED PARTY DISCLOSURES

The company's immediate parent company Thameswey Limited is 100% (2019 - 100%) owned by Woking Borough Council. Thameswey Limited owns the share capital of the following companies:

	2020	2019
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% (2019 - 100%) of Thameswey Central Milton Keynes Limited. Thameswey Housing Limited owns 100% (2019 - 100%) of Thameswey Guest Houses Limited and 50% (2019 - 50%) of Rutland Woking (Residential) Limited. Thameswey Developments Limited owns 50% (2019 - 50%) of Rutland (Woking) Limited and 50% (2019 - 50%) of Rutland Woking (Carthouse Lane) Limited. Rutland (Woking) Limited owns 50% (2019 - 50%) of Rutland Woking (Residential) Limited.

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

16. RECONCILIATION OF (LOSS)/PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	2020	2019
	£	£
(Loss)/profit before taxation	(92,313)	17,501
Depreciation charges	-	80,632
	-	(5,053)
Finance costs	69,169	79,010
Finance income	(22)	(125)
	(23,166)	171,965
Decrease/(increase) in trade and other debtors	2,471,267	(2,426,360)
Decrease in trade and other creditors	(692)	(160,537)
Cash generated from operations	2,447,409	(2,414,932)

17. 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 2020

Cash and cash equivalents	31.12.20 £ 1,179,949	1.1.20 £ 39,436
Year ended 31 December 2019	31.12.19	1.1.19
Cash and cash equivalents	£ 39,436 =====	£ 76,177

Page 17 continued...

Notes to the Financial Statements - continued FOR THE YEAR ENDED 31 DECEMBER 2020

18. ANALYSIS OF CHANGES IN NET FUNDS

At 1.1.20 £	Cash flow £	At 31.12.20 £
39,436	1,140,513	1,179,949
39,436	1,140,513	1,179,949
39,436	1,140,513	1,179,949
	£ 39,436 39,436	£ £ 39,436 1,140,513 39,436 1,140,513