

Orchard Community Energy Limited
Financial Statements
31 March 2021

ELLIOTT BUNKER LIMITED

Chartered accountants & statutory auditor
61 Macrae Road
Ham Green
Bristol
BS20 0DD

Orchard Community Energy Limited

Officers and Professional Advisers

Management committee	F Mahon J Salmon I Smith P Shepherd MBE J Hill P Whaley
Secretary	Community Owned Asset Management Ltd
Registered office	Vox Studios Room W106 1-45 Durham Street Vauxhall London SE11 5JH
Auditor	Elliott Bunker Limited Chartered accountants & statutory auditor 61 Macrae Road Ham Green Bristol BS20 0DD
Bankers	Triodos Bank Deanery Road Bristol BS1 5AS

Orchard Community Energy Limited

Management Committee Report

Year ended 31 March 2021

The officers present their report and the financial statements of the society for the year ended 31 March 2021.

Principal activities

The principal activity of the society during the year was to deliver community owned renewable energy. The society's principal activities are; - to enable meaningful cuts in carbon emissions, and reduce dependence on unsustainable sources of energy.

- to fund and implement renewable energy and energy efficient measures, in collaboration with people, communities and businesses.

- to work co-operatively with people and communities to make carbon reduction technologies available to all regardless of financial resources, and support mutual action to respond to the challenges of climate change.

Officers

The officers who served the society during the year were as follows:

F Mahon
J Salmon
P Shepherd MBE
J Hill
I Smith
P Whaley (appointed 20 August 2020)

Management committee's responsibilities statement

The management committee is responsible for preparing the management committee report and the financial statements in accordance with applicable law and regulations.

Co-operative and Community Benefit Society legislation requires the management committee to prepare financial statements for each financial year. Under that law the management committee has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under Co-operative and Community Benefit Society legislation the officers 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 society and the profit or loss of the society for that period.

In preparing these financial statements, the management committee are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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 society will continue in business.

The management committee is responsible for keeping adequate accounting records that are sufficient to show and explain the society's transactions and disclose with reasonable accuracy at any time the financial position of the society and enable them to ensure that the financial statements comply with the Co-operative and Community Benefit Societies Act 2014. They are also responsible for safeguarding the assets of the society and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Orchard Community Energy Limited

Management Committee Report *(continued)*

Year ended 31 March 2021

Auditor

Each of the persons who is an officer at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the society's auditor is unaware; and
- they have taken all steps that they ought to have taken as an officer to make themselves aware of any relevant audit information and to establish that the society's auditor is aware of that information.

The auditor is re-appointed in accordance with section 93 of the Co-operative and Community Benefit Societies Act 2014.

This report was approved by the management committee on 26 August 2021 and signed on behalf of the board by:



J Salmon
Member



P Shepherd MBE
Member



Community Owned Asset Management Ltd
Secretary

Registered office:
Vox Studios
Room W106
1-45 Durham Street
Vauxhall
London
SE11 5JH

Orchard Community Energy Limited

Independent Auditor's Report to Orchard Community Energy Limited

Year ended 31 March 2021

Opinion

We have audited the financial statements of Orchard Community Energy Limited (the 'society') for the year ended 31 March 2021 which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity and the related notes, 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 FRS 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 society's affairs as at 31 March 2021 and of its income and expenditure for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Co-operative and Community Benefit Societies Act 2014.

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 respective responsibilities of management committee and auditor section of our report. We are independent of the society 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

In auditing the financial statements, we have concluded that the management committee's 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 society'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 management committee with respect to going concern are described in the relevant sections of this report.

Orchard Community Energy Limited

Independent Auditor's Report to Orchard Community Energy Limited *(continued)*

Year ended 31 March 2021

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The management committee is responsible for the other information. 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.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the society and its environment obtained in the course of the audit, we have not identified material misstatements in the management committee report.

We have nothing to report in respect of the following matters in relation to which the Co-operative and Community Benefit Societies Act 2014 requires us to report to you if, in our opinion:

- the society has not kept proper books of account or has not maintained a satisfactory system of control over its transactions; or
- the financial statements are not in agreement with the society's books of account; or
- we fail to obtain all the information and explanations which, to the best of our knowledge and belief, are necessary for the purposes of our audit.

Respective responsibilities of the management committee and independent accountant

As explained more fully in the management committee's responsibilities statement, the management committee is 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 management committee determines 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 management committee is responsible for assessing the society'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 management committee either intend to liquidate the society or to cease operations, or have no realistic alternative but to do so.

Orchard Community Energy Limited

Independent Auditor's Report to Orchard Community Energy Limited *(continued)*

Year ended 31 March 2021

Respective responsibilities of management committee and auditor

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:

Key audit matters :our assessment of risks of material misstatement

Key audit matters are those matters that in our professional judgement were of most significance in the audit of the financial statements and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by us, including those which had the greatest effect on: the allocation of resources in the audit, and directing the efforts of the engagement team. There are no key areas identified as the audit is very low risk with normal audit procedures adequate in all audit areas.

We agreed to report to the board of trustees any corrected or uncorrected identified misstatements.

Whilst we were unable to perform site visit due to the restrictions imposed by the Coronavirus pandemic, we were able to obtain key audit evidence via email and telephone meetings.

Identifying and reporting of risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of accountant and directors and inspection of key papers provided to those charged with governance as to high level policies and procedures to prevent and detect fraud
- Reading board minutes

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, and taking into account possible pressures to meet targets and our overall knowledge of the control environment, we perform procedures to address the risks of management override of controls. To address the pervasive risk as it relates to management override, we identified journal entries to test to supporting documentation.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the accountant and directors. As the entity is regulated, our assessment of risks involved gaining an understanding of the control environment including the entity's procedures for complying with regulatory requirements.

Orchard Community Energy Limited

Independent Auditor's Report to Orchard Community Energy Limited *(continued)*

Year ended 31 March 2021

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the company is subject to laws and regulations that directly affect the financial statements including financial reporting regulation (including related companies regulation), taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statements items.

Secondly, the company is subject to many other laws and regulations where the consequence of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: Health and safety laws, environment laws. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of management and directors and inspection of regulatory and legal correspondence, if any. Therefore, if any breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitation of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management committee.

Orchard Community Energy Limited

Independent Auditor's Report to Orchard Community Energy Limited *(continued)*

Year ended 31 March 2021

- Conclude on the appropriateness of the management committee's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the society's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the society to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Use of our report

This report is made solely to the society, in accordance with section 87 of the Co-operative and Community Benefit Societies Act 2014. Our audit work has been undertaken so that we might state to the society those matters we are required to state to it 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 society, for our audit work, for this report, or for the opinions we have formed.

Nicolas Michael FCA (Senior Statutory Auditor)

For and on behalf of
Elliott Bunker Limited
Chartered accountants & statutory auditor

61 Macrae Road
Ham Green
Bristol
BS20 0DD

26 August 2021

Orchard Community Energy Limited

Statement of Comprehensive Income

Year ended 31 March 2021

	Note	2021 £	2020 £
Administrative expenses		<u>(26,536)</u>	<u>(23,737)</u>
Operating loss		(26,536)	(23,737)
Income from shares in group undertakings		165,000	–
Other interest receivable and similar income		16,841	18,545
Interest payable and similar expenses		<u>(109,202)</u>	<u>(128,637)</u>
Profit/(loss) before taxation	4	46,103	(133,829)
Tax on profit/(loss)		<u>–</u>	<u>–</u>
Profit/(loss) for the financial year and total comprehensive income		<u>46,103</u>	<u>(133,829)</u>

The society has no other recognised items of income and expenses other than the results for the year as set out above.

The notes on pages 12 to 15 form part of these financial statements.

Orchard Community Energy Limited

Statement of Financial Position

31 March 2021

	Note	2021 £	2020 £
Fixed assets			
Investments	5	1,761,658	1,608,202
Current assets			
Debtors	6	2,528	1,097
Cash at bank and in hand		24,039	135,179
		<u>26,567</u>	<u>136,276</u>
Creditors: amounts falling due within one year	7	<u>(1,673,935)</u>	<u>(1,675,541)</u>
Net current (liabilities)/assets		<u>(1,647,368)</u>	<u>(1,539,265)</u>
Total assets less current liabilities		<u>114,290</u>	<u>68,937</u>
Net assets		<u><u>114,290</u></u>	<u><u>68,937</u></u>
Capital and reserves			
Called up share capital		546,650	547,400
Profit and loss account		(432,360)	(478,463)
Shareholders funds		<u><u>114,290</u></u>	<u><u>68,937</u></u>

These financial statements have been prepared in accordance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the management committee and authorised for issue on 26 August 2021, and are signed on their behalf by:



J Salmon
Member



P Shepherd MBE
Member



Community Owned Asset Management Ltd
Secretary

Registration number: RS007217

The notes on pages 12 to 15 form part of these financial statements.

Orchard Community Energy Limited

Statement of Changes in Equity

Year ended 31 March 2021

	Called up share capital £	Profit and loss account £	Total £
At 1 April 2019	547,400	(344,634)	202,766
Loss for the year		(133,829)	(133,829)
Total comprehensive income for the year	—	(133,829)	(133,829)
At 31 March 2020	547,400	(478,463)	68,937
Profit for the year		46,103	46,103
Total comprehensive income for the year	—	46,103	46,103
Issue of shares	250	—	250
Cancellation of subscribed capital	(1,000)	—	(1,000)
Total investments by and distributions to owners	(750)	—	(750)
At 31 March 2021	<u>546,650</u>	<u>(432,360)</u>	<u>114,290</u>

The notes on pages 12 to 15 form part of these financial statements.

Orchard Community Energy Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2021

3. Accounting policies *(continued)*

Impairment of fixed assets *(continued)*

1. General information

The society is registered under the Co-operative and Community Benefit Societies Act 2014. The address of the registered office is Vox Studios, Room W106, 1-45 Durham Street, Vauxhall, SE11 5JH, London.

2. Statement of compliance

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

Going concern

The company has net current liabilities at the end of the period. The accounts have been drawn up on a going concern basis on the grounds that bondholders will not all redeem their bonds at the same time. The company is exploring refinance options in the current market.

Investments

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Listed investments are measured at fair value with changes in fair value being recognised in profit or loss.

Investments in associates

Investments in associates accounted for in accordance with the cost model are recorded at cost less any accumulated impairment losses.

Investments in associates accounted for in accordance with the fair value model are initially recorded at the transaction price. At each reporting date, the investments are measured at fair value, with changes in fair value recognised in other comprehensive income/profit or loss. Where it is impracticable to measure fair value reliably without undue cost or effort, the cost model will be adopted.

Dividends and other distributions received from the investment are recognised as income without regard to whether the distributions are from accumulated profits of the associate arising before or after the date of acquisition.

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

Orchard Community Energy Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2021

3. Accounting policies *(continued)*

Impairment of fixed assets *(continued)*

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

For impairment testing of goodwill, the goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the society are assigned to those units.

Financial instruments

A financial asset or a financial liability is recognised only when the society becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

4. Profit before taxation

Profit before taxation is stated after charging/crediting:

	2021	2020
	£	£
Interest receivable from group undertakings	(16,662)	(17,897)
Fees payable for the audit of the financial statements	<u>1,575</u>	<u>3,100</u>

Orchard Community Energy Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2021

5. Investments

	Shares in group undertakings £	Loans to group undertakings £	Other investments other than loans £	Total £
Cost				
At 1 April 2020	965,294	622,915	19,993	1,608,202
Additions	–	153,456	–	153,456
At 31 March 2021	<u>965,294</u>	<u>776,371</u>	<u>19,993</u>	<u>1,761,658</u>
Impairment				
At 1 April 2020 and 31 March 2021	–	–	–	–
Carrying amount				
At 31 March 2021	<u>965,294</u>	<u>776,371</u>	<u>19,993</u>	<u>1,761,658</u>
At 31 March 2020	<u>965,294</u>	<u>622,915</u>	<u>19,993</u>	<u>1,608,202</u>

Details of the investments in which the company has an interest are as follows:

	Class of share	Percentage of shares held
Subsidiary undertakings		
Orchard Farm Community Solar CIC	Ordinary Shares	100
Swale Community Solar CIC	Ordinary Shares	100
Investments		
COAM Members Limited	Ordinary Shares	11

The address of the registered office of all the subsidiary companies is Vox Studios, Room W106, 1-45 Durham Street, London, SE11 5JH.

6. Debtors

	2021 £	2020 £
Other debtors	<u>2,528</u>	<u>1,097</u>

7. Creditors: amounts falling due within one year

	2021 £	2020 £
Trade creditors	392	182
Other Loan	10,000	–
Unsecured solar bonds	1,627,900	1,627,900
Other creditors	35,643	47,459
	<u>1,673,935</u>	<u>1,675,541</u>

Orchard Community Energy Limited

Management Information

Year ended 31 March 2021

The following pages do not form part of the financial statements.

Orchard Community Energy Limited

Detailed Income Statement

Year ended 31 March 2021

	2021	2020
	£	£
Overheads		
Administrative expenses	26,536	23,737
Loss on society trading	(26,536)	(23,737)
Operating loss	(26,536)	(23,737)
Income from shares in group undertakings	165,000	–
Other interest receivable and similar income	16,841	18,545
Interest payable and similar expenses	(109,202)	(128,637)
Profit/(loss) before taxation	<u>46,103</u>	<u>(133,829)</u>

Orchard Community Energy Limited

Notes to the Detailed Income Statement

Year ended 31 March 2021

	2021 £	2020 £
Administrative expenses		
Insurance	2,863	2,835
Travel and subsistence	146	–
Sundry expenses	401	2,102
Community Fund	10,000	10,000
Management charges payable	8,325	5,639
Other professional fees	3,000	–
Subscriptions	149	35
Auditors remuneration	1,575	3,100
Bank charges	77	26
	<u>26,536</u>	<u>23,737</u>
Income from shares in group undertakings		
Dividends from group undertakings	<u>165,000</u>	<u>–</u>
Other interest receivable and similar income		
Interest on bank deposits	179	648
Interest from group undertakings	<u>16,662</u>	<u>17,897</u>
	<u>16,841</u>	<u>18,545</u>
Interest payable and similar expenses		
Other interest payable and similar charges	<u>109,202</u>	<u>128,637</u>