

Bristol Springs Solar Pty Ltd

Half Year Report for the six months ended 31 December 2021

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Directors' Report

1. Directors

The directors of the Company at any time during or since the end of the financial year are:

Johnathon Goyder Appointed 2 April 2019

Sam Gillham Appointed 2 April 2019

2. Principal activities

The principal activity of the Company during the course of the half year was the development of a solar power project in the south west of Western Australia.

3. Review of operations

The Company continued to advance the project during the half year, with the project partner, Pearl Clean Energy Pty Ltd, undertaking various works to progress the Project, including the Western Power connection application process.

On 2 December 2021 the Company and Ranger Loaders Pty Ltd entered into a debt forgiveness, whereby Ranger agreed to irrevocably release and discharge the Company from the obligations to pay the debt amount of \$362,078.93 and all further debt amounts owing by the Company. Ranger also agreed to indemnify and keep indemnified the Company from and against any liability incurred by the Company as a result of any action, demand claim or proceeding against the company by Ranger in connection with or arising out of the total amount outstanding.

4. Financial Results

The profit for the half year ended 31 December 2021 was \$354,330 (31 December 2020: Loss of \$50), primarily as a result of the debt forgiveness entered into by the Company and Ranger Loaders Pty Ltd of \$362,079.

5. Significant changes in the state of affairs

In the opinion of the Directors there were no significant changes in the state of affairs of the Company that occurred during the financial period under review.

6. Likely developments

The Company will continue to pursue the development of its solar power project. This will require further investment including completing front end engineering design work.

7. Dividends

No recommendation for payment of dividends has been made for the half year ended 31 December 2021 (2020: Nil).

Directors' Report

8. Events subsequent to reporting date

On 13 October 2021 the Company's shareholders entered into a binding agreement with Superior Lake Resources Limited ("SUP"), a company listed on the ASX, to acquire a 100% interest in Bristol Springs Solar Pty Ltd ("Transaction"). SUP has announced that, as part of the transaction, it will raise \$8 million to progress development of the Company's solar project, meet transaction costs, facilitate the recommencement of trading of SUP's securities on ASX and for working capital. The Shareholders of SUP approved the Transaction on 28 January 2022.

The Directors are confident the transaction with SUP will complete. In the event the transaction does not complete, BSS can defer all its costs if required as they are discretionary in nature and there are no ongoing contractual commitments.

Other than the item noted in the above paragraph, there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors of the Company, to affect significantly the operations of the Company, the results of those operations, or the state of affairs of the Company, in future financial years.

9. Directors' interests

The relevant interest of each director in the ordinary share capital issued by the Company as at the date of this report is:

	Shares held
Mr Johnathon Goyder ¹	60
Mr Sam Gillham ¹	40

¹Shares are held by entities in which a relevant interest is held.

10. Environmental regulation

The Company's activities are not regulated by any significant environmental regulation under a law of the commonwealth or Western Australian government.

11. Indemnification of officers

The Company has not paid premiums to insure directors under a Directors and Officers insurance policy.

12. Lead auditor independence declaration

The Lead auditor's independence declaration is set out on page 13 and forms part of the directors' report for the half year ended 31 December 2021.

This report is made out in accordance with a resolution of directors:



Johnathon Goyder

Director

Date 22/2/2022

Statement of profit & loss

		31 Dec 2021	31 Dec 2020
		\$	\$
Debt forgiveness	6	362,079	-
Corporate and administrative expenses		(7,749)	(50)
Loss before income tax		354,330	(50)
Income tax expense		-	-
Profit/(loss) for the period		354,330	(50)
<hr/>			
Total comprehensive profit /(loss) for the period		354,330	(50)

Statement of financial position

		31 Dec 2021	30 June 2021
	Notes	\$	\$
ASSETS			
Current Assets			
Cash and cash equivalents	4	3,943	8,427
Other receivables		11,766	5,096
Total Current Assets		15,709	13,523
Non-current Assets			
Property, plant & equipment	5	334,140	301,957
Total Non-Current Assets		334,140	301,957
TOTAL ASSETS		349,849	315,480
LIABILITIES			
Current Liabilities			
Trade and other payables		63,405	10,000
Total Current Liabilities		63,405	10,000
Non-Current Liabilities			
Loan – Ranger Loaders Pty Ltd	6	-	373,366
Total Non-Current Liabilities		-	373,366
TOTAL LIABILITIES		63,405	383,366
NET ASSETS		286,444	(67,886)
EQUITY			
Contributed equity	8	100	100
Retained earnings		286,344	(67,986)
TOTAL EQUITY		286,444	(67,886)

Statement of changes in equity

	Issued Capital \$	Retained earnings \$	Total Equity \$
Balance at 1 July 2021	100	(67,986)	(67,886)
Net profit for the year	-	354,330	354,330
Total comprehensive profit for the period		354,330	354,330
Balance at 31 December 2021	100	286,344	286,444
Balance at 1 July 2020	100	(63,228)	(63,128)
Net loss for the year	-	(4,758)	(4,758)
Total comprehensive loss for the period		(4,758)	(4,758)
Balance at 30 June 2021	100	(67,986)	(67,886)

Statement of cash flows

		31 Dec 2021	31 Dec 2020
	Notes	\$	\$
Cash flows used in operating activities			
GST refunds		2,933	9,558
Payments to suppliers		(1,749)	-
Interest received		-	1
Net cash provided by operating activities	4	1,184	9,559
Cash flows used in investing activities			
Payments for property, plant & equipment		(5,618)	(60,900)
Net cash used in investing activities		(5,618)	(60,900)
Cash flows used in financing activities			
Loan funding		11,287	51,845
Net cash provided by financing activities		11,287	51,845
Net increase/(decrease) in cash and cash equivalents		(4,484)	504
Cash and cash equivalents at beginning of period		8,427	9,597
Cash and cash equivalents at end of period	4	3,943	10,100

1. Reporting entity

Bristol Springs Solar Pty Ltd (the “Company”) is a company domiciled in Australia. The address of the company's registered office is c/- Palermo Chartered Accountants, Level 1, 284 Oxford Street, Leederville WA 6007. The Company is a for profit entity and primarily involved in the development of a solar farm project.

The interim financial statements were authorised for issue on 17 February 2022 by the directors of Bristol Springs Solar Pty Ltd.

2. Significant accounting policies

a) Basis of accounting

The interim financial statements have been prepared in accordance with the requirements of the Corporations Act 2001 and Australian Accounting Standard (AASB) 134 Interim Financial Reporting.

These financial statements do not include all notes of the type normally included in the annual financial statements. Accordingly, these financial statements are to be read in conjunction with the financial statements for the year ended 30 June 2021.

The accounting policies are consistent with those disclosed in the 30 June 2021 financial statements.

The financial statements have been prepared on an accrual basis and are based on historical cost modified by the revaluation of financial assets for which the fair value basis of accounting has been applied. Accounting policies applies are consistent with those of the prior year.

These financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the Corporations Act 2001. The Company is a for-profit entity for the purpose of preparing the financial statements. The financial report.

The financial statements comply with international financial reporting standards adopted by the International Accounting Standards Board.

b) Going concern

The financial statements have been prepared on a going concern basis, which assumes that the Company will be able to meet its debts as and when they become due and payable.

The Company has incurred operating losses for each of the last three financial years, has a positive working capital and a net liability at 31 December 2021.

The Company has been reliant on financial support from Ranger Loaders Pty Ltd (“Ranger”), a related entity of one of the directors (Johnathon Goyder) to fund its activities to date. The loan provided by Ranger is interest free, unsecured and Ranger will not request any loan repayments if the Company does not have the financial capacity to make any loan repayments.

On 13 October 2021 the Company’s shareholders entered into a binding agreement with Superior Lake Resources Limited (“SUP”), a company listed on the ASX, to acquire a 100% interest in Bristol Springs Solar Pty Ltd. SUP has announced that, as part of the transaction, it will raise \$8 million to progress development of the Company’s solar project, meet transaction costs, facilitate the recommencement of trading of SUP’s securities on ASX and for working capital.

Notes to the financial statements

b) Going concern (continued)

The above conditions represent a material uncertainty that may cast significant doubt about the ability of the Company to continue as a going concern. Should the Company be unable to continue as a going concern it may be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying values or to the amount and classification of liabilities that might result should the Company be unable to continue as a going concern and meet its debts as and when they fall due.

The Directors are confident the transaction with SUP will complete. In the event the transaction does not complete, BSS can defer all its costs if required as they are discretionary in nature and there are no ongoing contractual commitments. Ranger undertakes to continue to provide financial support to enable the Company to meet its debts as and when they become due and payable.

c) Functional and presentation currency

These financial statements are present in Australian dollars, which is the Company's functional currency.

d) Use of judgements and estimates

In preparing these interim financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the 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. Revisions to accounting estimates are recognised prospectively.

Notes to the financial statements

3. Segment Information

The Company operates in one segment, being solar farm development.

4. Cash and cash equivalents

	31 Dec 2021	30 June 2021
	\$	\$
Cash at bank	3,842	8,327
Petty cash	100	100
	3,942	8,427

5. Property, plant and equipment

	31 Dec 2021	30 June 2021
	\$	\$
Capital works in progress	334,140	301,957

Capital works in progress relate to the construction of a solar generation facility.

6. Loans

	31 Dec 2021	30 June 2021
	\$	\$
Loan - Ranger Loaders Pty Ltd	-	373,366

Ranger Loaders Pty Ltd ("Ranger") is a related entity of one of the directors. The loan provided by Ranger is interest free, unsecured and Ranger will not request any loan repayments if the Company does not have the financial capacity to make any loan repayments.

On 2 December 2021 the Company and Ranger entered into a debt forgiveness, whereby Ranger agreed to irrevocably release and discharge the Company from the obligations to pay the debt amount of \$362,078.93 and all further debt amounts owing by the Company. Ranger also agreed to indemnify and keep indemnified the Company from and against any liability incurred by the Company as a result of any action, demand claim or proceeding against the company by Ranger in connection with or arising out of the total amount outstanding.

7. Commitments

The company has no financial commitments.

Notes to the financial statements

8. Contributed equity

	31 Dec 2021	30 June 2021
	\$	\$
Issued capital		
100 fully paid ordinary shares (30 June 2021: 100)	100	100

Ordinary shareholders participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held. At a shareholders each ordinary share is entitled to one vote when a poll is called; otherwise each share holder has one vote on a show of hands.

9. Related party disclosures

Key management personnel

The following persons were directors of the Company during the financial year:

Mr Johnathon Goyder

Mr Sam Gillham

There were no transactions with key management personnel.

Transaction with related parties

During the period an entity related to Mr Johnathon Goyder, Ranger Loaders Pty Ltd ("Ranger"), provided an interest fee, unsecured loan to the Company. The amount outstanding at 31 December 2021 was \$nil (30 June 2021: \$373,366).

On 2 December 2021 the Company and Ranger entered into a debt forgiveness, whereby Ranger agreed to irrevocably release and discharge the Company from the obligations to pay the debt amount of \$362,078.93 and all further debt amounts owing by the Company. Ranger also agreed to indemnify and keep indemnified the Company from and against any liability incurred by the Company as a result of any action, demand claim or proceeding against the company by Ranger in connection with or arising out of the total amount outstanding.

10. Events after the end of the reporting period

On 13 October 2021 the Company's shareholders entered into a binding agreement with Superior Lake Resources Limited ("SUP"), a company listed on the ASX, to acquire a 100% interest in Bristol Springs Solar Pty Ltd. SUP has announced that, as part of the transaction, it will raise \$8 million to progress development of the Company's solar project, meet transaction costs, facilitate the recommencement of trading of SUP's securities on ASX and for working capital. The Directors are confident the transaction with SUP will complete. In the event the transaction does not complete, BSS can defer all its costs if required as they are discretionary in nature and there are no ongoing contractual commitments.

Other than the item noted in the above paragraph, there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors of the Company, to affect significantly the operations of the Company, the results of those operations, or the state of affairs of the Company, in future financial years.

Directors' declaration

In the opinion of the Directors of Bristol Springs Solar Pty Ltd (the **Company**):

- (a) the interim financial statements and notes, set out on pages 4 to 11, are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the financial position of the Company as at 31 December 2021 and of its performance for the half year ended on that date; and
 - (ii) complying with Australian Accounting Standard AASB 134 Interim Financial Reporting, and the Corporations Regulations 2001; and
- (c) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors.



Johnathon Goyder

Director

Date 22/2/2022

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF BRISTOL SPRINGS SOLAR PTY LTD

Conclusion

We have reviewed the accompanying half-year financial report of Bristol Springs Solar Pty Ltd ("the Company") which comprises the statement of financial position as at 31 December 2021, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, a summary of significant accounting policies and other selected explanatory notes, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Bristol Springs Solar Pty Ltd does not comply with the *Corporations Act 2001* including:

- a. Giving a true and fair view of the Bristol Springs Solar Pty Ltd financial position as at 31 December 2021 and of its performance for the half-year ended on that date; and
- b. Complying with Accounting Standard AASB 134: *Interim Financial Reporting* and *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001* which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's review report.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the financial report, which indicates that the Company generated a profit of \$354,330 during the half year ended 31 December 2021. As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

Responsibility of the Directors for the Financial Report

The directors of the Bristol Springs Solar Pty Ltd are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility for the Review of the Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Company's financial position as at 31 December 2021 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



HALL CHADWICK WA AUDIT PTY LTD



CHRIS NICOLOFF CA
Partner

Dated in Perth, Western Australia the 22nd Day of February 2022

To the Board of Directors

Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

As lead audit partner for the review of the financial statements of Bristol Springs Solar Pty Ltd for the half year ended 31 December 2021, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- any applicable code of professional conduct in relation to the review.

Yours Faithfully,



HALL CHADWICK WA AUDIT PTY LTD



CHRIS NICOLOFF CA
Partner

Dated in Perth, Western Australia the 22nd day of February 2022