

Registered No. 510557

Energia Renewables Development Limited

Annual Report and Financial Statements

31 March 2025

Ennergia Renewables Development Limited

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Energia Renewables Development Limited

COMPANY INFORMATION

Directors

Garrett Donnellan
Peter Baillie
Brian Linton
Peter Lyons
Brendan McGarr

Company secretary

Garrett Donnellan

Registered office

The Generali Building
Blanchardstown Retail Park
Blanchardstown
Dublin 15
D15 YT2H

Auditor

Ernst & Young
Ernst & Young Building
Harcourt Centre
Harcourt Street
Dublin 2

Bankers

Bank of Ireland
2 College Green
Dublin 2
D02VR66

Solicitors

Arthur Cox
10 Earlsfort Terrace
Dublin 2
D02 T380

Registered number of incorporation

510557

Energia Renewables Development Limited

DIRECTORS' REPORT

The directors of Energia Renewables Development Limited (the Company), present their Annual Report and Financial Statements for the year ended 31 March 2025.

The Company is a member of the Energia Group which includes Energia Group Limited (EGL) and its subsidiary undertakings. The parent undertaking of the smallest and largest group of which the Company is a member and for which group accounts are prepared. A copy of the group accounts of EGL is available from the Energia Group website www.energiagroup.com under the 'Investor Relations' tab.

Principal activity

The principal activity of the Company is that of a management company providing management and consultancy services to subsidiary undertakings of the Energia Group, which are engaged in the development and operation of windfarms.

The Company also arranges funding for expenditure in relation to the development of renewable projects within the Energia Group, including onshore, offshore and bioenergy projects.

Business review

The results for the year ended 31 March 2025 show a loss after taxation of €5,847k (2024 - €6,857k). The directors do not recommend the payment of a dividend (2024 - €nil).

Future developments

The directors do not expect there to be any significant changes to the Company's activities in the foreseeable future.

Risk management and principal risks and uncertainties

The principal risks and uncertainties that affect the Company are described below but this is not intended to be an exhaustive analysis of all the risks that may arise in the ordinary course of business or otherwise.

Regulation and legislation

The markets in which the Company operates are subject to regulatory and legislative intervention at both domestic and EU level. The Company is exposed to the impact of regulatory decisions as well as changes in legislation which impact its activities. Through its senior management, the Energia Group maintains regular interaction with the Utility Regulator (UR), Commission for Regulation of Utilities (CRU), Single Electricity Market Committee (SEMC), Department for the Economy (DfE) and Department of the Environment, Climate and Communications (DECC). A pro-active approach is taken to the Regulatory Authorities' (RAs) consultations on all SEM related matters.

Post Brexit trading arrangements

When the UK formally left the EU on 31 January 2020, it remained in the EU's Single Market and Customs Union until the EU-UK Trade and Cooperation Agreement (EU-UK TCA) became operational from 1 January 2021. Notwithstanding the wider EU-UK TCA, the Northern Ireland Protocol, agreed as part of the Withdrawal Agreement, also came into force on 1 January 2021 to ensure that there would be no new checks on goods crossing the border between NI and the RoI. As a result of the protocol, NI has in effect remained in the EU's Single Market for goods, while England, Scotland and Wales have left the EU's Single Market for goods. The Protocol also protects the continued operation of the SEM market, however the framework for electricity trading across interconnectors between Ireland and Great Britain has changed and these two interconnectors are no longer able to participate in the EU single day-ahead market. Due to significant disagreements surrounding the Protocol, the UK and EU entered into negotiations to amend it. These negotiations concluded with the announcement of the "Windsor Framework" on 28 February 2023 and its subsequent ratification by the UK and EU on 24 March 2023. While some arrangements are now in force, the implementation of the Windsor Framework will happen in stages through to the end of 2025.

Energia Renewables Development Limited

DIRECTORS' REPORT (continued)

Risk management and principal risks and uncertainties (continued)

Post Brexit trading arrangements (continued)

Post Brexit uncertainty and unpredictability concerning the UK's legal, political and economic relationship with the EU could be a source of instability in the UK economy and international markets, and it may create significant currency fluctuations and/or otherwise adversely affect trading agreements or similar cross border cooperation arrangements (whether economic, tax, fiscal, legal, regulatory or otherwise) for the foreseeable future. Additionally, the escalating global trade war caused by the imposition of global tariffs by the United States and China's retaliatory tariffs and the possibility of retaliatory tariffs by other nations, could impact the Group's supply chains and those of its suppliers.

The Group will continue to monitor and manage the implications of new day ahead trading arrangements for EU-UK interconnectors which are expected to be introduced in the future. Furthermore, the Company will continue to monitor the impact of Brexit, including post Brexit Trading arrangements, the Windsor Framework and global tariffs on its supply chains and those of its suppliers in order to manage any potential future risks.

Health and safety risk

The Company is committed to ensuring a safe working environment. The risks arising from inadequate management of health and safety matters are the exposure of Group employees, contractors and third parties to the risk of injury, potential liability and/or loss of reputation. There is a strong focus on the audit of work sites and the reporting and reviewing of near miss incidents. These risks are closely managed by the Group through the employment of Health and Safety Managers, the use of the services of an external health and safety advisor, the promotion of a strong health and safety culture, training for staff and well-defined health, safety and environmental policies.

Environmental, Social and Governance factors and climate change

The Company has in place measures to protect against financial and reputational risk from any failure to manage Environmental, Social and Governance (ESG) factors. In general, ESG factors are managed through embedding ESG into the Group's management processes and core business activities. The Group continues to implement its ESG Strategy and assessment of climate risks and opportunities. Environmental risk, in particular, is managed through business risk registers; environmental action plans; certified environmental management systems; and identification of potential environmental exposures. During the year, the Group retained Business in the Community's Business Working Responsibly Mark, an independently audited standard for Corporate Social Responsibility (CSR) and Sustainability certification in Ireland.

Financial control

Strong financial and business controls are necessary to ensure the integrity and reliability of financial and other information on which the Company relies for day-to-day operations, external reporting and for longer-term planning. The Company exercises financial and business control through a combination of appropriately qualified and experienced personnel; rigorous business planning processes; detailed performance analysis; an integrated accounting system; and clearly defined approval limits. The internal auditors test the effectiveness of financial and business controls. Investment decisions are accompanied by detailed analysis, both short and long-term, of the markets and opportunities in which the Company operates or is considering investing in.

Energia Renewables Development Limited

DIRECTORS' REPORT (continued)

Going concern

The Company's business activities, together with the principal risks and uncertainties likely to affect its future performance are described above.

The Company is financed by cash generated from its own trading activities together with intercompany loans and credit facilities funded from financing facilities within the Energia Group. In accordance with the Energia Group treasury policy these intercompany loans are repayable on demand, and as a result the Company's balance sheet shows net current liabilities of €23,705k (2024 - €17,875k).

The Company's forecasts and projections, taking into account possible changes in performance, show that the Company is reliant on adequate financial resources being made available by the Energia Group to enable the Company to continue for a period of 12 months from the date of signing of the accounts.

In assessing the appropriateness of the going concern basis of accounting, a detailed monthly analysis of the Group's forecast future cashflows has been prepared by management. The forecasts were based on key assumptions including fuel prices (applying forward curves for commodities) and market demand (applying growth factors in line with publicly available forecasts and internal assessment).

Sensitivity analysis was undertaken in relation to the key assumptions to reflect the impact of reduced demand together with potential delays in customers paying their bills. In all scenarios tested, the Group has sufficient financial headroom and was able to operate within the minimum EBITDA covenant contained within its Senior revolving credit facility. This analysis included a reverse stress test, the scenario for which was deemed remote and implausible.

Accordingly, and based upon the receipt of a letter of support from EGL, which states that EGL will continue to provide financial support to the Company and will provide sufficient funds to the Company for these purposes for a period of 12 months from the date of approval of the balance sheet, the directors continue to adopt the going concern basis in preparing the Annual Report and Accounts.

Directors

The directors of the Company are as listed on page 1.

None of the directors or the Company Secretary at 31 March 2025 had any interest in the share capital of the Company or the Group at the beginning or end of the year (2024 - €nil).

Accounting records

The measures that the directors have taken to secure compliance with the requirements of Section 281 to 285 of the Companies Act 2014 with regard to keeping of accounting records, including the provision of appropriate resources to maintain adequate accounting records, including the appointment of personnel with appropriate qualifications, experience and expertise. The Company's accounting records are maintained at The Generali Building, Blanchardstown Retail Park, Blanchardstown, Dublin 15.

Subsequent events

There have been no events between the reporting date and the date on which the financial statements were approved by the directors of the Company, which would require adjustment to the financial statements, or any additional disclosures except as described hereunder.

Energia Renewables Development Limited

DIRECTORS' REPORT (continued)

Disclosure of information to the auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditors in connection with preparing their report, of which the auditors are unaware. Having made enquiries of fellow directors and the Company's auditors, each director has taken all the steps that they are obliged to take as a director in order to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

Political donations

There were no political donations during the year (2024 - €nil).

Auditors

In accordance with Section 383(2) of the Companies Act 2014 Ernst & Young is deemed reappointed as external auditor of the Company.

By order of the Board



Garrett Donnellan
Director

Date: 18 July 2025

Registered office:
The Generali Building
Blanchardstown Retail Park
Blanchardstown
Dublin 15
D15 YT2H

Registered number: 510557



Peter Lyons
Director

Date: 18 July 2025

Ennergia Renewables Development Limited

DIRECTORS' RESPONSIBILITIES STATEMENT

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

Irish company law requires the directors to prepare financial statements for each year. Under that law the directors have elected to prepare the financial statements in accordance with accounting standards issued by the Financial Reporting Council and promulgated by the Institute of Chartered Accountants in Ireland, including Financial Reporting Standard 101 'Reduced Disclosure Framework' *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (Generally Accepted Accounting Practice in Ireland).

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the financial position of the Company as at the year end and of the profit and loss of the Company for the year and otherwise comply with the Companies Act 2014.

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

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been properly prepared in accordance with the applicable accounting standards, identify those standards and note the effect and the reasons for a material departure from those standards; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for ensuring that the Company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the Company, enable at any time the assets, liabilities, financial position and profit or loss of the Company to be determined with reasonable accuracy, enable them to ensure that the financial statements and directors' report comply with the Companies Act 2014 and enable the financial statements to be audited. 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 ENERGIA RENEWABLES DEVELOPMENT LIMITED

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Energia Renewables Development Limited ('the Company') for the year ended 31 March 2025, which comprise the Income Statement, the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity, and notes to the financial statements, including the material accounting policy information set out in note 2. The financial reporting framework that has been applied in their preparation is Irish Law and FRS 101 Reduced Disclosure Framework issued in the United Kingdom by the Financial Reporting Council.

In our opinion the financial statements:

- give a true and fair view of the assets, liabilities and financial position of the company as at 31 March 2025 and of its loss for the year then ended;
- have been properly prepared in accordance with FRS 101 Reduced Disclosure Framework; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), 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 directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

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

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ENERGIA RENEWABLES DEVELOPMENT LIMITED

Other information

The directors are responsible for the other information. The other information comprises the information included in the accounts report other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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.

Opinions on other matters prescribed by the Companies Act 2014

In our opinion, based solely on the work undertaken in the course of the audit, we report that:

- the information given in the directors' report for the financial year ended for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report, other than those parts relating to sustainability reporting where required by Part 28 of the Companies Act 2014, has been prepared in accordance with applicable legal requirements.

We have obtained all the information and explanations which, to the best of our knowledge and belief, are necessary for the purposes of our audit.

In our opinion the accounting records of the Company were sufficient to permit the financial statements to be readily and properly audited and the financial statements are in agreement with the accounting records.

Matters on which we are required to report by exception

Based on 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.

The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures required by sections 305 to 312 of the Act, which relate to disclosures of directors' remuneration and transactions are not complied with by the Company. We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ENERGIA RENEWABLES DEVELOPMENT LIMITED

Respective responsibilities

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 6, the directors are responsible for the preparation of the financial statements in accordance with the applicable financial reporting framework that give a true and fair view, and for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (Ireland) 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 IAASA's website at: https://iaasa.ie/wp-content/uploads/docs/media/IAASA/Documents/audit-standards/Description_of_auditors_responsibilities_for_audit.pdf. This description forms part of our auditor's report.

The purpose of our audit work and to whom we owe our responsibilities

Our report is made solely to the Company's members, as a body, in accordance with section 391 of the Companies Act 2014. 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.

Allison Legge
for and on behalf of
Ernst & Young Chartered Accountants and Statutory Audit Firm

Dublin

Date: 18 July 2025

Energia Renewables Development Limited

INCOME STATEMENT for the year ended 31 March 2025

	Note	2025 €'000	2024 €'000
Turnover	3	5,189	4,038
Operating costs		<u>(7,896)</u>	<u>(3,833)</u>
Operating (loss) / profit	4	<u>(2,707)</u>	<u>205</u>
Exceptional operating costs	6	(3,440)	(6,894)
Interest payable and similar cost	7	(1,063)	(730)
Loss before taxation		<u>(7,210)</u>	<u>(7,419)</u>
Tax credit	8	1,363	562
Loss for the year		<u><u>(5,847)</u></u>	<u><u>(6,857)</u></u>

All recognised losses for both the current year and the previous year are included in the income statement and arise from continuing operations.

STATEMENT OF COMPREHENSIVE INCOME for the year ended 31 March 2025

The Company had no comprehensive income or loss other than the loss for the year of €5,847k (2024 - €6,857k).

**BALANCE SHEET
as at 31 March 2025**

	Note	2025 €'000	2024 €'000
Non-current assets			
Tangible fixed assets	9	14	31
		<u>14</u>	<u>31</u>
Current assets			
Trade and other debtors	10	4,517	2,911
Income tax recoverable		1,372	567
Deferred tax assets	8	8	10
Cash at bank and on hand	11	16	10
		<u>5,913</u>	<u>3,498</u>
Creditors: amounts falling due within one year			
Trade and other creditors	12	(4,495)	(9,427)
Financial liabilities	13	(25,123)	(11,946)
		<u>(29,618)</u>	<u>(21,373)</u>
Net current liabilities		<u>(23,705)</u>	<u>(17,875)</u>
Total assets less current liabilities		<u>(23,691)</u>	<u>(17,844)</u>
Net liabilities		<u>(23,691)</u>	<u>(17,844)</u>
Capital and reserves			
Called up share capital presented as equity	14	-	-
Retained earnings	14	(23,691)	(17,844)
Total deficit		<u>(23,691)</u>	<u>(17,844)</u>

The financial statements were approved by the Board of Directors and authorised for issue on 18 July 2025. They were signed on its behalf by:



Garrett Donnellan
Director



Peter Lyons
Director

Energia Renewables Development Limited

STATEMENT OF CHANGES IN EQUITY for the year ended 31 March 2025

	Called up share capital presented as equity €'000	Retained earnings €'000	Total €'000
At 1 April 2023	-	(10,987)	(10,987)
Loss for the year	-	(6,857)	(6,857)
Total comprehensive expense for the year	-	(6,857)	(6,857)
At 31 March 2024	-	(17,844)	(17,844)
Loss for the year	-	(5,847)	(5,847)
Total comprehensive expense for the year	-	(5,847)	(5,847)
At 31 March 2025	-	(23,691)	(23,691)

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

1. General information

Energia Renewables Development Limited is a private company limited by shares, incorporated and domiciled in Ireland.

The financial statements have been prepared in accordance with accounting standards generally accepted in Ireland and Irish statute comprising the Companies Act 2014. Accounting standards generally accepted in Ireland in preparing the financial statements giving a true and fair view are those issued by the Financial Reporting Council (Generally Accepted Accounting Practice in Ireland), including Financial Reporting Standard 101 'Reduced Disclosures Framework' (FRS 101).

The financial statements are presented in Euro (€) with all values rounded to the nearest 1,000 except where otherwise indicated.

2. Accounting policies

Basis of preparation

The Company prepares its financial statements in accordance with FRS 101 for all years presented. The results of Energia Renewables Development Limited are included within the consolidated financial statements of EGL which are available on the Energia Group website www.energiagroup.com under the 'Investor Relations' tab.

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: disclosures, because equivalent disclosures have been provided in the consolidated financial statements of the group in which the entity is consolidated.
- the requirements of paragraphs 91 - 99 of IFRS 13 Fair Value Measurement, because equivalent disclosures have been provided in the consolidated financial statements of the group in which the entity is consolidated.
- the requirements of IAS 7 Statement of Cash Flows.
- the requirements of paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of:
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment.
 - paragraph 79 (a)(iv) of IAS 1.
- the requirements of paragraphs 10(d), 16, 111, 134, 135 and 136 of IAS 1 Presentation of Financial Statements.
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors.
- the requirements of paragraphs 134(d) to 134(f) of IAS 36 Impairment of Assets because equivalent disclosures have been provided in the consolidated financial statements of the group in which the entity is consolidated.
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures.
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.
- the requirement of paragraphs 110, 113, 114, 118, 119(a), 119(b), 119(c), 120-126 of IFRS 15 Revenue from Contracts with Customers.

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

2. Accounting policies (continued)

The principal accounting policies are set out below:

Applicability of going concern basis

The Company's business activities, together with the principal risks and uncertainties likely to affect its future performance are described above.

The Company is financed by cash generated from its own trading activities together with intercompany loans and credit facilities funded from financing facilities within the Energia Group. In accordance with the Energia Group treasury policy these intercompany loans are repayable on demand, and as a result the Company's balance sheet shows net current liabilities of €23,705k (2024 - €17,875k).

The Company's forecasts and projections, taking into account possible changes in performance, show that the Company is reliant on adequate financial resources being made available by the Energia Group to enable the Company to continue for a period of 12 months from the date of signing of the accounts.

In assessing the appropriateness of the going concern basis of accounting, a detailed monthly analysis of the Group's forecast future cashflows has been prepared by management. The forecasts were based on key assumptions including fuel prices (applying forward curves for commodities) and market demand (applying growth factors in line with publicly available forecasts and internal assessment).

Sensitivity analysis was undertaken in relation to the key assumptions to reflect the impact of reduced demand together with potential delays in customers paying their bills. In all scenarios tested, the Group has sufficient financial headroom and was able to operate within the minimum EBITDA covenant contained within its Senior revolving credit facility. This analysis included a reverse stress test, the scenario for which was deemed remote and implausible.

Accordingly, and based upon the receipt of a letter of support from EGL, which states that EGL will continue to provide financial support to the Company and will provide sufficient funds to the Company for these purposes for a period of 12 months from the date of approval of the balance sheet, the directors continue to adopt the going concern basis in preparing the Annual Report and Accounts.

New and amended standards and interpretations

The following amendments to standards came into effect in the financial year and had no material impact for the Company:

Amendments to standard	Details	Effective Date
IAS 1 (Amendments)	Classification of Liabilities as Current or Non-current	1 January 2024
IAS 1 (Amendments)	Non-current liabilities with Covenants	1 January 2024
IFRS 16 (Amendments)	Lease Liability in a Sale and Leaseback	1 January 2024
IAS 7 and IFRS 7 (Amendments)	Supplier finance arrangements	1 January 2024

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

2. Accounting policies (continued)

Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services provided in the normal course of business, exclusive of value added tax and other sales related taxes.

The key revenue stream of the Company is the provision of management and secondment services. Revenue is recognised on service and is only recognised when the performance obligation is satisfied in line with IFRS 15.

Payment for services delivered is generally due within one to two months, with the related amount recognised as a trade debtor or amounts owed by group undertakings until payment is received. All revenue recognised in the year relates to performance obligations satisfied in the year.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due). Refer to financial assets accounting policies below.

Tangible fixed assets

Tangible fixed assets are included in the balance sheet at cost, less accumulated depreciation and any recognised impairment loss. The cost of self-constructed assets includes the cost of materials, direct labour and an appropriate portion of overheads. Interest on funding attributable to significant capital projects is capitalised during the year of construction and written off as part of the total cost over the estimated useful economic life of the asset. Spares are capitalised within tangible fixed assets and written down over the asset lifetime.

Depreciation is calculated on a straight-line basis so as to write off the cost, less estimated residual values, over their estimated useful economic lives as follows:

Office equipment - 3 years

The carrying values of the tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying values may not be recoverable. Where the carrying values exceed the estimated recoverable amount, the assets or cash generating unit are written down to their recoverable amount.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through Other Comprehensive Income ('OCI'), and fair value through the profit or loss.

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

2. Accounting policies (continued)

Financial instruments (continued)

Financial assets (continued)

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. Except for trade receivables that do not contain a significant financing component or which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price under IFRS 15.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'Solely Payments of Principal and Interest' ('SPPI') on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Company's business model for management of financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether the cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Subsequent measurement

For purposes of subsequent measurement financial assets are classified in four categories:

- financial assets at amortised cost (debt instruments);
- financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments);
- financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments); and
- financial assets at fair value through profit or loss.

Financial assets at amortised cost (debt instruments)

The Company measures financial assets at amortised cost if both of the following conditions are met:

- the financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate ('EIR') method and are subject to impairment under the expected credit loss model. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

This category generally applies to trade and other receivables and amounts due from related parties. Trade receivables do not carry any interest and are recognised and carried at the lower of their original invoiced value and recoverable amount.

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

2. Accounting policies (continued)

Financial instruments (continued)

Financial assets (continued)

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- the rights to receive cash flows from the asset has expired; or
- the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of its continuing involvement. In the case, the Company also recognised an associated liability. The transferred asset and the associated liability are measured on a basis that reflect the rights and obligations that the Company has retained.

Continuing involvement that the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum of consideration that the Company could be required to repay.

Impairment of financial assets

The Company recognises an allowance for Expected Credit Losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposure for which there has not been a significant increase in the credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12 month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicated that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

2. Accounting policies (continued)

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings and amounts due to related parties.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by IFRS 9. Derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the income statement. Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in IFRS 9 are satisfied. The Company has not designated any financial liability as at fair value through profit or loss.

Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the income statement.

This category generally applies to interest bearing loans and borrowings. This category also applies to trade and other payables and amounts due to related parties which are not interest bearing and stated at their nominal amount.

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

2. Accounting policies (continued)

Loans and borrowings (continued)

Interest free loans receivable from or payable to the parent undertaking are recognised at fair value on initial recognition based on the market rate of interest for similar loans at the date of issue. In the case of loans received from a parent undertaking the difference on initial recognition between the fair value and the loan amount is recorded as a capital contribution in equity. The difference arising between the amount of a loan made to a parent undertaking and its fair value is treated as a distribution to the parent and reflected within equity. Subsequently, an interest expense or receivable is recognised within the income statement using the EIR method so that each loan is stated at the amount repayable or receivable at the redemption date.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the income statement.

Cash at bank and on hand

Cash at bank and on hand comprises cash at bank and on hand and short-term deposits with maturities of three months or less.

Foreign currency translation

The functional and presentation currency of the Company is Euro (€).

Foreign currency transactions are translated into the functional currency at the rates of exchange prevailing on the dates of the transactions. Foreign exchange gains and losses resulting from settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the exchange rates prevailing at the balance sheet date are recognised in the income statement.

Pensions and other post-retirement benefits

Employees of the Company are entitled to membership of the Energia Group Pension Scheme 2011 (EGPS 2011) which has defined contribution pension arrangements. Pension costs in respect of defined contribution arrangements are charged to the profit and loss account as they become payable.

Other employee pension costs are recharges from fellow group undertakings.

Tax

The tax charge represents the sum of tax currently payable and deferred tax. Tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes both items of income or expense that are taxable or deductible in other years as well as items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates (and tax laws) that have been enacted or substantially enacted by the balance sheet date.

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

2. Accounting policies (continued)

Tax (continued)

Deferred tax is the tax payable or recoverable on differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

The Company has applied the mandatory exception under IAS 12 in relation to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax is not recognised on temporary differences where they arise from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be recovered.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantially enacted by the balance sheet date.

Key estimates and judgements

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities at the balance sheet date and the amounts reported for revenues and operating costs during the year. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

In the process of applying the Company's accounting policies, management concludes that there are no key judgements and estimations of uncertainty used in the preparation of the financial statements.

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

3. Turnover

An analysis of turnover is as follows:

	2025 €'000	2024 €'000
Management service fees	3,655	2,939
Secondment agreement fees	1,534	1,099
	5,189	4,038

The key revenue stream of the Company is the provision of management and secondment services. Revenue is recognised on service and is only recognised when the performance obligation is satisfied in line with IFRS 15.

4. Operating profit / (loss)

Operating profit / (loss) is stated after charging:

	2025 €'000	2024 €'000
Depreciation of tangible fixed assets (note 9)	17	20
Auditors' remuneration	113	123

Under the terms of the management service agreements the Company has incurred the audit fees of fellow subsidiary undertakings of the Energia Group and the audit fees of an external portfolio of windfarms to which it provides management and consultancy services. Audit fees of €113k were paid during the year ended 31 March 2025 (2024 - €123k).

5. Staff costs and directors' remuneration

	2025 €'000	2024 €'000
Salaries	7,032	6,830
Social security costs	770	795
Salary associated recharged costs	-	74
Pension costs: - defined contribution	358	323
	8,160	8,022
Less recharges to fellow subsidiary undertakings	(5,179)	(6,176)
	2,981	1,846

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

5. Staff costs and directors' remuneration (continued)

The actual employee headcount at 31 March 2025 was 73 (2024 - 76). The monthly average number of employees during the year was 73 (2024 - 75).

Directors

The remuneration of the directors directly paid by the Company was as follows:

	2025	2024
	€'000	€'000
Emoluments	577	580

The definition of remuneration includes remuneration awarded in the year but payable in future years.

Remuneration of €999k (2024 - €747k) was paid to the Company's directors by other Energia Group undertakings. The directors do not believe that it is practical to apportion this remuneration between their services as directors of the Company and their services as directors of other Energia undertakings.

6. Exceptional operating costs

IAS 1 - Presentation of financial statements requires material items of income and expense to be disclosed separately. Exceptional items are items which, in management's judgement, need to be disclosed by virtue of their size or incidence in order for the user to obtain a proper understanding of the financial information.

	2025	2024
	€'000	€'000
Acquisition costs	47	551
Legal costs	3,393	6,343
	3,440	6,894

Exceptional acquisition costs relate to costs associated with onshore wind acquisition projects whether successful or unsuccessful.

Exceptional legal costs in 2025 and 2024 relate to costs associated with litigation proceedings instigated against a third party.

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

7. Interest payable and similar cost

	2025 €'000	2024 €'000
Amounts owed to group undertakings	1,063	730
	<u>1,063</u>	<u>730</u>

8. Tax credit

(i) Analysis of credit in the year

	2025 €'000	2024 €'000
<i>Income statement</i>		
Current tax		
Irish corporation tax at 12.5% (2024 - 12.5%)	1,373	569
Corporation tax under provided in previous years	(8)	(6)
Total current tax credit	<u>1,365</u>	<u>563</u>
Deferred tax		
Origination and reversal of temporary differences in current year	(2)	(1)
Total deferred tax charge	<u>(2)</u>	<u>(1)</u>
Tax credit reported in the income statement	<u>1,363</u>	<u>562</u>

(ii) Reconciliation of total tax credit

The tax credit in the Income Statement for the year varies from the standard rate of corporation tax in Ireland of 12.5% (2024 - 12.5%). The differences are reconciled below:

	2025 €'000	2024 €'000
Accounting loss before tax	(7,210)	(7,419)
Accounting profit multiplied by the standard rate of Irish corporation tax of 12.5% (2024 - 12.5%)	901	927
Non-taxable credits	481	-
Expenses not deductible for tax purposes	(11)	(359)
Tax under provided in prior years	(8)	(6)
Tax credit for the year	<u>1,363</u>	<u>562</u>

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

8. Tax credit (continued)

(iii) Deferred tax

The deferred tax included in the balance sheet is as follows:

	2025	2024
	€'000	€'000
Deferred tax assets		
Depreciation in excess of capital allowances	8	10
Deferred tax assets	8	10

The deferred tax credit included in the income statement is as follows:

	2025	2024
	€'000	€'000
Accelerated capital allowances	(2)	(2)
Other temporary differences	-	1
Deferred tax credit	(2)	1

Deferred tax has been calculated at 12.5% as at 31 March 2025.

The Energia Group is within the scope of the Organisation for Economic Co-Operation and Development (OECD) 15% minimum effective tax rate Model Rules (Pillar Two), which have been enacted into legislation as part of the Irish Finance (No.2) Act 2023. The Pillar Two rules became effective for the Energia Group for the financial year ended 31 March 2025. The objective of these rules is to achieve minimum effective tax rates of 15% globally.

The Energia Group has assessed the impact of these new rules and determined that it has a Pillar 2 top-up tax liability in Ireland in relation to the implementation of the Pillar Two legislation in respect of the year ended 31 March 2025.

Energia Renewables Development Limited has not been allocated a portion of the Pillar 2 top-up tax on the basis it does not have positive GloBE Income in respect of the year ended 31 March 2025.

The Energia Group has applied the amendment to IAS 12 Income Taxes on the mandatory temporary exemption to recognising and disclosing information about deferred tax assets and liabilities that are related to tax laws enacted, or substantively enacted, to implement Pillar Two model rules published by the OECD. The Energia Group will continue to monitor changes in law and guidance as they apply to the group.

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

9. Tangible fixed assets

	€'000
Cost:	
At 1 April 2024	335
Additions	-
At 31 March 2025	335
Depreciation:	
At 1 April 2024	304
Charge for the year	17
At 31 March 2025	321
Net book value:	
At 31 March 2024	31
At 31 March 2025	14

10. Trade and other debtors

	2025 €'000	2024 €'000
Amounts falling due within one year		
Amounts owed by group undertakings	1,274	2,101
Amounts owed by group joint ventures	1,136	275
Prepayments	115	35
Other debtors	1,992	500
	4,517	2,911

11. Cash at bank and on hand

	2025 €'000	2024 €'000
Cash at bank and on hand	16	10

Cash at bank and on hand earns interest at floating rates based on daily bank deposit rates.

Short-term bank deposits are invested for periods of between one day and three months depending on the cash requirements of the Company and earn interest at the short-term deposit rates. The Company's cash at bank and on hand balances are denominated in Euro and Sterling.

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

12. Trade and other creditors

	2025 €'000	2024 €'000
Amounts falling due within one year		
Accruals	2,834	7,983
Amounts owed to group undertakings	846	704
Trade creditors	639	372
Tax and social security	174	183
Other creditors	2	185
	<u>4,495</u>	<u>9,427</u>

13. Financial Liabilities

Financial Liabilities

	2025 €'000	2024 €'000
Current		
Amounts owed to group undertakings	25,123	11,946
Total current financial liabilities	<u>25,123</u>	<u>11,946</u>

Amounts owed to group undertakings are repayable on demand. A fixed repayment plan has not been agreed. Interest is charged on these loans at a variable rate of 1 Month Euribor plus margin.

14. Share capital and reserves

Called up share capital presented as equity

	2025 Number	2024 Number	2025 €'000	2024 €'000
<i>Allotted, called up and fully paid</i>				
100 Ordinary shares of €0.01 each	100	100	-	-

Called up share capital presented as equity

The balance classified as share capital presented as equity in the balance sheet and the statement of changes in equity comprises the nominal value of the Company's share capital, consisting of €0.01 ordinary shares (2024- €0.01 ordinary shares).

Retained earnings

The balance classified as retained earnings in the balance sheet and the statement of changes in equity includes all current and prior period retained profits and losses.

Energia Renewables Development Limited

NOTES TO THE FINANCIAL STATEMENTS

At 31 March 2025

15. Pension commitments

The Company operates a defined contribution scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The amount owing at the end of the year was €nil.

16. Related party disclosures

The immediate parent undertaking of the Company is Energia Group ROI Holdings DAC, a company incorporated in Republic of Ireland. The parent of the smallest and largest groups of which the Company is a member and for which group accounts are prepared is Energia Group Limited, a company incorporated in the Cayman Islands. A copy of the group accounts of Energia Group Limited is available on the Energia Group website www.energiagroup.com under the 'Investor Relations' tab.

The ultimate parent undertaking and controlling party of the Company is Energia Group Topco Limited a company incorporated in the Cayman Islands. Energia Group Topco Limited is majority owned by ISQ Viridian Holdings L.P., a limited partnership incorporated in the Cayman Islands. ISQ Viridian Holdings L.P. is owned by the ISQ Global Infrastructure Fund (the Fund) and the ISQ Viridian Co-Invest L.P., a co-investment vehicle for the Fund. The Fund is managed by I Squared Capital.

The Choices Pension Scheme Limited (CPSL) is a related party of the Company. During the year the Company contributed €233k to the Scheme (2024 - €223k).

During the year the Company charged secondment fees of €1,498k (2024 - €1,027k) to North Celtic Sea Offshore Windfarm Limited, an entity incorporated in May 2023 and in which the Energia Group has 50% beneficial ownership. At 31 March 2025 an amount of €1,111k was outstanding (2024 - €271k).

During the year the Company charged secondment fees of €36k (2024 - €72k) to South Irish Sea Offshore Windfarm Limited, an entity incorporated in May 2023 and in which the Energia Group has 50% beneficial ownership. At 31 March 2025 an amount of €25k was outstanding (2024 - €4k).

17. Approval of financial statements

The financial statements were approved by the Board of Directors and authorised for issue on 18 July 2025.