

VITAL ENERGI SOLUTIONS LIMITED

# REPORT & FINANCIAL STATEMENTS

For the year ended 30th June 2026

Company Registration No. 07828647 (England and Wales)

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# COMPANY INFORMATION

VITAL ENERGI SOLUTIONS LIMITED

## DIRECTORS

Mr G J Fielding
Mr I M Whitelock
Ms C Parker
Mr A P Malin

## SECRETARY

Mr S McKechnie

## COMPANY NUMBER

07828647

## REGISTERED OFFICE

Century House, Roman Road, Blackburn, Lancashire BB1 2LD

## AUDITOR

RSM UK Audit LLP,
Chartered Accountants, Bluebell House,
Brian Johnson Way, Preston, Lancashire PR2 5PE

FY26 was a transformational year for Vital Energi Solutions Limited (VESL). Throughout the year, we continued to strengthen our position as a provider of energy services, asset management and operational support, while also playing a significant role in the development of the Vital Energi group's long-term asset ownership strategy.

A significant milestone during the year was the Group's successful £175 million Corporate Nordic Bond raise. This facilitated the acquisition of our first Energy from Waste (EfW) facility, Vital Energi (Drakelow) Limited, from Aviva Investors and the acquisition of a biomass facility in Port Clarence, which we are currently redeveloping from biomass to Refuse Derived Fuel (RDF). The creation of Vital Energi (Port Clarence) Limited is a pivotal acquisition for the Group and will significantly grow the Group's EBITDA in future years. The project has been delivered by VESL as an EPCm (Engineering, Procurement, and Construction Management) using a team of specialist subcontractors combined with market-leading Original Equipment Manufacturers (OEMs). Together, these assets represent an important step in the Group's strategy to create a portfolio of operational energy infrastructure capable of generating long-term value and recurring revenues.

Safe and reliable operation of energy infrastructure remains central to everything we do. As our asset portfolio continues to grow, we remain focused on maintaining the governance, compliance and operational standards required of a long-term owner and operator of energy infrastructure. During the year, we continued to enhance the systems and processes and invest in the people needed to support responsible and sustainable operation of our own and our customers' assets.



Create a portfolio of operational energy infrastructure capable of generating **long-term value** and recurring revenues.

Skilled operational, technical and commercial teams are essential to the delivery of our strategy. As our activities continue to evolve, we remain focused on developing the capabilities required to support both the Company's long-term objectives and the wider ambitions of the Group.

**ASHLEY MALIN | MANAGING DIRECTOR**

STRATEGIC REPORT

# Principal Activity

Vital Energi Solutions Limited ("VESL" or "the Company") develops, delivers, operates and maintains low-carbon energy infrastructure across the United Kingdom. The Company specialises in the long-term management and optimisation of energy assets, supporting customers in reducing carbon emissions, improving energy efficiency and transitioning to lower-carbon forms of heating and energy supply.

VESL provides a range of services spanning energy infrastructure development, energy performance contracting, operation and maintenance, asset management, lifecycle replacement planning, performance monitoring and energy optimisation.

These services support a variety of public and private sector clients and are often delivered through long-term contractual arrangements covering the operation and maintenance of energy centres, heat networks and associated energy infrastructure.

The Company plays a key role in the development and delivery of decarbonisation programmes, particularly within the healthcare sector, where it supports customers in securing funding, developing investment cases and implementing low-carbon energy solutions. Activities include the deployment of heat pumps, thermal storage technologies, renewable energy systems and wider building energy efficiency measures.

VESL also develops innovative energy solutions that support flexibility markets and the integration of low-carbon heating technologies. This includes research and development activities associated with thermal energy storage, heat pump technologies and energy system optimisation, undertaken in collaboration with academic and industry partners.



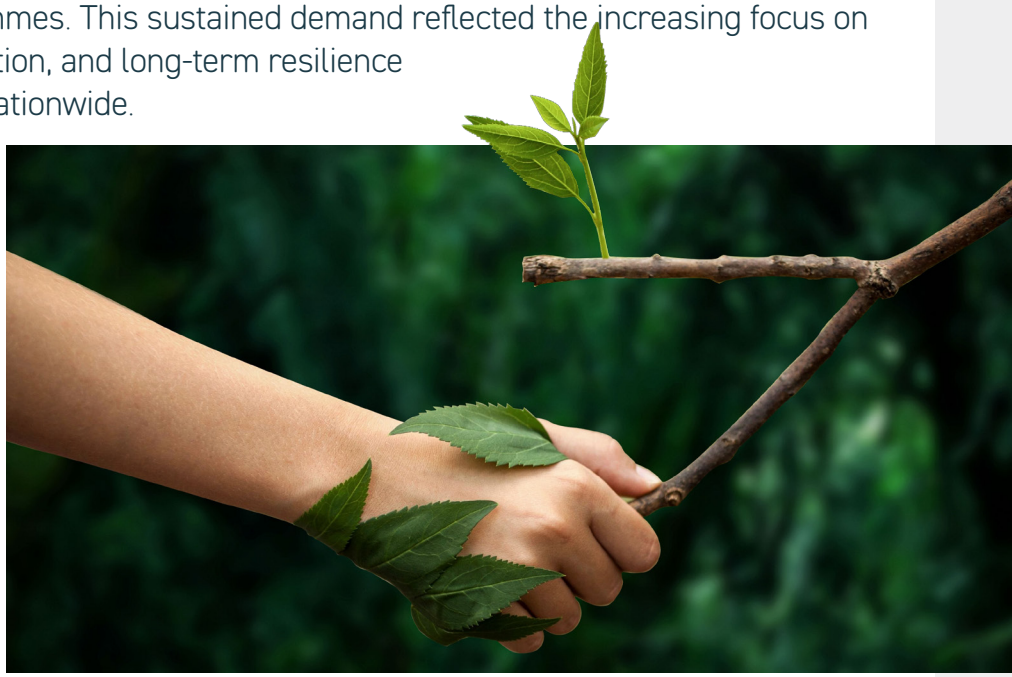
We work with **clients, partners and community** stakeholders to ensure we deliver value in terms of:

- Support the transition to lower-carbon and more sustainable energy systems
- Deliver efficient, resilient and commercially viable energy solutions
- Enhance energy security and resilience
- Create employment, skills and local supply chain opportunities
- Deliver positive outcomes for the communities in which we operate.

Together, these capabilities enable VESL to support energy infrastructure throughout its operational lifecycle, from project development and investment through to long-term operation, maintenance, optimisation and asset management. This combination of technical, operational and commercial expertise enables the Company to deliver long-term energy and carbon performance for its customers whilst supporting the wider transition to a lower-carbon energy system.

# Fair Review of the Business | Overview and Strategic Context

FY26 was a year of continued growth for Vital Energi Solutions Limited ("VESL"). Activity remained strong across the public sector, supported by projects secured through the Public Sector Decarbonisation Scheme (PSDS), together with directly funded decarbonisation and energy infrastructure programmes. This sustained demand reflected the increasing focus on energy security, carbon reduction, and long-term resilience across public sector estates nationwide.



The Company continued to develop and deliver low-carbon heat solutions, including projects incorporating heat pumps, thermal storage technologies and wider energy-efficiency measures. VESL also continued to participate in National Grid flexibility markets and progressed research and development relating to thermal energy storage and heat decarbonisation.

During the year, the Company successfully commissioned an integrated heat pump and phase change material energy storage system at its Blackburn headquarters, supported through the Heat Pump Accelerator programme.

The Company continued to strengthen its position as a long-term energy services partner through the provision of operation, maintenance, lifecycle and performance-management services across healthcare, education and public-sector infrastructure.

This included support for customers operating energy centres, heat networks and associated low-carbon energy assets under long-term contractual arrangements.
Health, safety, environmental and sustainability performance remained a key focus throughout the year.
The Company continued to invest in proactive safety management, employee development and operational assurance, with advancing environmental, social and governance initiatives that support responsible and sustainable growth.

**PRINCIPAL RISKS AND UNCERTAINTIES**

The company's principal risks and uncertainties include the successful delivery of customer projects, changes in market, regulatory and funding conditions within the energy sector, the performance and adoption of innovative low-carbon technologies, and the recruitment and retention of skilled employees.
The Board regularly reviews these matters and monitors operational performance, health and safety, market developments and workforce capability to support the effective management of risk across the business.

## FOCUS AT A GLANCE:

- Low-carbon heat solutions
- Thermal energy storage innovation
- Energy flexibility services
- Long-term asset management
- Operational excellence and safety leadership



# Financial Performance

The Company achieved turnover of £92.4m during the year, representing an increase of £16.3m or 21.4%, compared with £76.1m in FY25. The Company is pleased to report another year of profitability and continued growth, contributing positively to the wider Group's performance. This success is reflected in the year-end cash balances increasing to £23.0m (FY25: £21.6m).

Growing demand for decarbonisation solutions, driven by government policies and customers' net zero targets, continues to present significant opportunities for the business. The Company has capitalised on this demand by expanding its service offering, strengthening key strategic partnerships, and maintaining its commitment to innovation. The Company also remains actively involved in research and development, collaborating with leading institutions to develop cutting-edge technologies and solutions that support future growth.

Operating profit increased to £5.8m (FY25: £4.4m). This improvement was primarily driven by a favourable product mix, growth in the customer base and the successful achievement of milestones within long-term contracts. Gross profit margin decreased marginally to 11.6% (FY25: 11.7%); however, the impact of this reduction was more than offset by the significant increase in turnover and overall trading activity during the year.

Administrative expenses increased to £5.4m (FY25: £4.9m), reflecting continued investment in technology, workforce, and product development. The investments made in prior years have contributed to the Company's continued growth throughout FY26, and management expects this trend to continue through the development of additional intellectual property, products and services. During the year, the Company recognised exceptional expenses of £0.04m (FY25: £nil) in respect of advisory costs incurred in evaluating potential delivery models for contracts with NHS and other public sector organisations. These costs were one-off in nature and related to assessing structures designed to meet specific customer requirements and support future business opportunities.

Contract portfolio work-in-progress reduced to £1.0m (FY25: £1.6m),

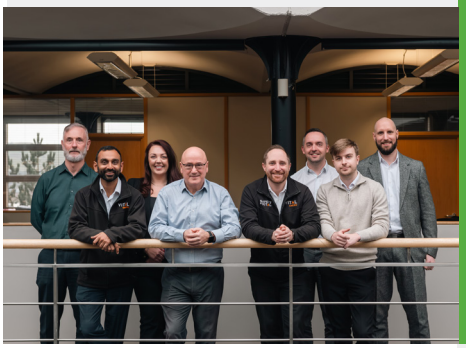
## KEY FACTS

**£92.4m**
TURNOVER

**11.6%**
GROSS PROFIT MARGIN

**£23.0m**
CASH BALANCE

**£29.9m**
NET ASSETS






*"Our strategic shift toward long-term asset ownership has fundamentally enhanced our capital base and risk-adjusted returns. By maintaining rigorous capital discipline and a robust balance sheet, we are ensuring that our growth is both high-quality and sustainable for the long term"*

**Cécile Parker, Chief Financial Officer**
**Vital Energi Group of Companies**



reflecting revenue recognised but not yet invoiced at the reporting date. Trade debtors increased by £10.2m to £23.9m, primarily due to the timing and volume of revenue recognition towards the year-end. Overall creditors increased by £7.1m, principally due to increased balances owed to Group undertakings and the timing of period-end revenue recognition and settlement processes.

The Company's cash position remained strong, increasing to £23.0m (FY25: £21.6m) at the year-end. The directors remain confident that the business will continue to generate positive cash flows and maintain sufficient liquidity to support its strategic objectives. This confidence is supported by long-term forecasts extending to FY30.

The Company's net assets increased to £29.9m (FY25: £24.9m), reflecting the continued strengthening of the Company's financial position. Looking ahead to FY27, the Company has a strong sales pipeline and order book, providing confidence in future growth prospects. This growth is further supported by long-term contracts ranging from 15 to 30 years in duration, generating a stable and significant proportion of recurring revenue.

Continued success in delivering Public Sector Decarbonisation Scheme (PSDS) Projects across Phases 1 to 4 has supported growth within the NHS, city-centre regeneration schemes, and other key sectors including education and industrial. Looking ahead, the Company will focus on optimising existing sites and working closely with long-standing customers to secure long-term service and maintenance contracts.
The Company remains committed to delivering a positive environmental impact through the provision of low-carbon, energy efficient solutions. By helping customers reduce emissions and improve energy efficiency, the Company continues to play an important role in supporting the transition to net zero.
The Company forms an integral part of Vital Energi, and the activities of the Board remain aligned with the strategic objectives of the wider Group.



# Section 172(1) statement

The Directors recognise their duty under Section 172(1) of the Companies Act 2006 to promote the success of the Company for the benefit of its members as a whole, while having regard to the interests of employees, customers, suppliers, communities and the environment, together with the long-term consequences of decisions and the need to maintain high standards of business conduct and the need to act fairly between the company's members. The Board considered stakeholder interests as part of its decision-making processes throughout the year.

## STAKEHOLDER CONSIDERATIONS

**EMPLOYEES:**
The Board received updates on recruitment, retention, employee engagement, workforce development, wellbeing and health and safety. These matters informed continued investment in apprenticeships, graduate recruitment, leadership development and learning systems, with the aim of maintaining the skills and organisational capability required for the company's long-term plans.

**CUSTOMERS:**
The Board monitored project delivery, operational performance, customer satisfaction and work-winning activity. Customer engagement informed project development, service delivery and investment decisions, particularly for complex energy infrastructure and long-term operational contracts.

**SUPPLIERS AND BUSINESS PARTNERS:**
The Board considered the importance of resilient and responsible supply chains in supporting the safe and effective delivery of projects. Oversight during the year included responsible procurement, supplier engagement, supply chain resilience and modern slavery due diligence.

**COMMUNITIES AND THE ENVIRONMENT:**
The Board considered the environmental and social impacts of the Company's activities when reviewing strategic and operational decisions. Through the development and operation of energy infrastructure, social value initiatives, stakeholder engagement and environmental management activities, the Board sought to support responsible growth and contribute to the UK's decarbonisation objectives.

**INVESTORS AND LENDERS:**
The Board maintained engagement with shareholders, lenders and other providers of capital, with particular attention to liquidity, funding requirements, financial risk and the capital required for long-term investment.

## LONG-TERM DECISION MAKING

When considering significant decisions, the Board evaluates the likely long-term consequences, including impacts on employees, customers, suppliers, communities, the environment and the Company's financial position. Significant decisions during the year included the acquisition of Vital Energi (Drakelow) Limited, the acquisition and redevelopment of Port Clarence, supporting the development of the group's Independent Distribution Network Operator ("IDNO") activities, progressing strategic heat network opportunities and maintaining investment in workforce capability and operational systems. The Board considered the capital and funding requirements, expected long-term returns, delivery and regulatory risks, customer requirements, workforce capacity, supply-chain impacts and the potential environmental and community benefits. These considerations informed the timing, structure and resourcing of the relevant investments and projects.

**MAINTAINING HIGH STANDARDS OF BUSINESS CONDUCT:**
The Board considered governance, ethics and compliance matters throughout the year. Oversight included anti-bribery, modern slavery and whistleblowing arrangements, together with wider sustainability and governance initiatives. During FY26, the Company maintained its EcoVadis Silver rating with an improved score and completed its first UN Global Compact Communication on Progress.

**CONCLUSION:**
The Directors believe that the decisions taken during FY26 have been consistent with their duties under Section 172(1) and have supported the long-term success of the Company while balancing the interests of stakeholders, responsible business conduct and sustainable growth initiatives and a low-carbon future.

This Strategic Report is approved by the Board of Directors and signed on its behalf by:

**Ms C Parker, Chief Financial Officer**
29th October 2026

## DIRECTORS' REPORT
## FOR THE YEAR ENDED 30 JUNE 2026

The directors present their annual report and the financial statements for the year ended 30 June 2026.

### Principal activity

The principal activity of the company is disclosed in the Strategic Report.

### Results and dividends

The profit for the year, after taxation, amounted to £5,074k *(2025: £3,881k).*

The directors did not recommend the payment of dividends in the year *(2025: £Nil)*.

### Directors

The directors who served during the year, and up to the date of signing this report, were:

Mr G J Fielding
Mr I M Whitelock
Mr A P Malin
Ms C Parker

### Directors' Responsibilities Statement

The directors are responsible for preparing the Strategic Report, 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, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs and 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and 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.

### Qualifying third party indemnity provisions

The company has made qualifying third party indemnity provisions for the benefit of its directors during the year. These provisions remain in force at the reporting date.

**Energy and carbon reporting**

The company's ultimate parent undertaking is Vital Holdings Limited and the company's greenhouse gas emissions, energy consumption and energy efficiency activities are reported in the group accounts of Vital Holdings Limited.

**Strategic Report**

The company has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the company's Strategic Report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the Directors' Report. This applies to future developments.

**Disclosure of information to auditor**

The directors confirm that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

**Auditor**

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

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



**Ms C Parker**
Director

Date: 29/10/26

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VITAL ENERGI SOLUTIONS LIMITED

### Opinion

We have audited the financial statements of Vital Energi Solutions Limited (the 'company') for the year ended 30 June 2026, which comprise the statement of income and retained earnings, the statement of financial position and notes to the financial statements, including 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 30 June 2026 and of its profit 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 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's responsibilities for the audit of the financial statements' section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Conclusions relating to going concern

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

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

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

### 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 directors are responsible for the other information contained within the Annual Report. 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.

**Other information (continued)**

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**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 Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have 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 Strategic Report or the Directors' Report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

**Responsibilities of directors**

As explained more fully in the Directors' Responsibilities Statement set out on page 10, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

**Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

**The extent to which the audit was considered capable of detecting irregularities, including fraud**

Irregularities are instances of non-compliance with laws and regulations. The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit.

In relation to fraud, the objectives of our audit are to identify and assess the risk of material misstatement of the financial statements due to fraud, to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud through designing and implementing appropriate responses and to respond appropriately to fraud or suspected fraud identified during the audit.

However, it is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, the audit engagement team:

- obtained an understanding of the nature of the industry and sector, including the legal and regulatory framework that the company operates in and how the company is complying with the legal and regulatory framework;
- inquired of management, and those charged with governance, about their own identification and assessment of the risks of irregularities, including any known actual, suspected or alleged instances of fraud;
- discussed matters about non-compliance with laws and regulations and how fraud might occur including assessment of how and where the financial statements may be susceptible to fraud.

As a result of these procedures we consider the most significant laws and regulations that have a direct impact on the financial statements are FRS 102, the Companies Act 2006 and tax compliance regulations. We performed audit procedures to detect non-compliances which may have a material impact on the financial statements which included reviewing financial statement disclosures, inspecting correspondence with local tax authorities and evaluating advice received from external tax advisors.

The most significant laws and regulations that have an indirect impact on the financial statements are those in relation to health and safety. We performed audit procedures to inquire of management and those charged with governance whether the company is in compliance with these laws and regulations and performed procedures including a review of board minutes and performed a search for notices published by the Health and Safety Executive.

**The extent to which the audit was considered capable of detecting irregularities, including fraud (continued)**

The audit engagement team identified the risk of management override of controls and judgments and estimates made in the valuation, existence and cut off of amounts recoverable on contracts, work in progress and amounts recognised in revenue as the areas where the financial statements were most susceptible to material misstatement due to fraud. Audit procedures performed included but were not limited to:

- testing manual journal entries and other adjustments and evaluating the business rationale in relation to significant, unusual transactions and transactions entered into outside the normal course of business; and
- challenging judgments and estimates applied in the valuation of amounts recoverable on contracts and amounts recognised in revenue by reviewing contract meeting minutes, reviewing contracts, holding discussions with commercial teams, reviewing post year end performance, and comparing outturn of projects with estimates made in preparing the previous year's financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: https://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.

A C Monteith

Andrew Monteith
Senior Statutory Auditor
for and on behalf of RSM UK Audit LLP
Statutory Auditor, Chartered Accountants
Bluebell House
Brian Johnson Way
Preston
Lancashire
PR2 5PE
Date: 29/10/26

## STATEMENT OF INCOME AND RETAINED EARNINGS
## FOR THE YEAR ENDED 30 JUNE 2026

| | Note | 2026 £000 | *2025 £000* |
|---|---|---|---|
| Turnover | 4 | **92,407** | *76,058* |
| Cost of sales | | **(81,654)** | *(67,180)* |
| **Gross profit** | | **10,753** | *8,878* |
| Administrative expenses | | **(5,354)** | *(4,871)* |
| Exceptional expenses | 5 | **(40)** | *-* |
| Other operating income | 6 | **469** | *348* |
| **Operating profit** | 7 | **5,828** | *4,355* |
| Interest receivable and similar income | 11 | **1,129** | *826* |
| Interest payable and similar expenses | 12 | **(117)** | *-* |
| **Profit before tax** | | **6,840** | *5,181* |
| Tax on profit | 13 | **(1,766)** | *(1,300)* |
| **Profit after tax** | | **5,074** | *3,881* |
| Retained earnings at the beginning of the year | | **24,822** | *20,941* |
| Profit for the year | | **5,074** | *3,881* |
| **Retained earnings at the end of the year** | | **29,896** | *24,822* |

There were no recognised gains and losses for 2026 or 2025 other than those included in the Statement of Income and Retained Earnings.

The notes on pages 18 to 37 form part of these financial statements.

**VITAL ENERGI SOLUTIONS LIMITED**
**REGISTERED NUMBER: 07828647**

## STATEMENT OF FINANCIAL POSITION
## AS AT 30 JUNE 2026

| | Note | | 2026 £000 | | *2025 £000* |
|---|---|---|---|---|---|
| **Fixed assets** | | | | | |
| Intangible assets | 14 | | **157** | | *221* |
| Tangible assets | 15 | | **213** | | *360* |
| Investments | 16 | | **-** | | *-* |
| | | | **370** | | *581* |
| **Current assets** | | | | | |
| Stocks | 17 | **978** | | *1,598* | |
| Debtors | 18 | **47,784** | | *36,261* | |
| Cash at bank and in hand | | **23,027** | | *21,572* | |
| | | **71,789** | | *59,431* | |
| Creditors: amounts falling due within one year | 19 | **(42,263)** | | *(35,190)* | |
| **Net current assets** | | | **29,526** | | *24,241* |
| **Total assets less current liabilities** | | | **29,896** | | *24,822* |
| **Net assets** | | | **29,896** | | *24,822* |
| **Capital and reserves** | | | | | |
| Called up share capital | 21 | | **-** | | *-* |
| Retained earnings | 22 | | **29,896** | | *24,822* |
| **Total equity** | | | **29,896** | | *24,822* |

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

**Ms C Parker**
Director

Date: 29/10/26

The notes on pages 18 to 37 form part of these financial statements.

## 1. General information

Vital Energi Solutions Limited is a private company limited by shares, incorporated in England and Wales. Its registered number is 07828647, and its registered head office is located at Century House, Roman Road, Blackburn, Lancashire, BB1 2LD.

## 2. Accounting policies

### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The company's functional and presentation currency is Sterling and all values are rounded to the nearest thousand pounds (£000) except when otherwise stated.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies (see note 3).

The following principal accounting policies have been applied:

### 2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

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

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

This information is included in the consolidated financial statements of Vital Holdings Limited as at 30 June 2026 and these financial statements may be obtained from Century House, Roman Road, Blackburn, Lancashire, BB1 2LD.

### 2.3 Exemption from preparing consolidated financial statements

The company is a parent company that is also a subsidiary included in the consolidated financial statements of a larger group by a parent undertaking established under the law of any part of the United Kingdom and is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006.

## 2. Accounting policies (continued)

### 2.4 Going concern

In determining that the entity is a going concern, the directors have reviewed financial projections for the year ending June 2027 and forecasts for the period ending June 2030. The projections point to a positive outlook for sales, profitability, and cash flow, and they are supported by a detailed order book summary and prospect list. These have allowed the directors to predict the results for the year ending 2027 with a degree of certainty, as the bulk of that sales forecast is made up of secured orders. A prospect list has been used by business unit directors to forecast sales up to the period ending June 2030.

The company operates within the dynamic energy sector, providing a comprehensive range of low-carbon and renewable energy solutions. Our services cover design, installation, operation, and asset management, targeting diverse sectors including healthcare, education, and industry. Although the energy sector faces challenges such as supply chain disruptions and regulatory shifts, the company's varied service offering and strong history of delivering energy performance contracts position it well to handle these complexities.

The directors have taken these factors into account in their assessment of the company's ability to continue as a going concern. They believe that the company has a robust order book and a solid track record of completing projects. They are also confident that the government's pledge to decarbonisation will continue to provide the company with a long-term stream of work.

Considering potential sensitivities, the directors have assured themselves that there is enough projected liquidity to manage foreseeable issues in the forecast period up to June 2030. The review has also been supported by an analysis of the company’s borrowing facilities, and the directors are satisfied that suitable and committed financing arrangements are in place. This includes the parent company's successful completion of a five-year, £150m bond issuance, which provides significant funding for future asset ownership and growth.

The company itself generated a profit before taxation during the year of £6.8m and had net current assets at the year-end of £29.5m.

On this basis, the directors believe it is appropriate to prepare the financial statements on a going concern basis, as the review carried out indicates the business will meet its obligations as they become due for a period of at least 12 months from the approval of these financial statements.

### 2.5 Foreign currency translation

**Functional and presentation currency**

The company's functional and presentation currency is GBP.

**Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

## 2. Accounting policies (continued)

### 2.5 Foreign currency translation (continued)

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Income and Retained Earnings within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

### 2.6 Turnover

The turnover shown in the profit and loss account represents the value of all goods and services provided during the year, at selling price exclusive of Value Added Tax. Turnover is recognised to the extent that the company obtains the right to consideration in exchange for its performance.

Turnover for ongoing maintenance and project management services is recognised as the service is provided.

See Construction contracts accounting policy for details of determination of stage of completion.

For the provision of utilities, where the contract is on a pass through basis only, it has been assessed the company is the agent for these transactions rather than the principal and therefore the revenue recognised is the value of the commission.

### 2.7 Construction contracts

Profit on construction contracts is taken as the work is carried out, if the final outcome can be assessed with reasonable certainty. The profit is calculated on a stage of completion basis to reflect the proportion of the work carried out by the year end by recording turnover and related costs as contract activity progresses.

Turnover is calculated as that proportion of total contract revenue which costs incurred to date bear to total expected costs for that contract. Revenue derived from the variations on contracts is only recognised when they have been accepted by the customer.

Full provision is made for losses on all contracts in the year in which they are foreseen.

Amounts recoverable on contracts are amounts not yet invoiced for which work has been completed but not yet certified. Payments received on account are payments received in advance of the work being undertaken.

### 2.8 Operating leases: the company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

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

## 2. Accounting policies (continued)

### 2.9 Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured.

If it is not possible to distinguish between the research phase and the development phase of an internal project, the expenditure is treated as if it were all incurred in the research phase only.

### 2.10 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

### 2.11 Pensions

**Defined contribution pension plan**

The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the company in independently administered funds.

### 2.12 Interest income

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

### 2.13 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

### 2.14 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the company but are presented separately due to their size or incidence.

### 2.15 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

## 2. Accounting policies (continued)

### 2.15 Current and deferred taxation (continued)

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates income.

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

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

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

### 2.16 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

Amortisation is provided on the following bases:

| | | |
|---|---|---|
| Development expenditure | - | 20 % straight line |

### 2.17 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

| | |
|---|---|
| Plant and machinery | - 10 - 33% straight line |
| Fixtures and fittings | - 20% straight line |

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

## 2. Accounting policies (continued)

### 2.17 Tangible fixed assets (continued)

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

### 2.18 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

### 2.19 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

### 2.20 Stocks

Work in progress is stated at the lower of cost and realisable value less costs to complete. Cost comprises direct materials and, where applicable, those overheads that have been incurred in bringing the work in progress to its present condition.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

### 2.21 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

### 2.22 Financial instruments

The company has elected to apply the provisions of Section 11 “Basic Financial Instruments” of FRS 102 to all of its financial instruments.

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

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

## 2. Accounting policies (continued)

### 2.22 Financial instruments (continued)

**Basic financial assets**

Basic financial assets, which include trade and other debtors and cash and bank balances, are initially measured at their transaction price (adjusted for transaction costs except in the initial measurement of financial assets that are subsequently measured at fair value through profit and loss) and are subsequently carried at their amortised cost using the effective interest method, less any provision for impairment, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Discounting is omitted where the effect of discounting is immaterial. The company's cash and cash equivalents, trade and most other debtors due within the operating cycle fall into this category of financial instruments.

**Impairment of financial assets**

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset’s original effective interest rate. The impairment loss is recognised in profit or loss.

Financial assets are impaired when events, subsequent to their initial recognition, indicate the estimated future cash flows derived from the financial asset(s) have been adversely impacted. The impairment loss will be the difference between the current carrying amount and the present value of the future cash flows at the asset(s) original effective interest rate.

If there is a favourable change in relation to the events surrounding the impairment loss then the impairment can be reviewed for possible reversal. The reversal will not cause the current carrying amount to exceed the original carrying amount had the impairment not been recognised. The impairment reversal is recognised in the profit or loss.

**Basic financial liabilities**

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

Basic financial liabilities, which include trade and other creditors and other loans are initially measured at their transaction price (adjusting for transaction costs except in the initial measurement of financial liabilities that are subsequently measured at fair value through profit and loss). When this constitutes a financing transaction, whereby the debt instrument is measured at the present value of the future payments discounted at a market rate of interest, discounting is omitted where the effect of discounting is immaterial.

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

## 2. Accounting policies (continued)

### 2.22 Financial instruments (continued)

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

**Derecognition of financial assets**

Financial assets are derecognised when their contractual right to future cash flow expire, or are settled, or when the company transfers the asset and substantially all the risks and rewards of ownership to another party. If significant risks and rewards of ownership are retained after the transfer to another party, then the company will continue to recognise the value of the portion of the risks and rewards retained.

**Derecognition of financial liabilities**

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

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

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Estimates are based on historical experience and other assumptions that are considered reasonable in the circumstances. The actual amount or values may vary in certain instances from the assumptions and estimates made. Changes will be recorded, with corresponding effect in the financial statements, when, and if, better information is obtained.

Critical judgements and sources of estimation uncertainty that management have made in the process of applying accounting policies disclosed herein and that have a significant effect on the amounts recognised in the financial statements relate to the following:

**Estimates**

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

***Construction contracts***
In producing the financial statements, the directors have taken judgements over the profit to be taken on construction contracts. Profit is taken as the work is carried out where the final outcome can be assessed with reasonable certainty. The profit is calculated on a stage of completion basis by the year end which can sometimes differ to the assessments of external Quantity Surveyors. Full provision is made for losses on all contracts in the year in which they are foreseen.

## 3. Judgements in applying accounting policies (continued)

### Judgements

***Revenue recognition (see note 4)***
The company reviews the nature of its contracts to assess whether they are acting as a principal or an agent in the transaction. Where the company concludes that they do not bear any price, inventory or credit risk in the transaction, the agreed fixed fees are recognised as revenue (rather than the gross amounts transacted).

## 4. Turnover

An analysis of turnover by class of business is as follows:

| | **2026** | *2025* |
|---|---|---|
| | **£000** | *£000* |
| **Turnover analysed by class of business** | | |
| Provision of services | **89,107** | *72,489* |
| Intercompany | **3,300** | *3,569* |
| | **92,407** | *76,058* |

Included within revenue is £64,901k *(2025: £51,415k)* of revenue generated from construction contracts.

| | **2026** | *2025* |
|---|---|---|
| | **£000** | *£000* |
| **Turnover analysed by geographical market** | | |
| United Kingdom | **92,407** | *76,058* |

## 5. Exceptional expenses

| | **2026** | *2025* |
|---|---|---|
| | **£000** | *£000* |
| Exceptional expenses | **40** | - |

During the year, the company incurred exceptional professional advisory costs of £40k *(2025: £Nil)* associated with exploring potential delivery models for contracts with NHS and other public sector organisations. The engagement was undertaken to identify commercially viable structures capable of meeting the specific procurement and financial requirements of these customers and supporting future business opportunities.

## 6. Other operating income

| | 2026 £000 | 2025 £000 |
|---|---|---|
| Research and development expenditure credit | **469** | *348* |

## 7. Operating profit

The operating profit is stated after charging/(crediting):

| | 2026 £000 | 2025 £000 |
|---|---|---|
| Research and development costs | **79** | *118* |
| Depreciation of owned tangible fixed assets | **149** | *154* |
| Amortisation of intangible assets | **28** | *13* |
| Exchange differences | **-** | *(1)* |
| Operating lease charges | **235** | *185* |

## 8. Auditor's remuneration

During the year, the company obtained the following services from the company's auditor and its associates:

| | 2026 £000 | 2025 £000 |
|---|---|---|
| Audit of the financial statements of the company | **34** | *27* |
| For other services | | |
| Taxation compliance services | - | *3* |
| All other non-audit services | - | *5* |

## 9. Employees

Staff costs, including directors' remuneration, were as follows:

| | 2026 £000 | 2025 £000 |
|---|---|---|
| Wages and salaries | **4,245** | *3,497* |
| Social security costs | **596** | *456* |
| Cost of defined contribution scheme | **273** | *197* |
| | **5,114** | *4,150* |

## 9. Employees (continued)

The average monthly number of employees, including the directors, during the period was as follows:

| | 2026<br>No. | *2025*<br>*No.* |
|---|---|---|
| Number of direct staff | **8** | *9* |
| Number of indirect staff | **41** | *32* |
| | **49** | *41* |

## 10. Directors' remuneration

| | 2026<br>£000 | *2025*<br>*£000* |
|---|---|---|
| Remuneration for qualifying services | **392** | *280* |
| Company pension contributions to defined contribution schemes | **29** | *22* |
| | **421** | *302* |

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 1 *(2025: 1).*

The highest paid director received remuneration of £392k *(2025: £280k).*

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £29k *(2025: £22k).*

## 11. Interest receivable and similar income

| | 2026<br>£000 | *2025*<br>*£000* |
|---|---|---|
| Interest on bank deposits | **564** | *300* |
| Other interest receivable | **74** | *-* |
| Group interest receivable | **491** | *526* |
| **Total income** | **1,129** | *826* |

Group interest is charged at 3.25% per annum.

## 12. Interest payable and similar expenses

| | 2026<br>£000 | *2025*<br>*£000* |
|---|---|---|
| Group interest payable | **117** | *-* |

Group interest is charged at 3.25% per annum.

## 13. Taxation

| | 2026<br>£000 | *2025*<br>*£000* |
|---|---|---|
| **Corporation tax** | | |
| Current tax on profits for the year | **375** | *1,237* |
| Adjustments in respect of prior periods | **170** | *88* |
| Group tax relief | **1,247** | *-* |
| **Total current tax** | **1,792** | *1,325* |
| **Deferred tax** | | |
| Origination and reversal of timing differences | **(26)** | *(25)* |
| **Total deferred tax** | **(26)** | *(25)* |
| **Total tax charge** | **1,766** | *1,300* |

## 13. Taxation (continued)

### Factors affecting tax charge for the year

The tax assessed for the year is lower than *(2025: higher than)* the standard rate of corporation tax in the UK of 25% *(2025: 25%)*. The differences are explained below:

| | **2026** | *2025* |
|---|---|---|
| | **£000** | *£000* |
| Profit on ordinary activities before tax | **6,840** | *5,181* |
| Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 25% *(2025: 25%)* | **1,710** | *1,295* |
| **Effects of:** | | |
| Expenses not deductible for tax purposes | **3** | *4* |
| Adjustments in respect of prior periods | **170** | *88* |
| Group relief claimed | **(1,246)** | *(1,237)* |
| Payment for group relief | **1,246** | *1,237* |
| Research and development tax credit | **(117)** | *(87)* |
| **Total tax charge for the year** | **1,766** | *1,300* |

### Factors that may affect future tax charges

There were no factors that may affect future tax charges.

## 14. Intangible assets

| | Development costs £000 |
|---|---|
| **Cost** | |
| At 1 July 2025 | **274** |
| Additions | **64** |
| Disposals | **(100)** |
| At 30 June 2026 | **238** |
| **Amortisation** | |
| At 1 July 2025 | **53** |
| Charge for the year | **28** |
| At 30 June 2026 | **81** |
| **Carrying amount** | |
| At 30 June 2026 | **157** |
| *At 30 June 2025* | *221* |

Amortisation on intangible assets is charged to administrative expenses.

## 15. Tangible fixed assets

| | Plant and machinery £000 | Fixtures and fittings £000 | Total £000 |
|---|---|---|---|
| **Cost** | | | |
| At 1 July 2025 | **1,442** | **39** | **1,481** |
| Additions | **2** | **-** | **2** |
| At 30 June 2026 | **1,444** | **39** | **1,483** |
| **Depreciation** | | | |
| At 1 July 2025 | **1,083** | **38** | **1,121** |
| Charge for the year on owned assets | **149** | **-** | **149** |
| At 30 June 2026 | **1,232** | **38** | **1,270** |
| **Carrying amount** | | | |
| At 30 June 2026 | **212** | **1** | **213** |
| *At 30 June 2025* | *359* | *1* | *360* |

## 16. Fixed asset investments

| | Shares in group undertakings £000 |
|---|---|
| **Cost** | |
| At 1 July 2025 | **-** |
| At 30 June 2026 | **-** |
| **Carrying amount** | |
| At June 2026 | **-** |
| *At June 2025* | - |

## 16. Fixed asset investments (continued)

### Subsidiary undertakings

The following were subsidiary undertakings of the company:

| Name | Registered office | Principal activity | Class of shares | Holding |
|---|---|---|---|---|
| CEF and NHM ESCo Limited | (i) | Non-trading | Ordinary | 100% |
| Vital Energi (Bilsthorpe) Limited | (i) | Non-trading | Ordinary | 100% |

Registered office addresses (all UK unless otherwise indicated):
(i) Century House, Roman Road, Blackburn, Lancashire, BB1 2LD.

## 17. Stocks

| | 2026 £000 | *2025 £000* |
|---|---|---|
| Work in progress | **978** | *1,598* |

## 18. Debtors

| | 2026 £000 | *2025 £000* |
|---|---|---|
| **Due after more than one year** | | |
| Amounts owed by group undertakings | **4,889** | *11,573* |
| Other debtors | **336** | *336* |
| Gross amounts owed by contract customers | **161** | *161* |
| | **5,386** | *12,070* |
| **Due within one year** | | |
| Trade debtors | **23,913** | *13,710* |
| Gross amounts owed by contract customers | **3,934** | *4,346* |
| Amounts owed by group undertakings | **11,374** | *1,448* |
| Corporation tax recoverable | **181** | *1,706* |
| Other debtors | **2,863** | *2,782* |
| Prepayments and accrued income | **55** | *147* |
| Deferred taxation (note 20) | **78** | *52* |
| **Total debtors** | **47,784** | *36,261* |

## 18. Debtors (continued)

Amounts owed by group undertakings due after more than one year includes £1.7m *(2025: £1.6m)* with interest charged at 3.25% per annum, charged monthly. The loan is repayable on 31 December 2030.

Amounts owed by group undertakings due after more than one year includes £3.2m *(2025: £Nil)* with interest charged at 3.25% per annum, charged monthly. The loan is repayable in 2053.

Amounts owed by group undertakings due within one year includes £10m *(2025: £10m, included within amounts owed by group undertakings due after more than one year)* with interest charged at 3.25% per annum, charged monthly. This loan has subsequently been repaid in August 2026.

Amounts owed by group undertakings due within one year includes £1.3m *(2025: £Nil)* with interest charged at 3.25% per annum, is unsecured and repayable on demand.

All remaining amounts owed by group undertakings are non-interest bearing, unsecured and repayable on demand.

Included within other debtors due in less than one year is an amount of £2.9m *(2025: £2.8m)* and after more than one year is an amount of £336k *(2025: £336k)* in relation to a payment on contract.

## 19. Creditors: amounts falling due within one year

| | **2026** | *2025* |
|---|---|---|
| | **£000** | *£000* |
| Gross amounts owed to contract customers | **9,002** | *4,065* |
| Trade creditors | **1,017** | *1,642* |
| Amounts owed to group undertakings | **14,523** | *11,866* |
| Other taxation and social security | **1,746** | *2,138* |
| Accruals and deferred income | **15,975** | *15,479* |
| | **42,263** | *35,190* |

Included within amounts owed to group undertakings, £3.9m *(2025: £Nil)* attracts an interest rate of 3.25%, is unsecured and repayable on demand. All remaining amounts owed to group undertakings are non-interest bearing, unsecured and repayable on demand.

## 20. Deferred taxation

| | 2026<br>£000 |
|---|---|
| **Movements in the year:** | |
| Asset at 1 July 2025 | **(52)** |
| Credited to profit or loss | **(26)** |
| **Asset at 30 June 2026** | **(78)** |

The deferred tax asset is made up as follows:

| | 2026<br>£000 | *2025*<br>*£000* |
|---|---|---|
| Fixed asset timing differences | **78** | *52* |

## 21. Share capital

| | 2026<br>£ | *2025*<br>*£* |
|---|---|---|
| **Allotted, called up and fully paid** | | |
| 100 *(2025: 100)* Ordinary shares of £1.00 each | **100** | *100* |

The shares rank pari passu and have full voting rights attached to them.

## 22. Reserves

The company's capital and reserves is as follows:

**Retained earnings**

Cumulative profit and loss net of distributions to owners.

## 23. Pension commitments

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £273k *(2025: £197k).*

## 24. Commitments under operating leases

At the reporting date the company had outstanding commitments for future minimum lease payments due under non-cancellable operating leases, which fall due as follows:

| | **2026** | *2025* |
|---|---|---|
| | **£000** | *£000* |
| Within one year | **173** | *141* |
| Between one and five years | **273** | *106* |
| | **446** | *247* |

## 25. Financial commitments, guarantees and contingent liabilities

The company has three charges dated 3 December 2015, 6 December 2018 and 15 December 2021, in favour of De Lage Landen Leasing Limited. The charges contain a fixed charge, a floating charge and a negative pledge over property or undertaking of the company.

The company has numerous charges in favour of Aviva Investors Energy Centres No. 1 Limited Partnership. These charges contain fixed charges, floating charges and negative pledges over property or undertaking of the company.

The company has five charges, four being dated 22 November 2024 and one dated 31 December 2024 in favour of Birchyard Trustee 1 Limited and Birchyard Trustee 2 Limited Acting as Joint Trustees of Birchyard Property Unit Trust. These charges contain a fixed charge over legal assignment over the company's rights to certain payment obligations and related rights and proceeds thereof.

## 26. Related party transactions

At 30 June 2026, the company owed £4,576k *(2025: £3,738k)* to companies which are not wholly owned by the ultimate controlling party, included in amounts owed to group undertakings. The amounts are interest free and repayable on demand.

The company was owed £3,147k *(2025: £Nil)* by companies which are not wholly owned by the ultimate controlling party, included in amounts owed to group undertakings. The amounts are interest free and repayable on demand.

## 27. Subsequent events

There have been no significant events affecting the company since the reporting date.

## 28. Controlling party

The immediate parent of the company is Vital Energi Midco Plc and the ultimate parent of the company is Vital Holdings Limited, both companies are incorporated in the United Kingdom.

The smallest group in which the results of the company are consolidated is that headed by Vital Energi Midco Plc. The largest group in which the results of the company are consolidated is that headed by Vital Holdings Limited. The consolidated financial statements of Vital Energi Midco Plc and Vital Holdings Limited can be obtained from Companies House and the registered office. The registered office of both entities is Century House, Roman Road, Blackburn, Lancashire, BB1 2LD.