



WIGTON WINDFARM LIMITED
2023-2024 ANNUAL REPORT

BUILDING A
SUSTAINABLE
ENERGY FUTURE



MISSION

We contribute to energy independence and the improved environment of the countries in which we operate while delivering long-term shareholder value.

VISION 2035

We are a profitable, regional organization with successful clean energy and other investments.





ABOUT US

Wigton Windfarm Limited (“Wigton” or the “Company”) trading as Wigton Energy is a publicly listed company on the Jamaica Stock Exchange. The Company was incorporated on April 12, 2000 and while it currently has independent power production operations focused on wind energy generation and renewable energy training, it has ventured into distributive solar energy development and implementation and continues to effect its mandate to diversify into clean energy and other investments.

CORE VALUES

A	ACCOUNTABILITY
R	RESPECT AND TEAMWORK
I	INTEGRITY
S	SAFETY FIRST
E	ENVIRONMENTALLY RESPONSIBLE



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“ Wigton acknowledges the need to diversify, this includes projects and initiatives in other sources of renewable energy, green energy & clean technologies. ”

DIVERSIFICATION

Wigton has positioned itself well for success and resilience. The Company is committed to building a sustainable energy future through its strategy of investing in green energy and clean technologies locally and regionally. During the year the Company continued its foray into green energy and clean technology diversification through its investments in associates and joint ventures, and also participated in the tender issued by the Generation Procurement Entity in September 2023 by submitting a 49.83 MW solar technology bid.

INVESTMENT JOINT VENTURES

On April 5, 2022 the Company and Innovative Energy Company DBA IEC SPEI Limited, entered into two (2) joint venture agreements, one specifically in respect of the Norman Manley International Airport Solar project which was successfully completed and commissioned on May 31, 2022 and the other generally for the design, installation, operation and maintenance of green energy solutions. The latter joint venture was registered as the Wigton-IEC Joint Venture (“JV”) under and in accordance with the Registration of Business Names Act. The JV has to date successfully bid on the design, supply and installation of distributive solar photovoltaic systems at certain Essex Valley Agricultural Development Project locations in St. Elizabeth/Manchester, Jamaica which design, supply and installation is scheduled to be completed in the second quarter of the financial year ending March 31, 2025 and commissioning at a later date pending readiness for same. The JV was also successful in its bid for the design, supply, installation and commissioning of solar photovoltaic systems at the Sangster International Airport, Montego Bay, Jamaica and which project is now being executed.



Outlay of solar panels being installed in respect of the Essex Valley Agriculture Development Project at the site in Prospect, St. Elizabeth.



On going solar installation work taking place at Prospect, St. Elizabeth



Delegates at the ribbon-cutting ceremony at Jamaica Inn Limited which includes N. Nick Perry, United States ambassador to Jamaica; Kyle Mais, managing director of Jamaica Inn Limited; Eric Morrow, owner of Jamaica Inn Limited; and Michelle Chin Lenn our Deputy Chief Executive Officer of Wigton.

The Company has also been actively marketing and making strides in its distributive solar financing/equipment lease offer with operations and maintenance done by the JV. During the year the Company completed the design, supply and installation of a distributive solar system at Jamaica Inn Limited.

INVESTMENT IN ASSOCIATES

In March 2022 Wigton acquired 21% of the shareholdings of Flash Holdings Limited, a St. Lucian company which is the sole shareholder of Flash Motors Company Limited (“FMCL”), a Jamaican company, that distributes electric vehicles and electric vehicle charging infrastructure.

During the year FMCL took active steps to acquire an electric vehicle distributorship. This culminated in successful negotiations with the Geely Holdings Group in relation to their Zeekr and Riddara brand of electric vehicles and the company acquiring an initial order of twenty-six (26) Riddara electric vehicles which will be sold regionally.



In terms of its electric vehicle charging infrastructure supply and services, FMCL is a distributor of ABB charge infrastructure equipment and now offers Flash Charge which is a charging software solution and mobile application that enables customers to interface with the public charging network installed by FMCL and facilitates payment collection and remittance. This represents FMCL’s business development and ability to supply and install charging infrastructure with payment



Xavier Gordon, Director and President of FMCL, Carey Escoffery, Director and Chief Financial Officer of FMCL, Michelle Chin Lenn, Director of FMCL and Deputy Chief Executive Officer of Wigton at the Beijing Auto Show and featuring the Geely Holdings Group’s Radar Pickup.



Geely Radar CEO Ling Shiquan, CFO Wang Daxue, COO GU Min, CQO Xu Hua and Geely Radar International Sales Center Head Tong Fei and Carey Escoffery, Director and Chief Financial Officer of FMCL, all participated in the ceremonial signing in Hangzhou China of the distributorship agreement between the entities.



Xavier Gordon, Director and President of FMCL, Carey Escoffery, Director and Chief Financial Officer of FMCL show casing the Riddara Pickup.

collection and remittance services as a single model. The first public charging network in Guyana was implemented by FMCL for the Guyana Energy Agency during the year and the company was awarded a contract to implement a public charging network in St. Lucia for St. Lucia Electricity Services Limited, with projected completion by the second quarter of the 2024/2025 financial year. The company was also awarded the contract for the supply of a DC fast charger to Porsche Trinidad and Tobago, which once completed will be the fastest electric vehicle charger in the Caribbean, to date.

FHL continues to actively develop its electric vehicle distribution and charge infrastructure development business locally and regionally and projects future profitability in the industry as FHL believes the electric vehicle market is poised for remarkable growth, driven by innovation and sustainability.



Ceremonial signing in Hangzhou, China in respect of the Riddara electric vehicle distributorship, featuring Carey Escoffery, Director and Chief Financial Officer of FMCL, and Tong Fei, Geely Radar International Sales Center Head.



FMCL hosts regional dealer partner training on the servicing of the Riddara electric vehicles.

OPERATIONS

WIND ENERGY GENERATION

Wigton owns and operates a 62.7MW wind energy generation facility situated in Rose Hill Manchester which supplies electricity to the Jamaica Public Service Company Limited and by extension the national grid. The facility is comprised of three (3) wind energy generation plants, more particularly described in the table.

	Capacity	Year of Installation	Number of Wind Turbines	Rating of Wind Turbines	Type of Wind Turbine
Wigton I	20.7MW	2004	23	900kW	NEG Micon NM52
Wigton II	18MW	2010	9	2000kW	Vestas V80
Wigton III	24MW	2016	12	2000kW	Gamesa G80



TRAINING LAB

The Wigton Renewable Energy Training Lab which was established in 2016 is a modern and advanced training facility situated at Wigton's wind energy generation facility in Rose Hill, Manchester. The Training Lab offers practical and theoretical courses in the core areas of renewable energy with training being offered through workshops, seminars, lectures, practical lab work and tours of the facility.

The courses offered at the Training Lab are assured and recognized by City and Guilds and are therefore in accordance with globally recognized standards which meet the expectations of organizations across the world.



Wigton on April 18, 2023 hosted the British High Commissioner to Jamaica at its wind farm in Rose Hill, Manchester. Pictured are our Senior Engineer, Oswald King and Deputy Chief Executive Officer, Michelle Chin Lenn presenting, Judith Slater, the British High Commissioner to Jamaica and Hodari Stewart, the Department for Business and Trade Country Director of the British High Commission with tokens following their tour of the wind farm.

CHAIRMAN'S AND CEO'S MESSAGE



Dennis Chung
Chairman of the Board



Gary Barrow
Chief Executive Officer

Dear Shareholders,

We are pleased to present the Annual Report for the year ended March 31, 2024.

Having assumed the roles of Board Chairman and Chief Executive Officer of the Company, as of January 12, 2024 and May 6, 2024 respectively, we have hit the ground running to ensure that Wigton realizes its strategic objectives that were previously established. We aim to build upon the progress being made to diversify our capabilities and offerings, thereby expanding opportunities and value for you, our shareholders.

The Company continued to strengthen its corporate governance infrastructure, by promoting transparency, accountability and improving internal controls. The policy review and implementation agenda saw new policies on communicable and infectious diseases, sexual harassment and environmental standards being adopted,

while the policy on the staff performance incentive was revamped, and the business development and financial investment policy framework was reviewed and updated.

Wigton remains committed to the adherence to the highest standards of corporate governance which is evident in its corporate governance index rating by the Jamaica Stock Exchange year over year.

Our transformation journey is spearheaded by our Board of Directors and senior management team which remain instrumental, highly engaged, agile, experienced and strong in the face of changes.

During the year and prior to the publication of this Annual Report there were several changes at the Board and senior management levels due to retirement, resignation, appointments and restructuring. Former Director and Chairman Oliver Holmes, who served for five (5) stellar years, as well as former Directors

Gregory Shirley and Nigel Davy ceased being members of the Board, while Allison Philbert and Joseph Issa were appointed members of the Board, adding experience in the primary areas of technology/cyber security and business development. At the senior management level, Earlington Barrett who was at the helm of the Company for over fifteen (15) years, and who has left a legacy of resilience, growth and commitment to energy, ceased being Managing Director as at March 31, 2024. The Company's organizational structure was also reviewed and adjusted to ensure the senior management team is nimbler in executing on the strategy and undertaking the transformation journey of the Company.

The Company had solid financial results for the year ended March 31, 2024. While Total Revenue (Sales and Other Income) for the financial year of \$2.37Bn represented a decrease over the prior year due to the lower wind regime experienced, the Company reported a Net Profit of \$839.0 Mn. The overall Net Profit was due mainly to the application of an income tax rate of 25% as of the 2023 tax year following the announcement by the Minister with responsibility for Finance that the income tax rate applicable to entities with more than 75% of their business in renewable energy would be adjusted to 25%, down from 33 1/3%, as of the 2023 tax year.

Total liabilities declined by \$1.34Bn, or 20.5%, to \$5.21Bn, compared to the previous year's \$6.55 Bn, influenced primarily by Wigton continuing to pay down its debt as a part of its prudent financial management plans.

Dividend totalling \$65.373 Mn or \$0.005943 per share was paid during the year ended March 31, 2024 compared with \$60.005 Mn or J\$0.005455 per share in the year ended March 31, 2023; an increase of 8.9%. This

reflects our commitment to ensuring that our shareholders increasingly benefit from the progress being made by the Company.

As a key national partner and significant contributor to Jamaica's Vision 2030 for the energy sector, Wigton will continue to play a pivotal role in enabling Jamaica's energy transition while ensuring sustained value for shareholders. In addition to the growth through diversification strategy, we also note the renewed drive with which the Generation Procurement Entity (GPE) will tender for the generation of electricity from renewable energy sources and look forward to competing in this regard for project opportunities along with others in the energy sector as they arise.

We are excited that our bid in the 2023/2024 tender by the GPE for 100MW of renewable energy to the national grid was, prior to the date of publication of this Annual Report, pre-awarded to Wigton and we look forward to being amongst the awarded bidders. We remain committed to delivering the best possible performance each year to inspire trust and achieve the best possible outcomes for all our stakeholders.

Of course, we recognize the opportunities associated with strategic partnerships and collaborations, especially on account of the Company's growth through diversification strategy. Notably, the collaboration under the Wigton-IEC Joint Venture afforded us two (2) new solar technology projects during the year. We will continue to work with strategic partners and other stakeholders in order to better position the Company to take full advantage of the growing opportunities in the renewable energy industry.

Our governance regime and organizational structure and financial results for the year further lay the foundation to build on and deliver on our strategic initiatives,

and we look with optimism at the year ending 2025 and beyond. We know we have ambitious initiatives to deliver on and we possess a strong, motivated and committed team which is capable and ready to deliver on them. We are aware of the global opportunities surrounding businesses locally and globally, and we strive to take advantage of such opportunities as they arise through our demonstrated robust resilience in stressful environments to negotiate headwinds with remarkable success, so that we can establish Wigton as the leading renewable energy Company regionally.

We would like to thank our team for their passion and commitment as we work to achieve our goals and we remain guided by our core values of accountability, respect and teamwork, integrity, safety and remaining environmentally responsible.

As we transition, we will make all necessary changes and continue to meet our ambitious targets which aid in making this world better and more sustainable, year after year.



Dennis Chung
Chairman



Gary Barrow
Chief Executive Officer

DIRECTORS' REPORT

The Directors of Wigton Windfarm Limited submit herewith their Report and Audited Financial Statements for the year ended March 31, 2024.

FINANCIAL RESULTS \$'000

Total Revenues	Profit before Taxation	Net Profit after Taxation
\$2,373,842	\$480,838	\$839,021

DIVIDEND

The Directors have recommended that the dividend of J\$0.005943 per ordinary share paid on February 27, 2024 be declared final for the year ended March 31, 2024.

Annual General Meeting and being eligible may offer themselves for re-election. The Directors retiring, who being eligible, offer themselves for re-election are Dennis Chung, Hugh Johnson, Mariame McIntosh Robinson and Dan Theoc.

BOARD OF DIRECTORS

The Directors as at March 31, 2024 were as follows:

- Dennis Chung - Chairman
- Earlington Barrett - Managing Director
- Omar Azan
- Nigel Davy
- M. Georgia Gibson Henlin, CD, KC
- Joseph Issa
- Hugh Johnson
- Jacqueline M. Stewart Lechler, CD
- Allison Philbert
- Mariame McIntosh Robinson
- Dan Theoc

Pursuant to Article 101 of the Company's Articles of Incorporation, one-third of the Directors (or the number nearest to one-third) will retire at the

EXTERNAL AUDITORS

Messrs. PricewaterhouseCoopers have signified their willingness to continue in office pursuant to Section 154 of the Companies Act, 2004.

The Directors wish to express gratitude for the continued confidence of our shareholders and to the management and staff for their performance during the year.

Dated this 29TH day of July, 2024

BY ORDER OF THE BOARD



Dennis Chung
Chairman

AMENDED AND RESTATED NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 2024 Annual General Meeting of Wigton Windfarm Limited (“the Company”) will be held in a hybrid manner at the AC Hotel by Marriott, 38-42 Lady Musgrave Road, Kingston 5 in the parish of Saint Andrew, Jamaica and online on the **11th day of October, 2024 at 11 a.m.** to consider and, if thought fit, pass the following Resolutions:

ORDINARY BUSINESS

Ordinary Resolutions

To receive the Audited Financial Statements

Resolution No. 1: “THAT the Audited Financial Statements for the year ended March 31, 2024 and the Reports of the Auditors and Directors thereon be and are hereby adopted.”

To ratify and declare Dividends

Resolution No. 2: THAT the dividend of J\$0.005943 per ordinary share paid on February 27, 2024 be and is hereby ratified and declared final for the year ended March 31, 2024.”

To elect Directors

Resolution No. 3: “THAT Dennis Chung, who retires by rotation, be and is hereby re-elected a Director of the Company.”

Resolution No. 4: “THAT Hugh Johnson, who retires by rotation, be and is hereby re-elected a Director of the Company.”

Resolution No. 5: “THAT Mariame McIntosh Robinson, who retires by rotation, be and is hereby re-elected a Director of the Company.”

Resolution No. 6: “THAT Dan Theoc, who retires by rotation, be and is hereby re-elected a Director of the Company.”

To fix the remuneration of the Directors

Resolution No. 7: “THAT the amount included in the Audited Financial Statements of the Company for the year ended March 31, 2024 as remuneration to the Non-executive Directors for their services as Directors be and is hereby approved.”

Resolution No. 8: “THAT the Nominations, Compensation and Human Resources Committee of the Board of Directors is authorised until the conclusion of the next Annual General Meeting to fix the fees of the Non-executive Directors.”

To appoint Auditors and authorize the Directors to fix the remuneration of the Auditors

Resolution No. 9: “THAT PricewaterhouseCoopers, Chartered Accountants, having agreed to continue in office as Auditors, be and are hereby appointed Auditors for the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company.”

SPECIAL BUSINESS

Special Resolutions

Resolution No. 10: “THAT, with the consent of the Registrar of Companies, the Company’s name be changed from *Wigton Windfarm Limited* to *Wigton Energy Limited*.”

Resolution No. 11: “THAT the Articles of Incorporation of the Company be amended as follows:

- (a) By deleting Articles 3, 4, 5 and 6 in their entirety;
- (b) By deleting the last sentence in this Article 16 which reads as follows:

“For the avoidance of doubt, it is hereby declared that this Article shall not apply to the provisions of Articles 3, 4 and 5 of these Articles.”;

- (c) By deleting the last sentence in Article 37 which reads as follows:

“So long as the Entrenched Articles shall remain in effect, the Directors shall also refuse to register a transfer of shares if by registering same the result would be that the transferee would become a Relevant Person (as defined in Article 4 of these Articles) except in the case of a Permitted Person, (as likewise defined).”;

- (d) By deleting the following words appearing in parenthesis in Article 42:

“(subject to the provisions of Articles 3, 4 and 5 above)”;

- (e) By deleting the following words at the start of the first sentence in Article 43:

“Subject to the provisions of Articles 3, 4 and 5 above”, and capitalising the word “any” with which the sentence would commence after such deletion;

- (f) By deleting the following words at the start of the first sentence in Article 44:

“Subject to the provisions of Articles 3, 4 and 5 above”, and capitalising the word “a” with which the sentence would commence after such deletion;

- (g) By deleting the following words at the start of the first sentence in Article 70:

“Save in the case of voting rights which are suspended pursuant to Articles 3 and 4 above”, and capitalising the word “if” with which the sentence would commence after such deletion;

- (h) By deleting the following words from Article 75:

“and subject further to Articles 3 and 4 above”; and

- (i) By deleting the following words at the start of the first sentence in Article 79:

“Save in the case of voting rights which are suspended pursuant to Articles 3 and 4 above”, and capitalising the word “no” with which the sentence would commence after such deletion.”

To consider any other business which may properly be transacted at an Annual General Meeting of the Company.

Dated this 18th day of September, 2024

BY ORDER OF THE BOARD



Shaneek Clacken
Company Secretary

Registered Office:
36 Trafalgar Road,
Kingston 10, St. Andrew

IMPORTANT NOTICE TO ALL SHAREHOLDERS:

1. This Annual General Meeting is being held as a hybrid meeting and you may attend in person physically at the venue (limited seating), or by electronic means or by proxy.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his/her behalf. A proxy need not be a member of the Company.
3. A suitable Form of Proxy is enclosed for your convenience.
4. If you wish to appoint a proxy, the Form of Proxy must be completed, signed and lodged with the Secretary of the Company at 36 Trafalgar Road, Kingston 10, St. Andrew or via email to wigton.info@wwfja.com not less than forty-eight (48) hours before the time fixed for the meeting.

A corporate shareholder may, instead of appointing a proxy, appoint a corporate representative in accordance with the Company’s Articles of Incorporation.

LEADERSHIP AND CORPORATE DATA

BOARD OF DIRECTORS AS AT JULY 29, 2024



Dennis Chung

Appointed: January, 2020

A Chartered Accountant by profession, Mr. Chung is the General Secretary of the Jamaica Football Federation and currently serves as Chairman of GK Capital Management Limited, the National Solid Waste Management Authority and the Office of Disaster Preparedness and Emergency Management. He is also a Director at Petrojam Limited and a Justice of the Peace, for the parish of St. Andrew.



Omar Azan

Appointed: September, 2020

Mr. Azan, an entrepreneur for over thirty (30) years, is the Chairman and Chief Executive Officer of Boss Furniture Company Limited. Mr. Azan is a lifetime member of the Jamaica Manufacturers' Association and currently also serves as Chairman of Island Car Rental Limited and the Jamaica Productivity Centre and as a Director on the Boards of Jamaica Broilers Group Limited, Inter-American Development Bank Civil Society, Phoenix Printery Limited and EdgeChem Jamaica Limited.



M. Georgia Gibson Henlin, CD, KC.

Appointed: January, 2019

Attorney-at-Law and Managing Partner of the law firm, Henlin Gibson Henlin, Mrs. Gibson Henlin has practised at the Jamaican Bar since 1993, the Canadian (Ontario) Bar since 2002 and the New York Bar since 2018. She was appointed King's Counsel (KC) in 2015 and conferred with the Order of Distinction (Commander Class) in 2023.

Mrs. Gibson Henlin also serves as a Director of the Urban Development Corporation, eGov Jamaica Limited and the Human Employment and Resource Training/National Service Training Agency Trust.



Joseph Issa

Appointed: February , 2024

Mr. Issa is the owner and Chairman of the Cool Group of Companies which took roots in 1995.

Mr. Issa also serves as a Director of the Private Security Regulation Authority and the Tourism Enhancement Fund.



Allison Philbert

Appointed: February , 2024

Mrs. Philbert is a technology leader with over twenty (20) years of experience as a c-suite executive working with Fortune 20 and global companies and a background in computer engineering and telecommunications.



Hugh Johnson

Appointed: January, 2019

Mr. Johnson is a certified automotive engineer who spent several years working in the field of motor vehicle assessment before embarking on a career in agriculture. He also serves as a Director of the Jamaica Business Development Corporation and is the Vice Prime Minister of the State of the African Diaspora.



Mariame McIntosh Robinson

Appointed: November , 2022

Mrs. Mariame McIntosh Robinson is a global financial services leader with decades of experience as a P&L leader, investor, and advisor to leading companies in the US and Caribbean. Most recently, she was a senior executive at a late stage fintech firm in the US and prior to this, President & CEO of First Global Bank.

She currently serves on several regional and global Boards in Canada and the Caribbean in regulated sectors (insurance, banking, energy, telecom) including Parkland Corporation, Digicel Group, JN Bank Limited, and the Caribbean Catastrophe Risk Insurance Facility.



**Jacqueline M. Stewart Lechler,
CD**

Appointed: January, 2019

Mrs. Stewart Lechler is the Managing Director of the Stewart's Automotive Group of Companies, which comprises Stewart's Auto Sales Limited, Silver Star Motors Limited, Budget Car Rental, Automotive Art, Amber Solutions, Simpson Finance Jamaica Limited, JAMECO Equipment Company Limited and the Richard and Diana Stewart Foundation.

Mrs. Stewart Lechler serves as a Director of several entities within the Stewart's Automotive Group of Companies and also as the Chairperson of the Island Traffic Authority and a Director of the Jamaica Promotions Corporation.



Dan Theoc

Appointed: September, 2020

Mr. Theoc is a Chartered Accountant licensed by the Institute of Chartered Accountants of England and Wales and is currently the Senior Vice President of Investment Banking at Mayberry Investments Limited. He is also a Director of MCS Group Limited, a wholly owned subsidiary of Jamaica National Group Limited.

CHANGES TO THE BOARD

AS AT JULY 29, 2024

During the year and up to the date of publication of this Annual Report there were certain changes to the composition of the Board.

Mr. Gregory Shirley, who was appointed in January 2019 retired from the Board of Directors effective May 24, 2023.

Mr. Nigel Davy, who was appointed in January 2019 resigned from the Board of Directors effective April 12, 2024.

Mr. Oliver Holmes, who served as Chairman of the Board of Directors from January 2019, demitted office on January 11, 2024.

Mr. Earlington Barrett, who was at the helm of Wigton for over fifteen (15) years demitted the Managing Director's office on March 31, 2024.



Our Team had to bid farewell to our former Director and Chairman Oliver Holmes on January 11, 2024 and every parting of ways should be marked by a meaningful gesture or token to leave a lasting positive impression. L-R: Shaneek Clacken, Shaun Treasure, Oliver Holmes, Dennis Chung, Earlington Barrett and Michelle Chin Lenn.

SENIOR MANAGEMENT TEAM

AS AT JULY 29, 2024



Gary Barrow
Chief Executive Officer



Michelle Chin Lenn
Deputy Chief
Executive Officer

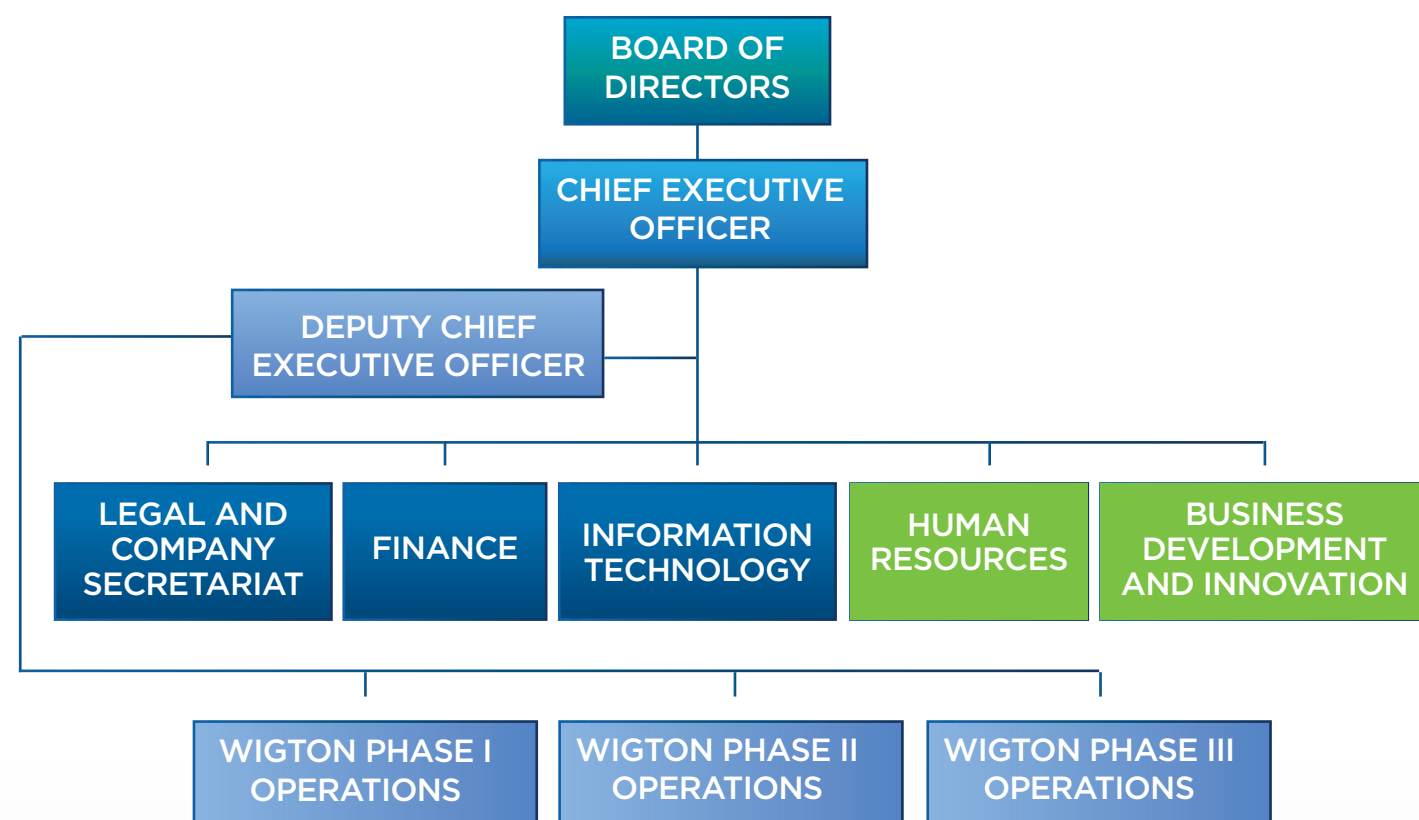


Shaun Treasure
Chief Financial Officer



Shaneek Clacken
Legal Officer and
Company Secretary

COMPANY ORGANIZATION CHART



To be filled

CORPORATE DATA

AS AT JULY 29, 2024

NON-EXECUTIVE DIRECTORS

Dennis Chung - Chairman
Omar Azan
M. Georgia Gibson Henlin, CD, KC
Joseph Issa
Hugh Johnson
Jacqueline M. Stewart Lechler, CD
Allison Philbert
Mariame McIntosh Robinson
Dan Theoc

COMPANY SECRETARY

Shaneek Clacken

REGISTERED OFFICE

36 Trafalgar Road
 Kingston 10
 St. Andrew, Jamaica
 Tel: (876) 960-0568/3994
 Email: wigton.info@wwfja.com
 Website: wwfja.com

OPERATING LOCATION

Wigton Phases I, II and III
 Rose Hill
 Manchester, Jamaica

INVESTOR RELATIONS

Shaneek Clacken, Company Secretary
shareholder.info@wwfja.com

AUDITORS

PricewaterhouseCoopers Jamaica
 Scotiabank Centre
 Corner Duke and Port Royal Streets
 Kingston, Jamaica

REGISTRAR AND TRANSFER AGENT

Jamaica Central Securities Depository Limited
 40 Harbour Street
 Kingston, Jamaica

PRINCIPAL BANKERS

First Global Bank Jamaica Limited
 2 St. Lucia Avenue, Kingston 5
 St. Andrew, Jamaica

ATTORNEYS-AT-LAW

Patterson Mair Hamilton
 Temple Court
 85 Hope Road
 Kingston 6
 St. Andrew, Jamaica

MH&CO.

7 Barbados Avenue
 Kingston 5
 St. Andrew, Jamaica

ASSOCIATE

Flash Holdings Limited
 Bourbon House
 Bourbon Street
 P.O. Box 1695
 Castries, St. Lucia

JOINT VENTURE

Wigton-IEC Joint Venture
 A joint venture of Wigton Windfarm Limited and Innovative Energy Company DBA IEC SPEI Limited
 36 Trafalgar Road
 Kingston 10
 St. Andrew, Jamaica

GOVERNANCE AND BOARD SUB-COMMITTEE REPORTS

AUDIT AND RISK COMMITTEE REPORT

FOR THE YEAR ENDED MARCH 31, 2024

The Audit and Risk Committee currently consists of three (3) independent non-executive members of the Board of Directors, one of whom is a qualified accountant who has significant, recent and relevant financial, audit and risk management experience and knowledge as per the Terms of Reference (TOR) of the Audit and Risk Committee. The members of the Committee are:

- Dan Theoc (Chairman)
- Omar Azan
- Jacqueline M. Stewart Lechler, CD

Gregory Shirley, Dennis Chung and Nigel Davy ceased being members of the Committee on May 24, 2023, January 11, 2024 and April 12, 2024 respectively. Dan Theoc was appointed a member and Chairman of the Committee effective January 30, 2024.

FUNCTIONS AND RESPONSIBILITIES

The mandate and responsibilities of the Committee are governed by its TOR which is reviewed at least every two (2) years by the Committee and the Corporate Governance Committee, then approved by the Board of Directors.

The primary functions and responsibilities of the Committee include:

- Assisting the Board in overseeing the financial risk management strategies, policies and treasury matters of Wigton.
- Ensuring that Wigton adheres to its governance mandate in the specific areas of enterprise risk management; auditing policies; data collection and processing; and internal controls.

- Providing critical service to the Board by bringing to the Board's attention pertinent information raised by Internal and External Audits as well as from the Committee's review and assessment of all risks faced by the Company.

- Assessing qualifications, independence and performance of the external auditors and approval of the scope of and fees for audit and non-audit services.

- Approving the selection of the internal auditor and reviewing all internal audit activities and performance.

- Reviewing and making recommendations to the Board on the audited financial statements as well as on the quarterly unaudited financial statements.

In executing its primary functions and responsibilities, the Committee was supported and guided by Ernst and Young (EY) on internal audit matters and PricewaterhouseCoopers (PWC) on external audit matters.

EY reported directly to the Committee while maintaining an administrative reporting relationship with the then Managing Director. PWC had direct access to the Committee and the right to contact the Chairman of the Committee to request special meetings.

The Committee met four (4) times during the year and after each meeting a written report was submitted to the Board of Directors by the Committee outlining significant matters discussed and decisions taken.

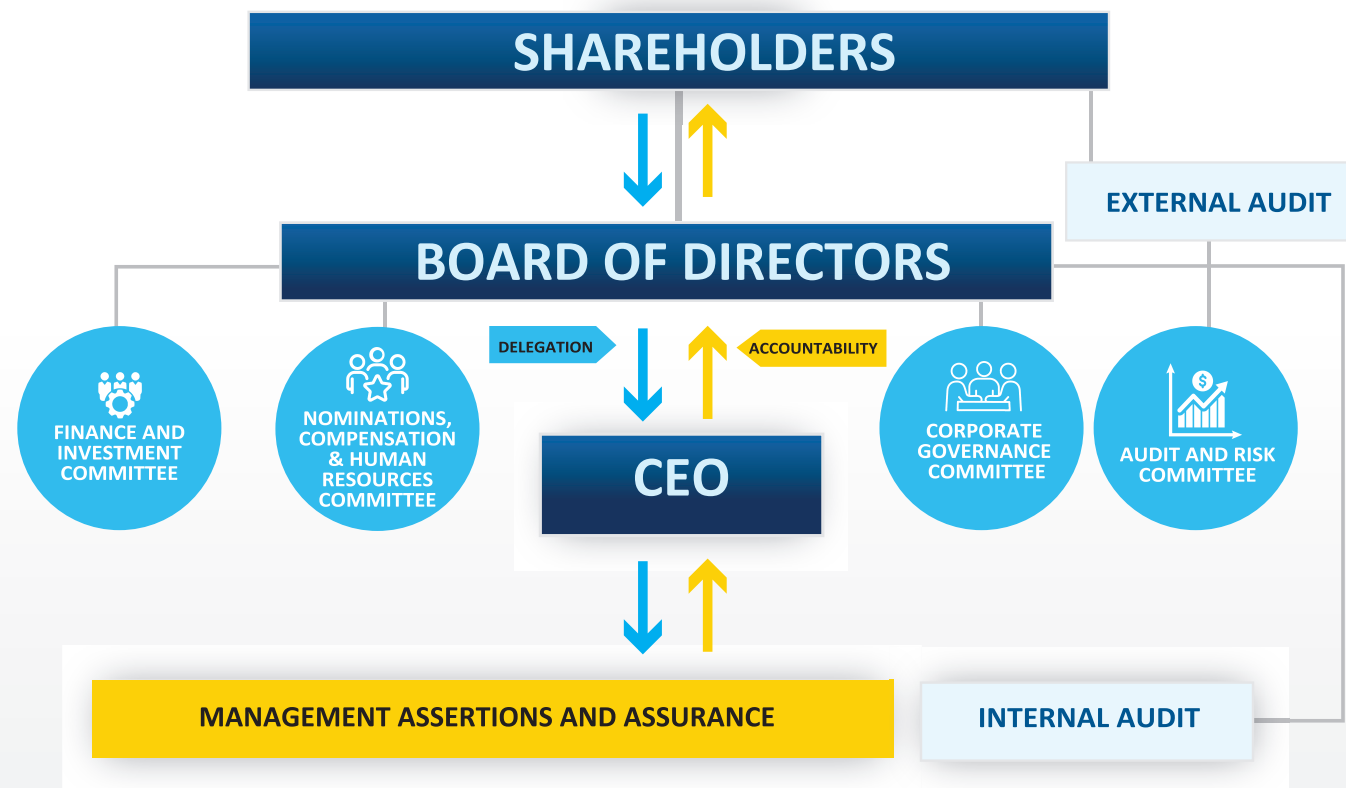
The Committee has the authority to investigate any matter brought to its attention with full access to all books, records, facilities, and employee of the Company, to seek any information it requires from any employee of the Company and to recommend to the Board the engagement of external legal, accounting and other professional, when deemed necessary for the effective discharge of its responsibilities and/or for the conduct of an investigation.

COMMITTEE ACTIVITIES:

- Reviewed the audited financial statements for the year ended March 31, 2023 as well as the quarterly unaudited financial statements during the year and recommended to the Board their release to the Jamaica Stock Exchange being satisfied, after relevant consultations with management and the external auditors, that the financial statements complied with International Financial Reporting Standards;
- On behalf of the Board, reviewed communications from PwC as required by ISA 260 - Communication with those Charged with Governance - a standard issued by the International Federation of Accountants and promulgated by the Institute of Chartered Accountants of Jamaica, confirming same, as part of the assessment of PwC's independence, objectivity, relationship matters and compliance with professional ethics;
- Reviewed management letter from PWC relating to internal control issues and findings, and received for monitoring management's action plans to address issues and findings;
- Reviewed and approved the continuation of PWC as external auditors of the Company and reviewed the proposed audit fee;

- Monitored the activities of the Internal Auditor, EY, which during the period concluded an internal audit on policies and procedures related to spare parts;
- Reviewed connected party transactions;
- Reviewed the external audit plan/strategy for the 2023/2024 Financial Statements.

GOVERNANCE FRAMEWORK



CORPORATE GOVERNANCE COMMITTEE REPORT FOR THE YEAR ENDED MARCH 31, 2024

Effective governance is at the core of Wigton's operations, and the Board is committed to high standards of corporate governance, which it considers critical to business integrity and to maintaining shareholders' trust in the Company.

The Company expects all its directors and employees to act with integrity and fairness. The Company is committed to acting in accordance with the laws and customs of the countries in which it operates, adopting proper standards of business practice and procedure and operating with transparency and accountability.

BOARD OF DIRECTORS

Wigton's Articles of Incorporation stipulates that the Board of Directors shall consist of a minimum of five (5) and a maximum of twelve (12) members. As at the end of the year, the Board was comprised of eleven (11) members, ten (10) of which, including the Chairman, were independent/non-executive Directors.

Further to the foregoing and given certain resignations and departures from the Company between March 31, 2024 and the date of publication of this Annual Report, there are currently nine (9) members on the Board of Directors. All of whom are independent/non-executive Directors.

There are currently no tenure limits for non-executive Directors, outside of the rotation provisions and the age limit of seventy-five (75) years in the Company's Articles.

Non-executive/independent Directors is defined in the Company's Corporate Governance Structure policy document

as "a director who is free of any interest, position, association or relationship that might influence or reasonably be perceived to influence, in a material respect his or her capacity to bring an independent judgment to bear on issues before the board and to act in the best interest of the entity and its shareholders generally." The Board Charter which is accessible at <https://wwfja.com/wp-content/uploads/2023/08/Board-Charter-August-2023.pdf> also stipulates that "An independent non-executive director is someone who:

- (a) is not, and has not been, employed by the Company or any of its related entities at any time during the past three (3) years
- (b) is not, and has not been affiliated with an entity that acts as an advisor or consultant to the Company, or has not acted in such capacity at any time during the past three (3) years
- (c) is not and has not been affiliated with any significant supplier or contractor of the Company at any time during the past three (3) years. A significant supplier or contractor is one that makes payments to, or receives payments from the Company for goods or services in an amount to be agreed upon
- (d) does not currently have, nor has had any personal service contracts with the Company or its senior management at any time during the past three (3) years
- (e) does not receive and has not received any additional remuneration from the Company apart from a Director's

remuneration, nor participates in the Company's performance-related payment plans

- (f) is not a member of the immediate family of any individual who is, or had been at any time during the past three years, employed by the Company as a senior executive officer
- (g) is not, nor has been at any time during the past three (3) years, affiliated with or employed by a present or former Auditor of the Company
- (h) Does not represent a shareholder owning more than ten percent (10%) of the voting shares of the Company."

Wigton has a policy governing the selection, and appointment of Wigton Directors. The Nominations, Compensation and Human Resources Committee utilizes a Director's Competency Assessment, the ongoing review of Board composition, and Board evaluation, as tools to identify and fill existing or potential skills gaps. During the period, Allison Philbert and Joseph Issa were added as new members of the Board of Directors effective February 5, 2024. New Directors are onboarded by the Company Secretary which commences with a formal letter of appointment and the

grant of electronic access to a Board package which includes, the Company's Code of Ethics and Guidelines for Business Conduct as well as business and financial information on the Company. One-on-one meetings with the Chairman are also held, where additional information and clarification are provided.

An annual review of the Directors' interests in which all potential or perceived conflicts, including time commitments, length of service and other issues relevant to their independence, is done. It is the Board's view that an independent non-executive director also needs to be able to present an objective, rigorous and constructive challenge to management, drawing on his/her wider experiences to question assumptions and viewpoints and where necessary defend their beliefs. To be effective, an independent non-executive director needs to acquire a sound understanding of the industry and the Company to be able to evaluate properly the information provided. Having considered the matter carefully the Board is of the opinion that all the current independent non-executive directors are independent and free from any relationship or circumstances that could affect, or appear to affect, their independent judgement.

Type of Directorship	Number	Percentage
Independent/Non-executive	10	90%
Executive	1	10%

Given the changes to the Board up to the date of publication of this Annual Report, the Directorship of the Company is, as at July 29, 2024, 100% independent/non-executive.

BOARD COMPETENCY

Wigton possesses a diverse Board. No individual or group of individuals dominate the Board's decision-making. Collectively, the Directors bring a wide range of experience and expertise as the members possess the requisite competences necessary for effective and efficient leadership and oversight which are more particularly described below.

Name of Director*	Senior Management and Business Leadership	Accounting and Finance	Legal	Human Resource Management, Change Management & Performance Management	Corporate Governance	Technical/Energy	Business Development and Business Acquisitions	Strategic Planning	Risk Management	Cyber Risk and Technology
Dennis Chung	✓	✓			✓				✓	
Earlington Barrett	✓				✓	✓		✓		
Nigel Davy	✓				✓	✓	✓	✓		
M. Georgia Gibson Henlin, CD, KC	✓		✓		✓					✓
Joseph Issa	✓	✓		✓			✓	✓		
Hugh Johnson	✓					✓				
Jacqueline M. Stewart Lechler, CD	✓	✓		✓			✓			
Allison Philbert	✓	✓		✓	✓		✓	✓	✓	✓
Omar Azan	✓						✓			
Mariame McIntosh Robinson	✓	✓		✓	✓			✓	✓	
Dan Theoc	✓	✓				✓	✓	✓	✓	

*Directors of the Company as at March 31, 2024.

Understanding the above competency categories:

- Senior Management/Business Leadership - demonstrated experience managing a business
- Accounting and Finance - ability to analyse and interpret financial statements and/or experience in banking, audit and/or securities industries
- Legal - proven ability and understanding in the application of legal principles
- Human Resource Management, Change Management and Performance Management – demonstrated experience in handling recruitment, training, engagement and management of employees and facilitating successful transitions within a company
- Corporate Governance - understanding governance principles
- Technical/Energy - knowledge of engineering, science and technology generally and/or associated with the design, development and maintenance of energy systems
- Business Development and Business Acquisitions – experience in planning and executing future growth of corporations/business lines through the identification of new opportunities, business prospecting and the forming of partnerships
- Strategic Planning - demonstrated experience in developing, implementing and delivering strategic objectives
- Risk Management - proven ability in identifying, assessing and managing risks
- Cyber Risk and Technology - experience in IT governance/technology strategies and innovation

Wigton also ensures that its Board composition promotes gender diversity. As at March 31, 2024 the gender diversity percentage of the Board of Directors of the Company was as follows:

Gender	Number	Percentage
Female	4	36.4%
Male	7	63.6%

The size, structure and composition of the Board remained appropriate, and all the non-executive Directors continued to fulfil the criteria of independence and were able to commit the required time for the proper performance of their duties.

BOARD COMMITTEES

The Board of Directors of Wigton has established committees, which are constituted on an ongoing basis, or ad hoc, with authority to carry out specific functions. These committees are convened so that a small subset of the Board, with or without management members, may focus on specific issues. This creates the opportunity for deeper focus and thorough analysis to support informed decision making. In keeping with good governance principles, the decisions or recommendations of these committees are reported to the Board and, where required, ratified by the Board. The standing committees are the Audit and Risk Committee, Corporate Governance Committee, Finance and Investment Committee and the Nominations, Compensation and Human Resources Committee.

The Terms of Reference of the Sub-committees may be accessed at <https://wwfja.com/corporate-governance/>.

CHAIRMAN OF THE BOARD OF DIRECTORS

The Chairman of the Board is responsible for leading the Board and for ensuring its effectiveness. Accurate, timely and clear information is provided to all Directors and the Chairman is satisfied that effective communication is undertaken. The Board plays its part by constructively challenging and contributing to the development of strategy, the monitoring of the performance of management and the integrity of financial information and effectiveness of financial controls within the Company.

COMPANY SECRETARY

The Company Secretary is an officer of the Company and provides support to the Board, in particular the Chairman, on governance-related matters, and oversees the Company's compliance with governance procedures and policies, as well as its legal, regulatory, and financial obligations. The Company Secretary's role extends to the filing of statutory documents and communicating with regulatory bodies, including the Jamaica Stock Exchange, on which the Company is listed.

MEETINGS AND ATTENDANCE

The Annual General Meeting (AGM) of the Company in respect of the financial year ended March 31, 2023 was held on March 22, 2024. The AGM was livestreamed, and shareholders were allowed to join the meeting virtually.

Wigton's AGM is the primary forum for the Board and Management to interact with the shareholders of the Company with the aim of gaining a deeper understanding of their views and provide the opportunity for them to express concerns and queries on the performance of the Company. The chairperson of each of the Board Sub-committee is available to answer questions at the AGM, and all Directors are expected to attend the AGM.

The shareholders having the right to attend the AGM were notified on February 28, 2024 via the local newspapers, the Jamaica Stock Exchange's website, the Company's website and via email to the email addresses on record for shareholders at the appointed date. Shareholders were also given the opportunity to participate at the AGM by appointing a representative. Proxy forms were made available in this regard. Shareholders were also allowed to submit their questions prior to and during the AGM. Responses were



Wigton's Shaneek Clacken, Michelle Chin Lenn, Shaun Treasure, Omar Azan, Earlington Barrett and PricewaterhouseCoopers' Tricia-Ann Smith DaSilva, pose for the camera after the 2023 AGM of the Company held on March 22, 2024.

provided to those questions that could be answered based on the time allotted for question and answer on the AGM's agenda. The notice, relevant information and the recording of the AGM may be accessed from the Company's website at <https://wwfja.com/annual-general-meeting/>.

The Board and the Sub-Committees of the Board have established minimum annual meeting requirements. In keeping with these requirements, scheduled meetings were held as well as special meetings to address interim matters. During the period, meetings of the Directors were held virtually or in a hybrid manner. At each Board meeting the senior management team provided a review of the

business and how it was performing, and the Chief Financial Officer, provided a detailed review of the Company's financial position. The Board, during the period also considered at Board meetings, the continued strategic development of the Company; dividends; regulatory and governance issues; new Board member appointments; audited and unaudited financial reports; the receipt, review and approval of the strategic plan and budget; the receipt and review of routine reports from management and the Committees of the Board; reports related to risk and data protection implementation; projects/investments; protection of information technology resources; and financing.

Annual General Meeting and Board Meetings April 1, 2023 to March 31, 2024

Director	Executive (E)/ Non-Executive (NE)	AGM (1)	Board Meetings eligible for attendance	Board Meetings attended
Oliver Holmes*	NE		8	8
Earlington Barrett	E	✓	10	10
Dennis Chung	NE	✓	10	9
Nigel Davy	NE	✓	10	10
M. Georgia Gibson Henlin, CD, KC	NE	✓	10	7
Joseph Issa [#]	NE	✓	1	1
Hugh Johnson	NE	✓	10	10
Allison Philbert [#]	NE	✓	1	1
Gregory Shirley [^]	NE		1	1
Jacqueline M. Stewart Lechler, CD	NE	✓	10	9
Omar Azan	NE	✓	10	10
Dan Theoc	NE	✓	10	10
Mariame McIntosh Robinson	NE	✓	10	8

* The tenure of Oliver Holmes as a Director and Chairman of the Board of Directors ended on January 11, 2024. Prior to the end of his tenure eight (8) Board meetings were held.

[^] Gregory Shirley retired from the Board of Directors on May 24, 2023. Prior to his retirement one (1) Board meeting was held.

[#] Allison Philbert and Joseph Issa were appointed to the Board of Directors effective February 5, 2024. As of their appointment date and during the period, one (1) Board meeting was held.

Director	Audit and Risk Committee (4)
Dan Theoc* (Chairman)	1
Oliver Holmes [#]	1
Dennis Chung [#]	3
Nigel Davy [#]	3
Jacqueline M. Stewart Lechler, CD	4
Omar Azan	4

[#] Dennis Chung, on being appointed Chairman of the Board of Directors and Nigel Davy on his resignation from the Board of Directors ceased being members of the Committee on January 11, 2024 and April 12, 2024 respectively. Oliver Holmes who was an invitee to one (1) meeting of the Committee during the period ceased being a Director and Chairman of the Company on January 11, 2024.

*Dan Theoc was appointed Chairman of the Audit and Risk Committee effective January 30, 2024.

NOT A MEMBER

Director	Finance and Investment Committee (7)
Mariame McIntosh Robinson (Chairperson)	7
Dan Theoc*	4
Nigel Davy*	2
Earlington Barrett*	6
Joseph Issa [#]	3
Allison Philbert [#]	-

*Dan Theoc on his appointment as a member and Chairman of the Audit and Risk Committee, Nigel Davy on the decision of the Board of Directors and Earlington Barrett on demitting the office of Managing Director of the Company ceased being members of the Committee on January 30, 2024, January 30, 2024 and March 31, 2024 respectively.

[#] Joseph Issa and Allison Philbert were appointed members of the Committee effective February 5, 2024 and May 27, 2024 respectively. As of the appointment date of Joseph Issa and during the period there were three (3) meetings.

Where Directors are unable to attend meetings due to conflicts in their schedule, they receive the papers for consideration at the meetings, and have the opportunity to relay their comments in advance, and if necessary, follow up with the relevant Chairperson of the meeting.

Each Director withdrew from any meeting where a matter was being discussed or considered which presented a conflict or potential conflict of interest to that Director.

Other invitees to the meetings during the period included the Company Secretary and other members of the Senior Management Team, as necessary.

Director	Corporate Governance Committee (6)
M. Georgia Gibson Henlin, CD, KC (Chairperson)	5
Mariame McIntosh Robinson	5
Dan Theoc	5
Hugh Johnson	6
Earlington Barrett [#]	6
Gregory Shirley [#]	1

[#] Gregory Shirley on his retirement from the Board of Directors and Earlington Barrett on demitting the office of Managing Director of the Company ceased being members of the Committee on May 24, 2023 and March 31, 2024 respectively.

Director	Nominations, Compensation and Human Resources Committee (4)
Omar Azan (Chairman)	4
Gregory Shirley*	1
Jacqueline M. Stewart Lechler, CD	4
Dennis Chung*	4
Earlington Barrett*	4
Hugh Johnson [#]	-

*Gregory Shirley on his retirement from the Board of Directors, Dennis Chung on being appointed Chairman of the Board of Directors and Earlington Barrett on demitting the office of Managing Director ceased being members of the Committee on May 24, 2023, January 11, 2024 and March 31, 2024 respectively.

[#] Hugh Johnson was appointed a member of the Committee effective January 30, 2024. As of his appointment date and during the period there were no meetings.

BOARD TRAINING AND DEVELOPMENT

In order to ensure that the Board of Directors continues to be effective in discharging its responsibilities, the Company expects its Directors to be well informed and knowledgeable about the operations of the Company and the energy sector in which the Company operates. Directors should also be aware of and knowledgeable about corporate governance best practices and matters that generally touch and concern the effective and efficient running of the Company. Directors are accordingly afforded training and development opportunities through attendance/participation at workshops or conferences, presentations at Board meetings and the sharing of publications.

During the period, all the Directors received training in the following areas:

Institution	Instructor	Title of Programme
Jamaica Stock Exchange eCampus	Hugh Thompson	IT Governance
	Dr. Axel Kravatzky	Corporate Governance, Strategic Leadership and Ethics (Director's Strategic Guide to Corporate Governance)

The areas of training for Directors are assessed annually and are tailored towards the maintenance of appropriate governance standards as well as the relevant support and issues the Directors are expected to provide and address.

BOARD PERFORMANCE EVALUATION

It is understood that Boards which commit to a regular evaluation process, find benefits across these levels in terms of improved leadership, greater clarity of roles and responsibilities, improved teamwork, greater accountability, better decision-making, improved communication and more efficient Board operations. In order to derive these benefits, the performance of our Board and its Sub-Committees is evaluated annually.

The Board, with the oversight of the Corporate Governance Committee, conducts these performance evaluations on the Board as a collective, each Director and the Company Secretary. The evaluation process is conducted by an independent third party and evaluates performance in line with the Company's set goals/objectives and Board and Committee responsibilities. The principal objectives of the evaluation are to ensure that individual Directors have a clear sense of how they are performing as Directors

and the Board as a collective understands its strengths, weaknesses, areas which may require attention, and insights into how well they are performing in helping the Company to achieve its goals and objectives. The performance of the Managing Director or Chief Executive Officer, as the case may be, is evaluated annually by the Board led by the Chairman.

The performance evaluation for the year, like the prior two (2) years, was conducted by a third-party consultant. The consultant independently administered the evaluation survey and prepared the analysis following the receipt of responses. The results and recommendations of the survey were received and considered by the Corporate Governance Committee and presented to the Board.

The results revealed an overall score of 85% and highlighted that there is generally a positive performance across all areas, with particular strengths in Board sub-committee

independence, financial oversight, decision-making processes and a proactive approach to governance. Specific areas for continued improvement and adaptation to evolving business needs were also highlighted and will be addressed.

The Board believes that it is important that evaluations be completed to assess the health of the Board and to ensure that it continues to perform at an optimal level. Evaluations will, therefore, continue to be completed on an annual basis and results appropriately considered and any gaps identified duly closed through necessary action.

BOARD REMUNERATION

The Nominations, Compensation and Human Resources Committee, in keeping with the authority delegated by the shareholders at the AGM, is responsible for establishing the remuneration of the Non-executive Directors. The remuneration is established having regard to the time, commitment, and responsibilities of such Directors and no share options or profit-sharing elements are applicable. Additionally, Executive Directors do not receive directors' remuneration.

During the period, the Non-executive Directors were remunerated as set out in the table below.

April 1, 2023 – March 31, 2024		
Board Chairman	Board meeting	\$150,000.00 per meeting
	Any other meeting	\$75,000.00 per meeting
Sub-Committee Chairperson	Board meeting	\$100,000.00 per meeting
	Sub-Committee meeting which is chaired	\$75,000.00 per meeting
	Any other meeting	\$50,000.00 per meeting
Director	Board	\$75,000.00 per meeting
	Sub-Committee or any other meeting	\$37,500.00 per meeting

The total amount paid to the Non-executive Directors was approximately J\$14.8Mn.

WHISTLEBLOWING

Wigton is committed to a reliable process through which breaches, irregularities or concerns over any wrongdoing occurring within the Company may be reported. The Company has a Whistleblowing Policy in place that is aligned with the Protected Disclosures Act, 2011. This enables employees to, in confidence, raise concerns about possible improprieties relating to the Company's operations by way of a confidential e-mail facility that has been provided to protect the identity of employees in these circumstances. The Policy was reviewed by the Corporate Governance Committee, approved by the Board and is deemed adequate. The Whistleblower Policy may be found on the Company website at <https://wwfja.com/corporate-governance/>.

CODE OF ETHICS AND BUSINESS CONDUCT

Wigton's Code of Ethics and Guidelines for Business Conduct outlines the Company's rules and expectations regarding proper business conduct and ethical behaviour of Directors, officers, and employees of the Company.

Wigton's drive to uphold the highest standards of good corporate governance is founded on the principles and standards by which the Company, its Directors, officers, employees, and agents are expected to operate. The Company's guiding principles of legal compliance, corporate fiduciary adherence and transparency, personal integrity, accountability and professionalism, fair dealings and confidentiality have engendered the confidence of its sole customer, partners, other stakeholders and the communities in which it operates. These values are embodied in the Code of Ethics and Guidelines for Business Conduct. Compliance with the Code of Ethics and Guidelines for Business Conduct

is an important matter. Breaches or potential breaches of the Code of Ethics and Guidelines for Business Conduct must also be reported, and infractions are taken seriously and may result in disciplinary action in the case of officers or employees, and termination or non-renewal of the term in the case of a Director.

The Code of Ethics and Guidelines for Business Conduct may be found on the Company's website at <https://wwfja.com/corporate-governance/>.

In addition to the Code of Ethics and Guidelines for Business Conduct, Wigton has developed several other policies to guide and determine business conduct and practice, protect our business interests, mitigate risks, and ensure compliance with applicable laws and regulations. These policies are shared with staff using one easily accessible location allowing for greater transparency, accountability, and improved governance.

COMMUNICATION WITH SHAREHOLDERS

Wigton continues to develop processes to support an effective dialogue with its shareholders.

The Company maintains a comprehensive Investor Relations tab on its website that provides, amongst other things, information on the Company, its policies, corporate documents and a platform by which shareholders are able to submit questions, concerns and request information. Shareholders are encouraged to utilise the communication platform at <https://wwfja.com/shareholder-communication/> or submit

direct queries to the Investor Relations Officer c/o 36 Trafalgar Road, Kingston 10, St. Andrew or email shareholder.info@wwfja.com.

Additionally, all material information is reported on a timely basis via the Jamaica Stock Exchange's regulatory news service and other updates are published on the Company's website.

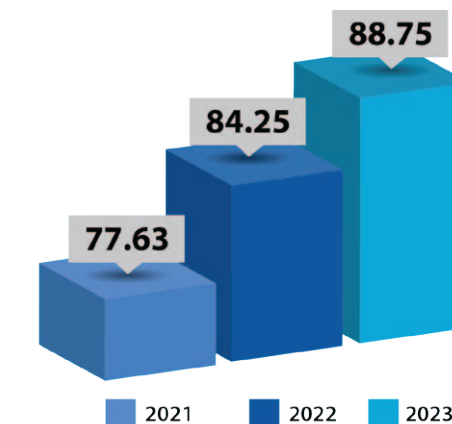
Communication with our Shareholders remains an important governance philosophy and Wigton makes every effort to ensure shareholders are able to readily access information in relation to the Company.

CORPORATE GOVERNANCE RATING

Wigton continuously reviews and seeks to enhance, its governance model and framework.

The Corporate Governance Index established by the Jamaica Stock Exchange provides a measure of listed companies' adherence to principles and best practices of corporate governance. Wigton received an A rating or 88.75% for the period 2022/2023.

The Company will continue to assess its rating year over year and ensure that its governance model and framework are robust and sustained at a high standard.



MANDATE AND ACTIVITIES OF THE CORPORATE GOVERNANCE COMMITTEE

The mandate of the Corporate Governance Committee is to assist the Board in fulfilling its oversight responsibilities to ensure that Wigton has an effective corporate governance regime. The Committee is responsible for monitoring corporate governance developments, emerging best practices and the effectiveness of our corporate governance practices. To this end the roles and responsibilities of the Committee include:

- Monitoring adherence to laws and regulations to ensure that the Board is and remains in compliance with the Companies Act; the Jamaica Stock Exchange Rules, Wigton's Board Charter and all other applicable laws and regulations.
- Reviewing the corporate governance practices and policies of Wigton.
- Monitoring company operations to ensure ethical conduct and adherence to principles of good corporate governance.
- Considering all matters pertaining to conflict of interest and related party transactions and making recommendations to the Board, as required.

- Overseeing evaluations of the performance of the Board and all its Committees.
- Supporting the Board Chairman with the assessment of the performance and contribution of Directors and assisting the Chairman with providing guidance and support for those who may not be performing at the required level.
- Monitoring the annual corporate governance index score of the Company and making recommendations to the Board, as required.
- Recommending appropriate related short professional development programmes for Directors, within budget, that will assist the Board to effectively perform its functions.
- Offering oversight for data protection implementation and the responsible use of data, including governance, buy-in from all levels of management and reporting to the Board.

FINANCE AND INVESTMENT COMMITTEE REPORT

FOR THE YEAR ENDED MARCH 31, 2024

The Committee is currently comprised as follows:

- M. Georgia Gibson Henlin, CD, KC (Chairperson)
- Mariame McIntosh Robinson
- Dan Theoc
- Hugh Johnson

Gregory Shirley and Earlington Barrett ceased being members of the Committee on May 24, 2023 and March 31, 2024 respectively.

The Committee met six (6) times during the year and undertook the following activities:

- Reviewed the TORs in respect of the Audit and Risk Committee and the Finance and Investment Committee and recommended their adoption to the Board;
- Reviewed and recommended the relevant Board Director appointments during the year;
- Reviewed and recommended to the Board for approval changes to the composition of the committees, including the appointment of the newly appointed Board Directors to committees of the Board;
- Reviewed and recommended to the Board the revised Company organisational structure;
- Monitored the Company's data protection readiness plan during the year;
- Managed Director conflict of interest matters that arose during the year;
- Conducted a review of the skills matrix and gap analysis of the Board;
- Conducted a review of the Board Charter and Corporate Communications and Disclosure Policy;
- Reviewed and recommended for adoption revisions to the Business Development and Financial Investment Policy;

- Reviewed and recommended for adoption the new Environmental Policy, Communicable and Infectious Diseases Policy, Sexual Harassment Policy and the revised Performance Incentive Policy;
- Reviewed and approved the conduct of the 2023/2024 Board evaluation process by an independent consultant;
- Oversaw the process to appoint a new Chairman of the Board of Directors;
- Continued the ongoing education programme for the Board and management;
- Conducted a gap analysis on Wigton's corporate governance index rating and recommended areas for improvement; and
- Oversaw the work of the Company's data protection consultants and steps taken to ensure the Company met its registration timeline and requirements of the Office of the Information Commissioner.

The specific policy framework, functions and responsibilities of the Board and its current Sub-committees are set out in the Board Charter and Sub-committee Terms of References which are publicly available and may be accessed from the Company's website: wwfja.com.

The Finance and Investment Committee monitors and evaluates Wigton's operational performance to budget and investment performance to policy and plan.

The Committee is currently comprised as follows:

- Mariame McIntosh Robinson (Chairperson)
- Hugh Johnson
- Joseph Issa
- Allison Philbert

Dan Theoc on his appointment as a member and Chairman of the Audit and Risk Committee, Nigel Davy on the decision of the Board of Directors and Earlington Barrett on demitting the office of Managing Director of the Company ceased being members of the Committee on January 30, 2024, January 30, 2024 and March 31, 2024, respectively.

Joseph Issa and Allison Philbert were appointed members of the Committee effective February 5, 2024 and May 27, 2024, respectively.

The Committee is charged with the following primary roles and responsibilities:

- Assisting the Board of Directors in overseeing the financial risk management strategies, policies and treasury matters of Wigton.
- Assessing management's recommendations on investments in line with Wigton's investment policy and making recommendations to the Board.
- Monitoring performance of the investment portfolio to ensure risk-adjusted return objectives are being met and providing input on risk mitigation strategies for underperforming investments.
- Reviewing management's proposals on the financing of new projects that require funding and making recommendations to the Board.
- Reviewing and recommending for Board approval the acquisition and disposal of assets

(to include machinery, furniture, equipment, motor vehicles) and investments within the guidelines established by the Board.

- Providing oversight and making recommendations to the Board on financing arrangements and borrowing based on management's recommendations.
- Periodically reviewing and approving policies related to financial management, investment, and risk management.
- Monitoring and reviewing the financial performance and health of the Company.

The Committee met seven (7) times during the year and undertook the following activities:

- Updated the Business Development and Financial Investment Policy to ensure it adequately reflects Wigton's strategy and financial risk appetite;
- Received and reviewed investment and financial reports;
- Received, reviewed and recommended for approval the strategic plan and budget;
- Monitored projects being undertaken and in the pipeline to include, the repowering of Wigton Phase I, the Company's bid in the Generation Procurement Entity's 100MW Electricity Generation tender and projects executed under the Wigton-IEC Joint Venture;
- Monitored the Company's investment in Flash Holdings Limited, to include the receipt and review of financial performance of the company and its subsidiary;
- Made recommendations to the Board on dividend payments to shareholders;
- Reviewed and recommended to the Board updates to the Limits of Authority policy document; and
- Monitored development considerations in respect of Lot 28 Ferry Pen, Saint Andrew.

NOMINATIONS, COMPENSATION AND HUMAN RESOURCES COMMITTEE REPORT FOR THE YEAR ENDED MARCH 31, 2024

The Committee is currently comprised of:

- Omar Azan (Chairman)
- Jacqueline M. Stewart Lechler, CD
- Hugh Johnson

Gregory Shirley, Dennis Chung and Earlington Barrett ceased being members of the Committee on May 24, 2023, January 11, 2024 and March 31, 2024 respectively. Hugh Johnson was appointed a member of the Committee effective January 30, 2024.

The primary functions of the Committee include:

- Identifying and nominating candidates for appointments to fill vacancies on the Board.
- Making recommendations for the re-appointment of non-executive/independent Directors at the end of the stated term of office, considering the Director's performance on the Board.
- Developing and annually reviewing a succession plan for Directors, the Chief Executive Officer and the Chairman and reviewing and making recommendations in respect of the succession plan for the senior management team.
- Overseeing the Company's compensation and benefits structure in keeping with its strategic direction and organizational goals and to ensure that Wigton is competitive in the job market and capable of engaging and retaining talent.
- Reviewing and recommending the approval of all human resource policies and programmes to the Board of Directors through the Corporate Governance Committee.
- Recommending mechanisms for continuous improvement in employee relations.
- Researching and making recommendations

on the remuneration of non-executive/independent Directors for their time, commitment, and responsibilities.

- Enforcing and monitoring the Company's Whistleblowing Policy ensuring the anonymity or confidentiality and impartiality of the process associated therewith.
- Reviewing and recommending the approval of all human resource policies and programmes to the Board of Directors through the Corporate Governance Committee.

During the year the Committee met four (4) times and undertook the following activities:

- Considered and recommended the relevant Board appointments during the year;
- Reviewed the compensation payable to non-executive independent Directors for their services;
- Considered and recommended the relevant Board Sub-committee restructuring that was implemented during the year;
- Oversaw the recruitment process for the Chief Executive Officer and made recommendations to the Board in respect thereof;
- Reviewed the composition of the Committees of the Board and made recommendations on changes thereto;
- Reviewed the Company's organisational chart and salary scale and recommended adjustments thereto;
- Received and reviewed the Company's Performance Incentive Policy and recommended updates to same for adoption; and
- Received and reviewed reports on recruitment, staff retention, staff training and safety.

CAPITAL OVERVIEW



CAPITAL OVERVIEW

AS AT MARCH 31, 2024

Total Issued Capital:	11,000,000,000 Ordinary Shares
Total Number of Shareholders:	27,985
Total Units Owned by Top Ten Shareholders:	4,825,298,644
Percentage Owned by Top Ten Shareholders:	43.8664%

TYPE OF SHAREHOLDERS

CATEGORY	UNITS	PERCENTAGE
1. Private Individuals	4,955,297,146	45.0482%
2. Insurance Companies, Trust Companies and Pension Funds, Investment Companies/Unit Trusts	2,759,700,053	25.0882%
3. Private Companies and Holding Companies	1,682,085,530	15.2917%
4. Public Listed Companies	996,724,619	9.0611%
5. Directors and Senior Managers	516,481,434	4.6952%
6. Others	89,711,218	0.8156%

TEN (10) LARGEST SHAREHOLDERS AS AT MARCH 31, 2024

SHAREHOLDER	UNITS	PERCENTAGE
1. Mayberry Jamaican Equities Limited	938,287,678	8.5299%
2. Victoria Mutual Building Society	880,004,097	8.0000%
3. National Insurance Fund	706,797,283	6.4254%
4. ATL Group Pension Fund Trustees NOM Limited	543,872,710	4.9443%
5. Cacao Holdings Limited	530,427,236	4.8221%
6. Sagicor Investments Jamaica–Account #1388842	441,192,711	4.0108%
7. Prime Asset Management-Pooled Equity Fund	301,098,542	2.7373%
8. Geoffrey James Ford	269,126,292	2.4466%
9. Sagicor Equity Fund	111,782,470	1.0162%
10. Mayberry Investment Ltd. Pension Scheme	102,709,625	0.9337%

SHAREHOLDINGS OF DIRECTORS AND THEIR CONNECTED PARTIES AS AT MARCH 31, 2024

Name of Director	Direct Shareholding	Connected Parties' Shareholding	Total
Dennis Chung	2,500,000	-	2,500,000
Earlington Barrett	2,000,000	-	2,000,000
Nigel Davy	-	1,940,000	1,940,000
Jacqueline M. Stewart Lechler	11,252,269	47,533,000	58,785,269
M. Georgia Gibson Henlin	-	600,000	600,000
Joseph Issa	626,454	441,192,711	441,819,165
Hugh Johnson	-	-	-
Allison Philbert	-	-	-
Omar Azan	-	-	-
Dan Theoc	5,012,000	375,000	5,387,000
Mariame McIntosh Robinson	-	250,000	250,000

There has been no change in the Directors' shareholdings occurring between March 31, 2024 and the date of publication of this Annual Report.

At no time during the year did any Director, save for now former Director Nigel Davy, have any material interest in any contract or arrangement in relation to the business of Wigton. Mr. Davy is a shareholder and director of Innovative Energy Company DBA IEC SPEI Limited, a company with which Wigton currently has a joint venture arrangement for the development of green energy projects.

SHAREHOLDINGS OF SENIOR MANAGEMENT AND THEIR CONNECTED PARTIES AS AT MARCH 31, 2024

Name of Senior Manager	Direct Shareholding	Connected Parties' Shareholding	Total
Earlington Barrett	2,000,000	-	2,000,000
Michelle Chin Lenn	800,000	-	800,000
Shaun Treasure	200,000	200,000	400,000
Shaneek Clacken	-	-	-

Between March 31, 2024 and the date of publication of this Annual Report, Gary Barrow, was appointed Chief Executive Officer and a member of Senior Management. Neither he nor his connected parties hold shares in the Company.

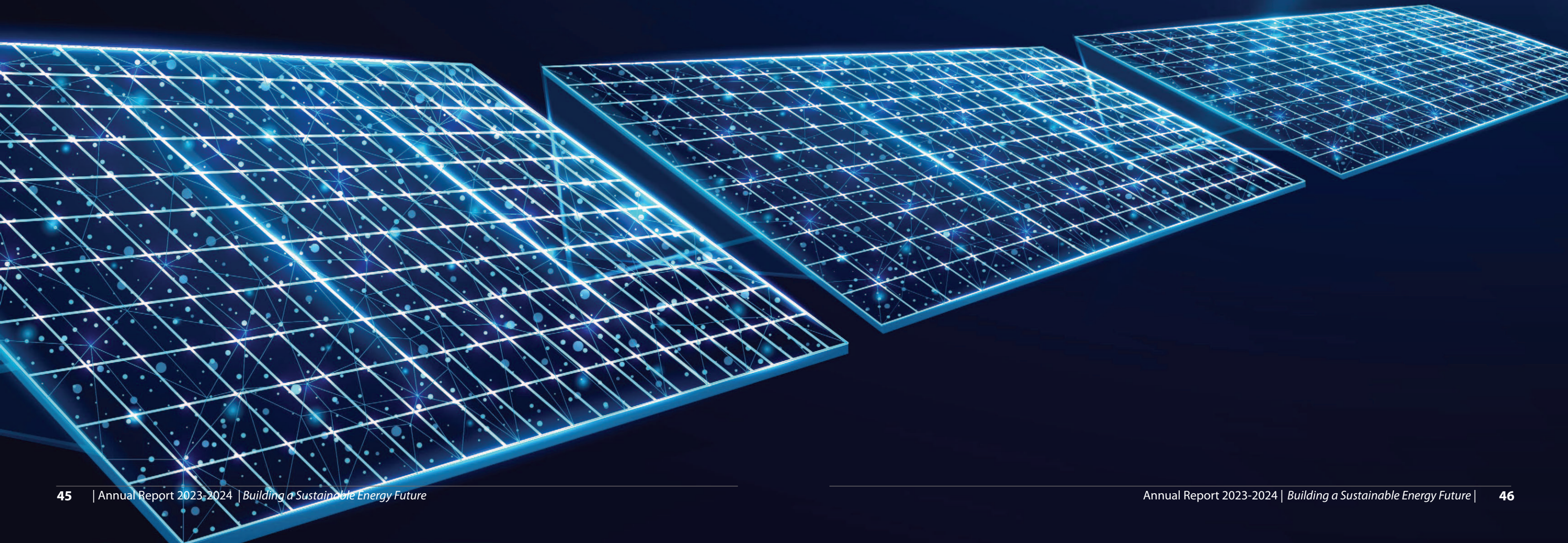
MANAGEMENT DISCUSSION AND ANALYSIS

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OUR PEOPLE



Wigton remains committed to recruiting, developing, and retaining an engaged and high-performing team.

During the year Wigton continued to ensure staff engagement. Effective communication was critical to inspiring the team on the Company's goals and for maintaining team connection and camaraderie. The team benefited from virtual staff meetings and company updates and policy sensitization through our utilization of platforms such as Microsoft Teams, SharePoint and network services. The Company facilitated regular talks at its weekly safety meeting on team and operational safety as well as staff self-awareness and issued regular employee engagement surveys to understand staff morale. The team also endeavoured to undertake certain team building activities to boost staff morale and cohesion.

The Company considers the team members critical to the success of the Company and its operations and treats matters concerning their wellbeing, safety and satisfaction and fulfilment at work a priority. The Company therefore remains committed to achieving zero safety incidents across all operations, actively involving team members in enhancing, tracking and measuring our performance, and training the team to ensure they have the knowledge and skills necessary to perform their work safely. Wigton maintained established partnerships with external training agencies and professional service providers to further develop the skills of the team. To this end, Wigton's staff training and development initiative during the year saw team members being trained in the areas of operational safety, team supervision, bolt joint integrity and finance (International Reporting Standards). Leadership development also remained a priority as Wigton maintained its



A few team members participated in the inaugural Blue Run/Walk in September 2023 which was hosted under the theme Run for Prostate Cancer.



Wigton's 2023 team building excursion at the Appleton Estate in St. Elizabeth

focus on building its leadership to continue to drive the achievement of the Company's strategic plan. Eight (8) managers/supervisors were exposed to training and professional development workshops covering emotional intelligence and ethics.

The Company has, in addition to the other policies currently in effect maintained its Employee Assistance Programme to promote the health and well-being of its employees by supporting employees who require external, independent, confidential and professional counselling services.

The Company is cognizant of the fact that human resources is critical to the entity and that there should be channels by which team members may raise matters with the Board. There continues to be a standing agenda item at the Nominations, Compensation and Human Resources Committee of the Board on human resources matters.

As Wigton evolves to respond to the changing environment in which it operates and in line with its strategic plan, the Company remains committed to maintaining consistently high levels of performance and productivity, innovation, accountability and teamwork through its dedicated team members.

At present there are no share option schemes applicable to senior managers or staff members. There is, however, a performance incentive scheme which was revised and approved by the Board during the year and which rewards employees, including the senior management team, on an annual basis based on a combination of the Company's performance compared to its budget, as well as the team's performance on quantifiable individual objectives.



Wigton's 2023 Christmas team building luncheon.

CORPORATE
SOCIAL
RESPONSIBILITY



In addition to building a sustainable energy future, contributing to energy independence, climate resilience and the reduction in greenhouse gas emissions, Wigton is committed to ensuring that the Company is driven by long-term success. This is all while providing benefits and guaranteeing that business undertakings are conducted in an ethical manner; facilitating a positive social and environmental impact on our stakeholders.

Wigton has in place a Corporate Social Responsibility Policy which is available on the Company's website at <https://wwfja.com/corporate-social-responsibility-community-impact/>. The Corporate Social Responsibility Policy outlines the thinking of the Company regarding its corporate social responsibility, relations with stakeholders, employee wellbeing and development, sponsorships/donations and, importantly, environmental sustainability.

The Company has highlighted certain focus areas of its corporate social responsibility initiatives and being mindful of the responsibility to give back to the community in which it operates focuses on contributions to education, crime prevention, community development and environmental protection/preservation.

During the year the Company also continued its contribution to community development as it provided a donation to the Cross Keys Police Station specifically for extensive repairs to one of its fleet vehicles. Wigton extended the donation as the policing of our communities is a serious matter and will, by extension, support public safety.

In a bid to solidify the Company's support of education and the development of science, technology, engineering and mathematics locally, Wigton was a gold sponsor of the Scientific Research Council's Summer

Attachment Programme under the theme *STEM Teacher Training: Tools and Ideas for the Classroom* in August 2023.

The Company also committed funds to the Wigton Windfarm Limited Scholarship which is accessible to students at the Northern Caribbean University and the University of the West Indies, Mona. It is expected that the Scholarship will be first awarded in the financial year ending March 31, 2025. In line with its support of the Rose Hill, Manchester community where the Company's wind farm is located, Wigton continued its annual Christmas token initiative to the teachers at the Rose Hill Primary and Infant School and during the period, committed funds towards outfitting the School's football team with all necessary gears.

The Company remains committed to its guiding principles of corporate social responsibility and establishing as the Company's virtue a culture of giving back.



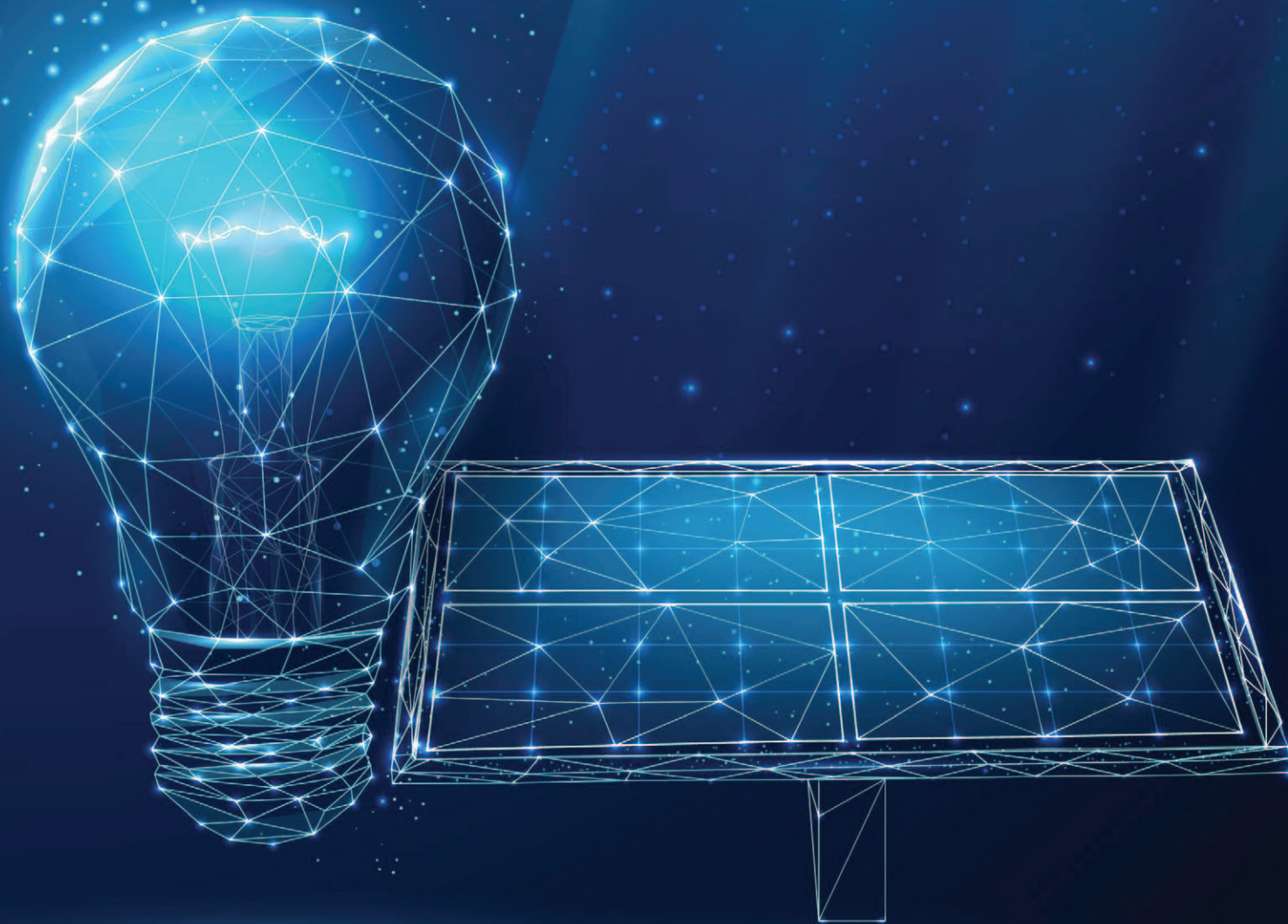
At the end of the Scientific Research Council's Summer Attachment Programme, teachers received gift baskets and other tokens of participation.



Participants and sponsors at the closing ceremony of the Scientific Research Council's Summer Attachment Programme.



HEALTH, SAFETY AND ENVIRONMENTAL MANAGEMENT



The Company maintained its safety record with no serious injuries or incidents during the year and actively continues to implement appropriate safety strategies in its day-to-day operations.

Wigton through its 100% clean energy operations and the solutions and services it implements and provides, contributes to the socioeconomic and environmental development of Jamaica.



Wigton team members performing repairs on the wind turbines.

The Company is a strong proponent of sustainable development aimed at social and economic progress and environmental preservation. The Company also recognizes that environmental, social, and governance objectives are crucial for our long-term success, ensuring we operate responsibly and profitably while contributing to a sustainable future for all stakeholders. Further to our commitment to strong governance principles and playing our role as a good corporate citizen, Wigton aims to achieve continuous

improvement in our environmental performance, ensuring compliance with sustainability principles and responsible management for environmental matters. This is done in accordance with its Environmental Policy which may be accessed from <https://wwfja.com/wp-content/uploads/2023/08/Environmental-Policy-August-2023.pdf> and which outlines the following key guidelines and objectives:

- Continued compliance with environmental laws, policies, permits and procedures and placing great importance on protecting the environment as a good corporate citizen.
- Establishing and measuring the significant environmental impact of the Company's operations.
- Engaging with our suppliers and other stakeholders on environmental issues and promoting, whenever possible, the environmental development of such suppliers and stakeholders.
- Placing great importance on mitigating climate change and adapting to its impact.
- Training and motivating team members on the importance of environmental protection and preservation.
- Promoting environmental education and communication related to environmental issues by holding or supporting events and seminars related to environmental conservation and promoting the effective use of environmental management systems.

The Company's current wind energy generation accounts for a reduction in the use of fossil fuels by more than 100,000 barrels of oil per year and avoids emittance of more than 120,000 tonnes of carbon dioxide annually.

PERFORMANCE HIGHLIGHTS

Sales Revenue

2024 **\$2.06 Bn** 2023 **\$2.22 Bn** Change: **\$0.16 Bn (7.2%)**



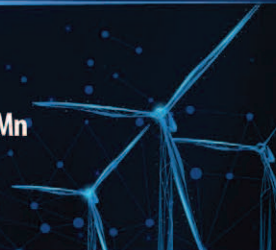
Gross Profit

2024 **\$1.27 Bn** 2023 **\$1.36 Bn** Change: **\$0.09 Bn (6.6%)**



Net Profit Before Taxation

2024 **\$480.84 Mn** 2023 **\$636.59 Mn** Change: **\$155.75 Mn (24.5%)**



Net Profit

2024 **\$839.02 Mn** 2023 **\$308.64 Mn** Change: **\$530.38 Mn 171.8%**



Shareholders' Equity

2024 **\$5.20 Bn** 2023 **\$4.43 Bn** Change: **\$0.77 Bn 17.4%**



Earnings Per Stock Unit

2024 **\$0.08** 2023 **\$0.03** Change: **\$0.05 166.7%**



SEVEN-YEAR FINANCIAL REVIEW

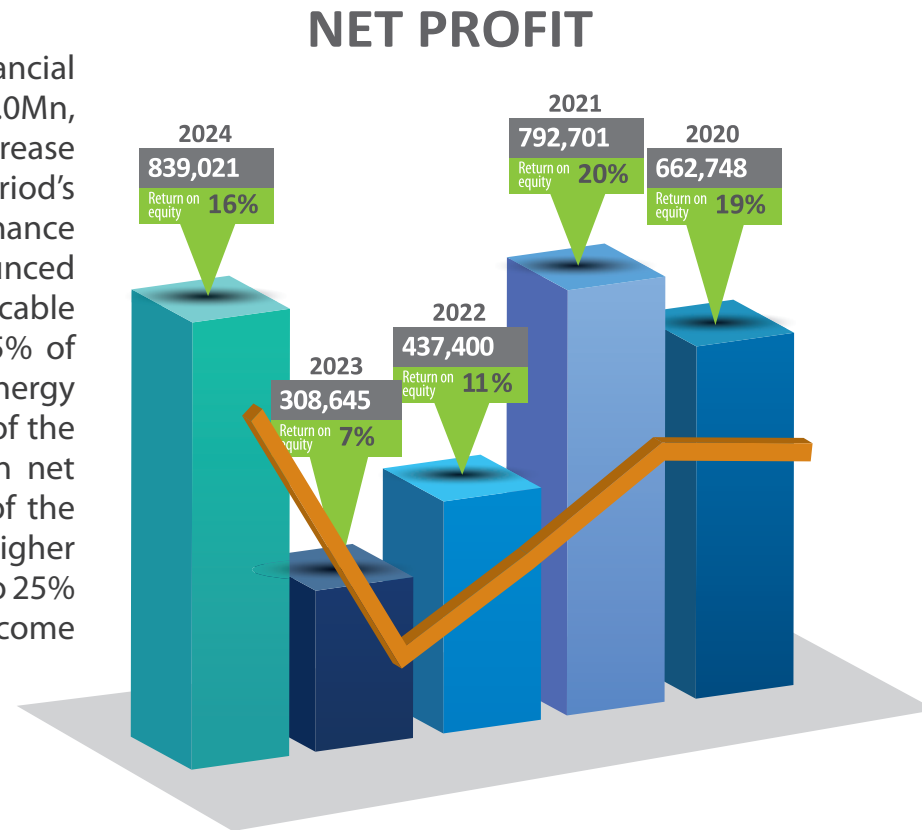
Audited Financial Highlights	Year Ended March 31, 2024	Year Ended March 31, 2023	Year Ended March 31, 2022	Year Ended March 31, 2021	Year Ended March 31, 2020	Year Ended March 31, 2019	Year Ended March 31, 2018
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Sales	2,057,181	2,218,435	2,049,232	2,592,054	2,416,753	2,447,595	2,356,766
Cost of Sales	(790,113)	(860,330)	(819,572)	(789,097)	(763,852)	(740,162)	(704,416)
Gross Profits	1,267,068	1,358,105	1,229,660	1,802,957	1,652,901	1,707,433	1,652,350
Other Income	316,661	326,367	255,615	217,846	220,889	502,994	636,920
General administrative expenses	(686,042)	(619,127)	(607,784)	(490,708)	(478,577)	(433,539)	(404,121)
Operating Profit	897,687	1,065,345	877,491	1,530,095	1,395,213	1,776,888	1,885,149
Finance Expense	(405,985)	(424,371)	(335,494)	(503,089)	(526,643)	(1,049,526)	(877,356)
Share of net profit of Joint Venture	-	5,007	-	-	-	-	-
Share of net loss of associate	(10,864)	(9,388)	(40)	-	-	-	-
Net profit/(loss) before taxation	480,838	636,593	541,957	1,027,006	868,570	727,362	1,007,793
Taxation credit/(expense)	358,183	(327,948)	(104,557)	(234,305)	(205,822)	(233,768)	(240,255)
Net Profit	839,021	308,645	437,400	792,701	662,748	493,594	767,538
Dividend \$	65,373	60,005	200,200	27,500	-	-	-
Financial Position ('000)							
Assets	10,411,017	10,975,227	10,941,389	10,746,844	10,597,935	9,650,915	9,356,641
Liabilities	5,207,751	6,546,018	6,761,322	6,818,956	7,140,840	6,857,840	7,076,263
Shareholder Equity	5,203,266	4,429,209	4,180,067	3,927,888	3,457,095	2,793,075	2,280,378
Key Financial Ratios							
Gross Profit Margin (%)	62%	61%	60%	70%	68%	70%	70%
Operating Margin (%)	44%	48%	43%	59%	58%	73%	80%
PAT Margin (%)	41%	14%	22%	30%	27%	21%	33%
ROCE	10%	11%	9%	14%	14%	18%	20%
Return on Assets (%)	8%	3%	4%	7%	6%	5%	8%
Return on Equity (%)	16%	7%	11%	20%	19%	18%	34%
Dividend Payout Ratio	8%	20%	46%	3%	-	-	-
Debt to TNW Ratio (x)	1.21	1.26	1.27	1.18	-	-	-
Bond Covenant Ratios							
Debt/EBITDA (x)	2.6	2.6	3.4	2.5	3.0	2.6	2.7
Interest Coverage (x)	4.0	4.2	4.7	4.4	3.9	2.3	2.9
Current Ratio (x)	4.5	3.9	3.5	26.0	3.5	9.7	1.0

FINANCIAL PERFORMANCE

FOR THE YEAR ENDED 31 MARCH 2024

NET PROFIT

Wigton ended the 2024 financial year, with a Net Profit of \$839.0Mn, a \$530.4Mn or 171.9% increase over the corresponding period's \$308.6Mn. The Minister of Finance and the Public Service announced that the income tax rate applicable to entities with more than 75% of their business in renewable energy would be adjusted to 25% as of the 2023 tax year. The increase in net profit was mainly as a result of the impact of the reversal of the higher income tax rate from 33 1/3 % to 25% and which yielded taxation income of \$358.2 Mn.



TOTAL REVENUE

Total Revenue (Sales and Other Income) for the financial year was \$2.37 Bn representing a \$0.17 Mn or 6.7% decrease when compared to the amount earned in the previous year of \$2.54 Bn.

INCOME SUMMARY	March 2024	March 2023	Absolute Change	Percentage Change
	\$'000	\$'000		
Sales from Generation of Energy	2,057,181	2,218,435	(161,254)	(7.3)
Grant amortisation	22,395	20,174	2,221	11.0
Interest income	217,352	206,844	10,508	5.1
Income from sale of carbon credits	5,888	142,153	(136,265)	(95.9)
Income from investment property	445	-	445	100.0
Income from Training Centre	88	4,206	(4,118)	(97.9)
Foreign exchange (loss)/gain	70,493	(47,010)	117,503	(250.0)
Total Revenue	2,373,842	2,544,802	(170,960)	(6.7)

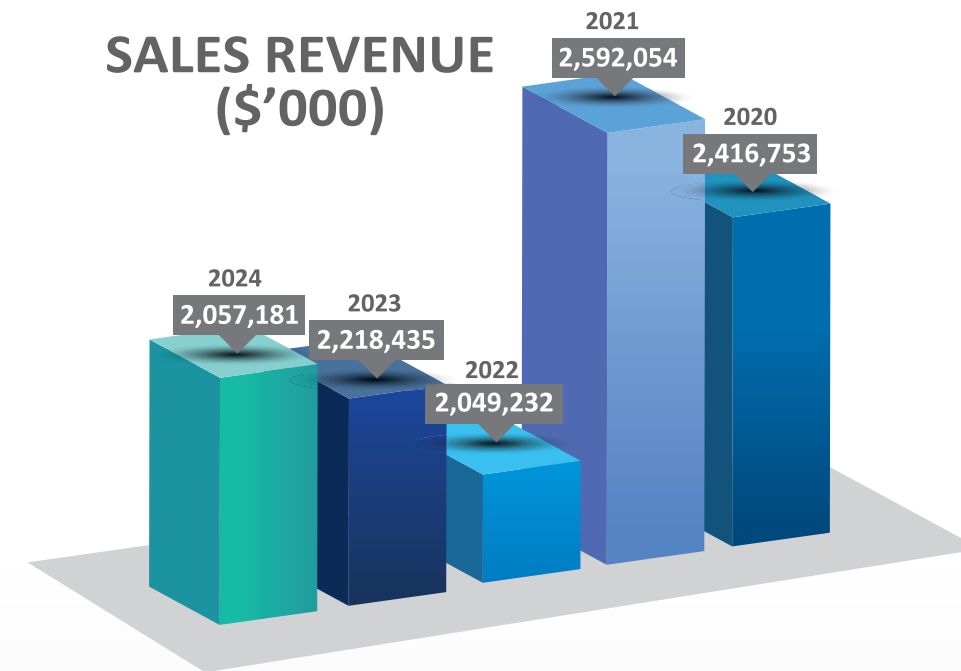
SALES REVENUE

Sales revenue from the generation of energy was \$2.057 Bn, a decrease of \$0.16 Mn or 7.2% when compared to the \$2.22 Bn earned in the previous year. This was mainly as a result of the decrease in production by 13.9 Mn kWh when compared to the prior year.

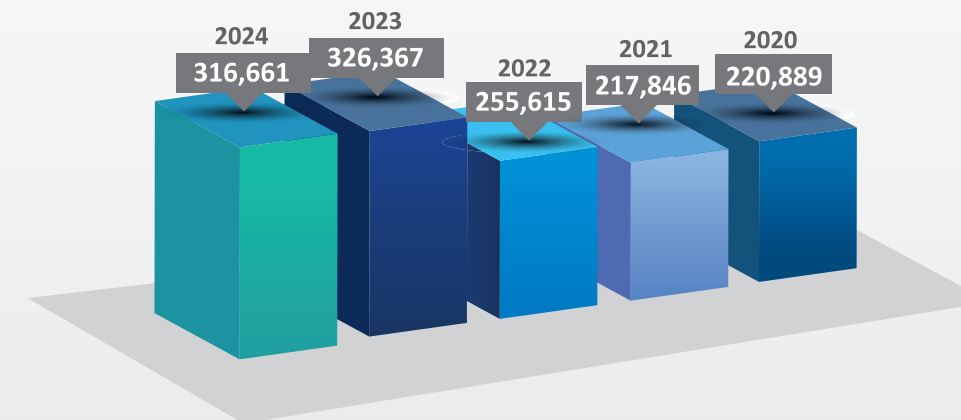
OTHER INCOME

Wigton reported an overall decrease in other income of \$9.7 Mn or 3.0%, other income was \$316.7 Mn, compared to the \$326.4 Mn earned in the previous year. There were increases in foreign exchange gain and interest income. Foreign exchange moved from a loss of \$47.0 Mn in 2023 to a gain of \$70.4 Mn in 2024 or a \$117.4 Mn or 249.8% increase and interest income moved from \$206.8 Mn to \$217.4 Mn, \$10.5 Mn a 5.1% increase.

SALES REVENUE (\$'000)



OTHER INCOME (\$000)



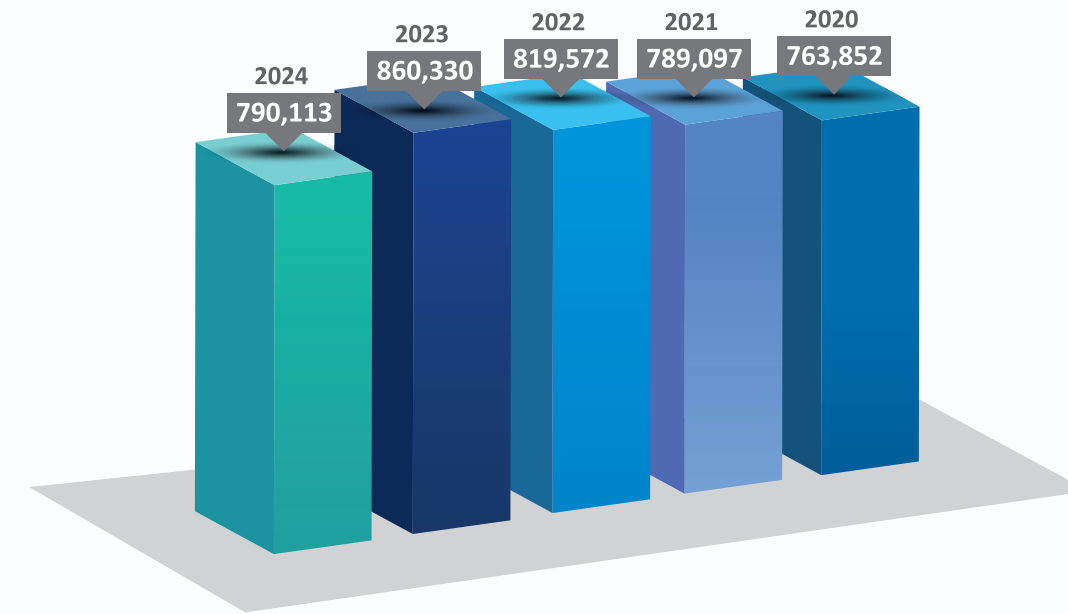
TOTAL EXPENSES

Wigton reported a marginal decrease in total expenses. Total expenses were \$1.476 Bn, \$3.0 Mn or 0.2% below the \$1.479 Bn incurred in the previous year.

The major saving year over year occurred in cost of sales, which decreased by \$70.2 Mn or 8.2%. General administrative expenses increased by \$66.9 Mn or 10.8%, however, there were decreases in certain expenses year over year. Depreciation decreased by \$117.9 Mn or 16.1 % as a result of the extension of the operations at Wigton Phase 1 for a period of three (3) years. On 16 February 2024, the Company signed an Addendum to the Power

Interchange Agreement for Wigton Phase I with the Jamaica Public Service Company Limited to extend the period of operation of the said plant for another three (3) years as of 1 April 2024. The extension of the period of operation of Wigton Phase I will allow for the continued generation of energy from the plant and as such the remaining depreciation was spread over the extension period. Other expenses decreased by \$51.5 or 36.9%, and staff costs increased by \$58.7 Mn or 31.2%. This increase was as a result of inflationary adjustments to staff salaries, a provision for the 2023/2024 incentive payment and other accruals for the year.

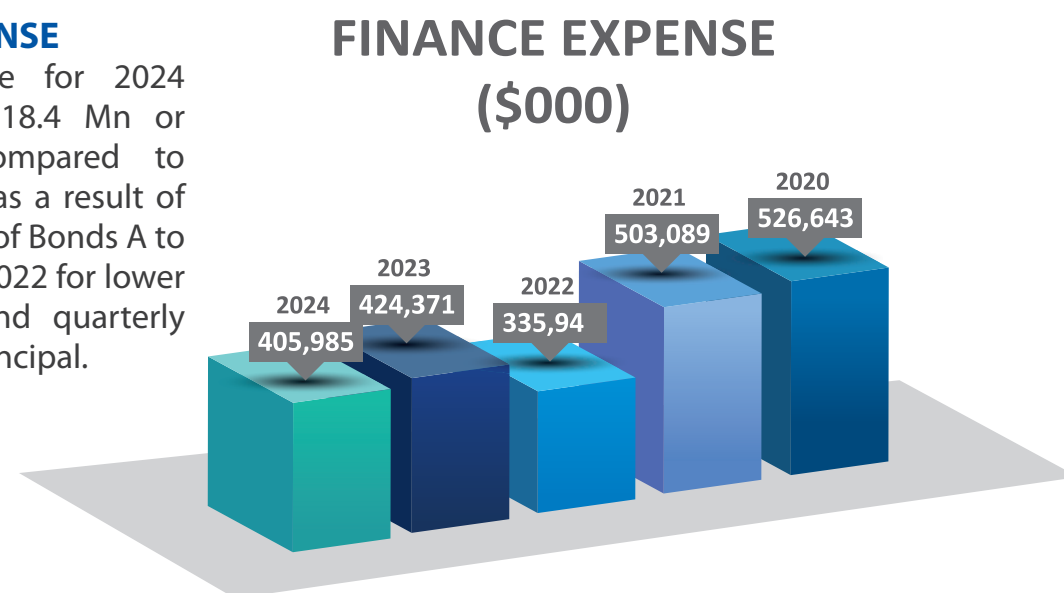
COST OF SALES



EXPENSE SUMMARY				
	March 2024	March 2023	Absolute Change	Percentage Change
	\$'000	\$'000	\$'000	%
Auditors' Remuneration	4,600	2,772	(1,828)	(65.9)
Depreciation	612,896	730,757	117,861	16.1
Directors' Emoluments-Fees	14,800	12,153	(2,647)	(21.8)
Insurance	252,929	216,078	(36,851)	(17.1)
Other Expense	88,026	139,513	51,487	36.9
Professional Fees	39,220	23,176	(16,044)	(69.2)
Rental & Utility Charges	18,234	10,770	(7,464)	(69.3)
Repairs & Maintenance	83,486	73,099	(10,387)	(14.2)
Staff Costs	246,963	188,252	(58,711)	(31.2)
Security Costs	20,902	11,813	(9,089)	(76.9)
Amortisation of Right-Of-Use Assets	23,012	14,513	(8,499)	(58.6)
Electricity	<u>71,087</u>	<u>56,561</u>	<u>(14,526)</u>	<u>(25.7)</u>
Total Expenses	<u>1,476,155</u>	<u>1,479,457</u>	<u>3,302</u>	<u>0.2</u>

FINANCE EXPENSE

Finance expense for 2024 decreased by \$18.4 Mn or 4.3% when compared to 2023. This was as a result of the restatement of Bonds A to D to A and B in 2022 for lower interest rates and quarterly repayment of principal.



FINANCE EXPENSE				
	2024	2023	Absolute Change	Percentage Change
	\$'000	\$'000	\$'000	%
Amortisation of upfront fees on loan (Note 24)	83,790	47,673	(36,117)	(75.8)
Interest charge on lease liability (Note 25)	9,087	9,169	82	0.9
Interest expense on loans (Note 24)	313,108	367,504	54,396	14.8
Others	-	25	25	(100.0)
	405,985	424,371	18,386	4.3

ASSETS, LIABILITIES AND EQUITY

TOTAL ASSETS

Wigton's total assets saw a marginal decrease by 5.1% for the 2024 financial year. Total assets were \$10.41 Bn, a decrease by \$0.56 Bn over the previous year's 10.97 Bn. This was due mainly to the depreciation of the assets and cash and cash equivalents which stood at \$3.9 Bn at the end of the period.

TOTAL LIABILITIES

Total liabilities declined by \$1.34 Bn or 20.5% to \$5.21 Bn, compared to the previous year's \$6.55 Bn.

While long term liabilities moved from \$4.6 Bn to \$3.8 Bn, a 17.4% decrease. Deferred tax liabilities decreased from \$1.4 Bn to \$1.1 Bn, a 21.4% increase as a result of the change in the income tax rate.

TOTAL ASSETS AND LIABILITIES				
	March 2024	March 2023	Absolute Change	Percentage Change
	\$'000	\$'000	\$'000	%
Non-current Assets	5,817,966	6,304,754	(486,788)	(7.7)
Current Assets	4,593,051	4,670,473	(77,422)	(1.7)
Total Assets	10,411,017	10,975,227	(564,210)	(5.1)
Non-current liabilities	4,176,133	5,349,939	1,173,806	21.9
Current liabilities	1,031,618	1,196,079	164,461	13.8
Total liabilities	5,207,751	6,546,018	1,338,267	20.4
Equity	5,203,266	4,429,209	774,057	17.5
Total equities and liabilities	10,411,017	10,975,227	564,210	5.1

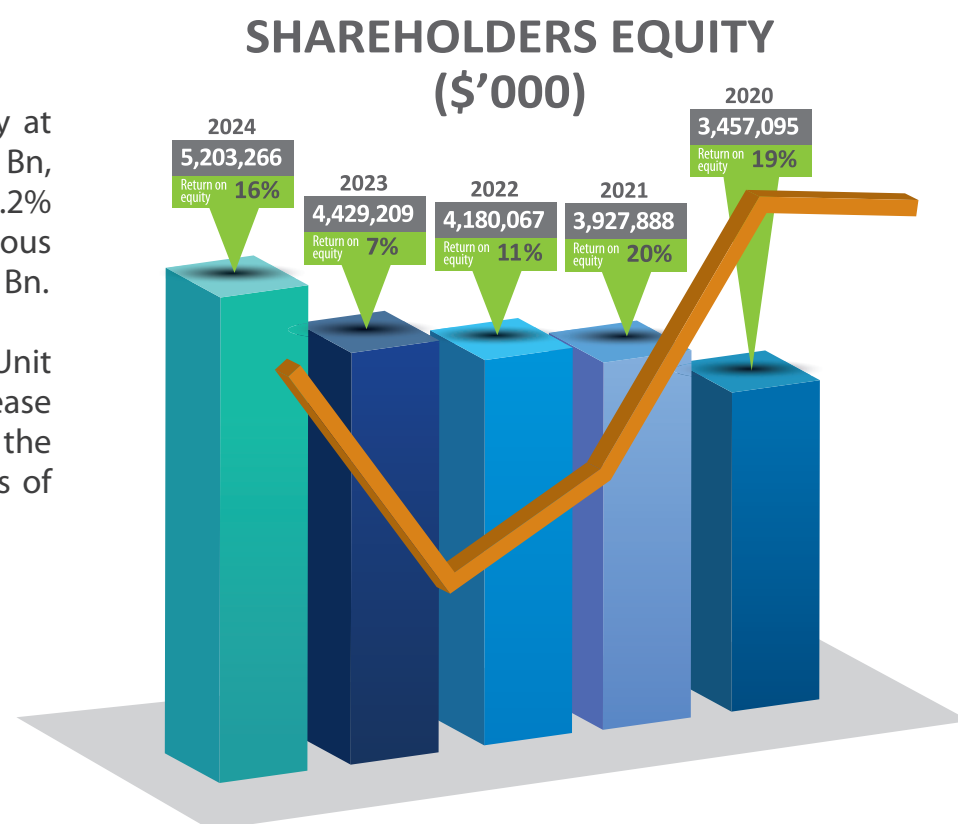
CURRENT RATIO



SHAREHOLDERS' EQUITY

Shareholders' Equity at year end was \$5.2 Bn, an increase of 18.2% above the previous year's equity of \$4.4 Bn.

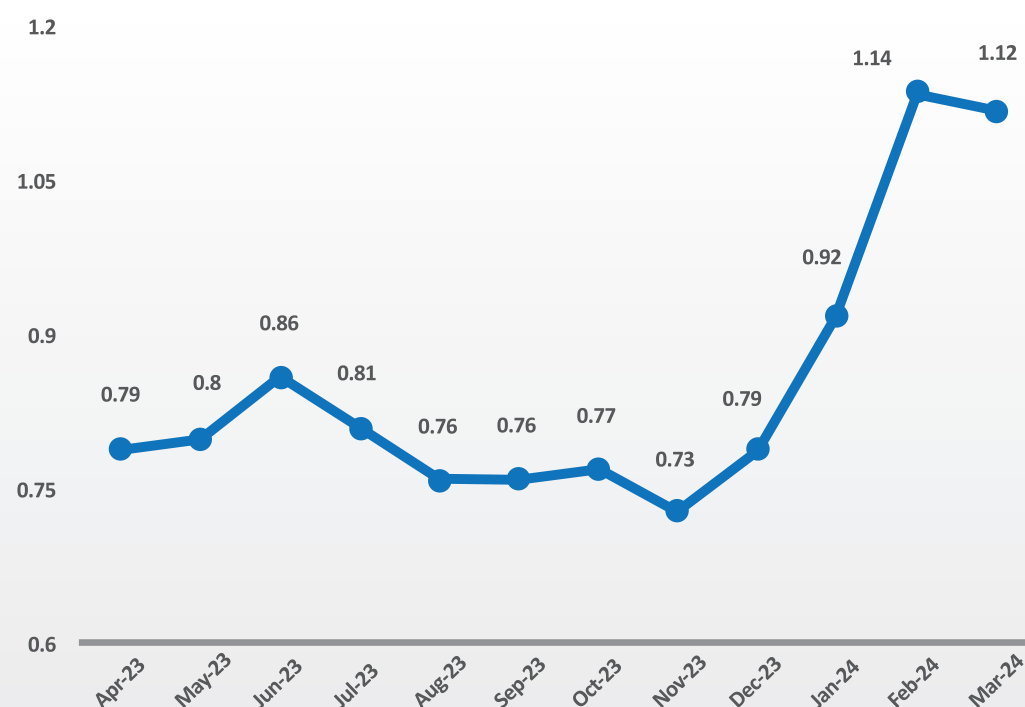
Earnings per Stock Unit was 8 cents, an increase when compared to the prior year's earnings of 3 cents or 166.7%.



STOCK PRICE

Wigton's stock price closed at \$1.12 on March 31, 2024 on the JSE, a modest \$0.37 or 49.3% increase from its stock price of \$0.75 on March 31, 2023. Wigton dividend pay-out during the year totalled \$65.373 Mn or \$0.0059 per share.

SHARE PRICE FOR APRIL 2023-MARCH 2024



Wigton Windfarm Limited Audited Statement of Comprehensive Income March 31, 2018 - March 31, 2024 (expressed in Jamaican dollars)

	2024	2023	2022	2021	2020	2019	2018
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Sales	2,057,181	2,218,435	2,049,232	2,592,054	2,416,753	2,447,595	2,356,766
Cost of sales	(790,113)	(860,330)	(819,572)	(789,097)	(763,852)	(740,162)	(704,416)
Gross Profit	1,267,068	1,358,105	1,229,660	1,802,957	1,652,901	1,707,433	1,652,350
Other Income	316,661	326,367	255,615	217,846	220,889	502,994	636,920
General administrative expenses	(686,042)	(619,127)	(607,784)	(490,708)	(478,577)	(433,539)	(404,121)
Operating profit	897,687	1,065,345	877,491	1,530,095	1,395,213	1,776,888	1,885,149
Finance expense	(405,985)	(424,371)	(335,494)	(503,089)	(526,643)	(1,049,526)	(877,356)
Share of net profit of Joint Venture	-	5,007	-	-	-	-	-
Share of net loss of associate	(10,864)	(9,388)	(40)	-	-	-	-
Net profit before taxation	480,838	636,593	541,957	1,027,006	868,570	727,362	1,007,793
Taxation credit/(expense)	358,183	(327,948)	(104,557)	(234,305)	(205,822)	(233,768)	(240,255)
Net Profit	839,021	308,645	437,400	792,701	662,748	493,594	767,538
Other comprehensive Income-							
Changes in fair value of equity investments at fair value through other comprehensive income	3,803	(4,828)	(2,073)	-	-	-	-
Remeasurements of pension and other post-employment benefits	(3,394)	5,330	17,052	(3,323)	1,272	19,103	7,941
Total other comprehensive income, net of taxes	409	502	14,979	(3,323)	1,272	19,103	7,941
Total Comprehensive Income	839,430	309,146	452,379	789,378	664,020	512,697	775,479
Earning per stock unit for profit attributable to the equity holders of the company during the year	<u>\$0.08</u>	<u>\$0.03</u>	<u>\$0.04</u>	<u>\$0.07</u>	<u>\$0.06</u>	<u>\$0.04</u>	<u>\$0.07</u>

Wigton Windfarm Limited
Audited Statement of Financial Position
March 31, 2018 - March 31, 2024
(expressed in Jamaican dollars)

	2024	2023	2022	2021	2020	2019	2018
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Non-current assets							
Property, plant and equipment	5,553,780	6,059,000	6,442,605	6,913,397	7,434,593	7,997,089	8,363,008
Investment in associate	117,240	128,104	137,492	-	-	-	-
Investment property	13,472	-	-	-	-	-	-
Right-of-use assets	90,809	100,660	105,698	149,936	165,032	-	-
Pension plan asset	29,215	7,343	10,014	-	-	82,702	-
Financial assets at fair value through other comprehensive Income	13,450	9,647	16,890	-	-	-	-
Deferred tax assets	-	-	-	-	-	-	67,499
Total non-current assets	5,817,966	6,304,754	6,712,699	7,063,333	7,599,625	8,079,791	8,430,507
Current assets							
Inventory	15,823	32,591	22,563	8,033	6,930	-	-
Accounts receivable	358,302	222,744	311,794	434,051	289,392	134,815	175,176
Taxation recoverable	325,505	281,330	64,398	-	22,244	59,710	60,591
Cash subject to restrictions	112,219	311,078	-	-	-	-	-
Cash and cash equivalents	3,781,202	3,822,730	3,829,935	3,241,427	2,679,744	1,376,599	690,367
Total current assets	4,593,051	4,670,473	4,228,690	3,683,511	2,998,310	1,571,124	926,134
Current liabilities							
Due to former parent company	-	-	-	-	19,459	19,459	24,485
Accounts payable	140,771	306,465	306,121	79,743	82,105	119,498	100,947
Taxation Payable	-	-	-	24,929	-	-	-
Current portion of lease liabilities	19,802	19,802	19,802	16,405	15,248	-	-
Current portion of long-term liabilities	871,045	869,812	886,408	20,760	730,258	22,546	770,475
Total current liabilities	1,031,618	1,196,079	1,212,331	141,837	847,070	161,503	895,907

Wigton Windfarm Limited
Audited Statement of Financial Position
March 31, 2018 - March 31, 2024
(expressed in Jamaican dollars)

	2024	2023	2022	2021	2020	2019	2018
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Net current assets	3,561,433	3,474,394	3,016,359	3,541,674	2,151,240	1,409,621	30,227
Total assets, net of current liabilities	<u>9,379,399</u>	<u>9,779,148</u>	<u>9,729,058</u>	<u>10,605,007</u>	<u>9,750,865</u>	<u>9,489,412</u>	<u>8,460,734</u>
Equity							
Share capital	202,598	202,598	202,598	202,598	202,598	202,598	202,598
Retained earnings	5,000,668	4,226,611	3,977,469	3,725,290	3,254,497	2,590,477	2,077,780
Total equity	5,203,266	4,429,209	4,180,067	3,927,888	3,457,095	2,793,075	2,280,378
Non-current liabilities							
Capital grants	-	22,395	42,569	62,743	82,917	103,090	123,265
Lease liabilities	86,713	95,258	97,964	145,905	158,899	-	-
Long term liabilities	2,980,998	3,765,208	4,425,180	5,579,241	5,559,986	6,250,731	5,945,690
Post-employment benefit obligation	19,891	8,837	20,919	33,158	25,357	26,925	30,164
Pension plan liability	-	-	-	818	5,279	-	-
Deferred tax liabilities	1,088,531	1,458,241	962,359	855,254	461,332	315,591	81,237
Total non-current liabilities	4,176,133	5,349,939	5,548,991	6,677,119	6,293,770	6,696,337	6,180,356
Total equity and non-current liabilities	<u>9,379,399</u>	<u>9,779,148</u>	<u>9,729,058</u>	<u>10,605,007</u>	<u>9,750,865</u>	<u>9,489,412</u>	<u>8,460,734</u>

WIGTON'S CREDIT RATING


Following a credit rating review exercise in December 2023, the Caribbean Information and Credit Rating Services Limited (CariCRIS) upgraded Wigton's rating to CariBBB+ (Local Currency Rating) on the regional rating scale and reaffirmed the Jamaica national scale rating of jmA (Local Currency Rating) to the J \$5.8 billion bond issue of Wigton. The regional scale rating indicates that the level of creditworthiness of this obligation, adjudged in relation to other obligations in the Caribbean is adequate. The national scale ratings indicate

that the level of creditworthiness of this obligation, adjudged in relation to other obligations in Jamaica is good.

CariCRIS also assigned a stable outlook on the ratings. The stable outlook is predicated on an expectation of continued good financial performance by Wigton, supported by sustained growth in Company's core business operations and ongoing diversification projects underpinned by increasing economic activity in Jamaica.

RISK MANAGEMENT





Wigton acknowledges that in a constantly changing era, the Company's success and enduring presence hinge on effectively employing risk management strategies. These strategies are vital for supporting operations and long-term strategic initiatives. Moreover, proactively identifying and mitigating risks that may hinder operational performance significantly bolsters the Company's capability to achieve critical business objectives.

The Board of Directors holds ultimate responsibility for fostering a risk-aware culture, shaping the risk profile, and approving both risks and strategic initiatives. The Audit and Risk Committee of the Board assesses and supports the risk framework and risk tolerance.

Wigton recognizes that effective risk management requires constant vigilance. The Company has identified various risks encompassing operational, strategic, natural disasters, and regulatory/compliance domains. If these risks are not well managed, they could lead to financial losses, regulatory sanctions, penalties, and reputational harm, all of which could hinder the efficient execution of business strategies. Therefore, the governance of risk is founded on a proactive approach, crucial for overseeing and managing identified risks across different levels. Consequently, the Company's robust risk management practices are bolstered by ongoing review, analysis, implementation of mitigation strategies, monitoring, and reporting. These efforts are aimed at addressing risks that could affect the Company's operations or strategic objectives, particularly as it evolves and pursues new goals and objectives successfully.

OPERATIONAL RISK

Operational risk pertains to potential losses due to ineffective or failed internal processes, personnel, systems, or external events that could disrupt business operations.

Wigton prioritizes investments in technology, employee training, robust internal procedures, segregation of responsibilities, and comprehensive risk assessments to identify vulnerabilities.

Mitigating operational risks is viewed not merely as an expense but as an investment in the Company's future success, aimed at minimizing disruptions to business operations.

In particular cyber risk incidents, data misuse and ransomware attacks continue to proliferate and become more sophisticated and as such the company has conducted a comprehensive review of its data protection policies and procedures and up to the date of publication of this Annual Report has registered with the Office of the Information Commissioner.

STRATEGIC RISK

Strategic risks are those risks that influence the strategic objectives and future performance of the Company. The Company is actively progressing with its strategic plan, which emphasizes evaluating, executing, and continually monitoring its business operations. This includes diversifying into additional local and regional renewable energy sources and clean technologies.

In addition, a thorough assessment of the primary risks affecting the Company has been conducted. The development of action plans to mitigate these risks is a critical component of the plan.

NATURAL DISASTERS

The Company considers the increased threat of severe natural disasters as a critical risk to its operations. To manage this risk effectively, the Company ensures that all assets are adequately insured against loss or damage, including operational downtime. Additionally, the Company maintains wind turbine availability at industry standards to maximize wind capture when conditions are favourable.

REGULATORY/COMPLIANCE RISK

As a publicly listed entity, Wigton is subject to increasingly stringent regulatory requirements, which could lead to fines, legal penalties, and even the suspension of business operations if not properly adhered to. To mitigate these risks and safeguard our business, we are committed to investing in robust risk management practices. This approach not only shields us from potential financial losses but also ensures our adherence to legal and regulatory standards.

As Wigton progresses towards its strategic objectives and continues its growth trajectory, we remain dedicated to proactive risk management. By implementing strong internal controls and addressing potential risks head-on, we aim to protect shareholder value and support the long-term sustainability of our business. Our focus on effective risk mitigation allows us to navigate challenges successfully and seize opportunities for future growth.

OUTLOOK AND THE WAY FORWARD



We launched our trading name Wigton Energy signalling a shift to a more deliberate focus on all areas of renewable energy and clean technologies with the primary objective of increasing shareholder value and profitability. The Company which now has a high percentage of its business in wind power, has set a clear trajectory to ensure its growth through diversification into other areas of renewable energy.

This repositioning is a company-wide business transformation and a reaffirmation of our diversification strategy. The entire Company has bought into the vision of becoming a profitable, regional organization with successful clean energy and other investments and stakeholders can expect growth due to continued efforts on business development and business expansion. This growth will be seen through our fervent efforts to lead the market and be competitive in tenders issued by the GPE and expand our independent power production business through successfully attained utility scale projects. We will also continue to implement commercial and industrial renewable energy projects like that of the Norman Manley International Airport Phase I Solar Project, either on our own or through strategic partnerships.

The continuing rise in carbon emissions and the increasing frequency of extreme weather events in recent years highlight more clearly than ever the importance of a decisive shift towards a net-zero future. Wigton is actively driving this shift and facilitating green energy is viewed as an obligation and opportunity to impact environmental, social and governance issues.

AUDITED FINANCIAL STATEMENTS

FOR THE YEAR ENDED
MARCH 31, 2024



Independent auditor's report

To the Shareholders of Wigton Windfarm Limited

Report on the audit of the financial statements

Our opinion

In our opinion, the financial statements give a true and fair view of the financial position of Wigton Windfarm Limited (the Company) as at 31 March 2024, and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards and with the requirements of the Jamaican Companies Act.

What we have audited

The Company's financial statements comprise:

- the statement of financial position as at 31 March 2024;
- the statement of comprehensive income for the year then ended;
- the statement of changes in equity for the year then ended;
- the statement of cash flows for the year then ended; and
- the notes to the financial statements, comprising material accounting policy information and other explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code). We have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

Our audit approach

Audit scope

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including, among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

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B.L. Scott B.J. Denning G.A. Reece P.A. Williams R.S. Nathan C.I. Bell-Wisdom G.K. Moore T.N. Smith DaSilva K.D. Powell



We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the financial statements as a whole, taking into account the structure of the Company, the accounting processes and controls, and the industry in which the Company operates.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
<p>Impairment of investment in associate <i>Refer to notes 20, 4c and 12 to the financial statements for disclosures of related accounting policies, judgements, estimates and balances.</i></p> <p>Investment in associate accounts for \$117 million or 1.13% of total assets of the Company as at 31 March 2024, which represents a 21% holding of Flash Holdings Limited (Flash).</p> <p>Management considered impairment indicators, such as the fact that the carrying value of the investment in Flash exceeds the Company's share of the net assets of Flash, and accordingly performed an impairment analysis over the investment in associate balance at the statement of financial position date. The Company was assisted by external valuation experts in this process and utilised a discounted cash flow (DCF) model to determine the value in use. The value in use was compared to the carrying value of the Investment in associate to determine if there was any impairment.</p> <p>We focused on this area due to the magnitude of the balance and because the impairment assessment involves significant judgement and estimation, which is sensitive to changes in key assumptions.</p> <p>The key assumptions were assessed by management as being:</p> <ul style="list-style-type: none"> • Discount rate; and • Terminal value growth rate. <p>Management's assessment as at 31 March 2024 identified no impairment of investment in associate.</p>	<p>Our approach, with the assistance of our valuation expert, to addressing the matter involved the following procedures, amongst others:</p> <ul style="list-style-type: none"> • Assessed the competence and capability of management's valuation expert. • Obtained an understanding of the process used by management to determine the value in use of the investment in associate. • Tested management's DCF model and the valuation assumptions and inputs by: <ul style="list-style-type: none"> ○ Comparing the 31 March 2024 base year financial information to current year results and compared previous forecasts to actual results to assess the performance of the business and the accuracy of management's forecasting; ○ Assessing the reasonableness of management's forecasting by comparing the forecasted information to historical information, industry and independent economic data; ○ Developing independent assumptions using a range of parameters based on available market inputs and historical information and compared to management's discount and terminal value growth rate; and ○ Sensitising the parameters to evaluate the impact on assumptions and overall discounted cash flows. • Tested the mathematical accuracy of management's discounted cash flows by reperforming the underlying calculations. <p>Based on the results of the procedures performed, management's assumptions and judgements relating to the impairment of investment in associate, in our view, were not unreasonable.</p>



Other information

Management is responsible for the other information. The other information comprises the Annual Report (but does not include the financial statements and our auditor's report thereon), which is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of management and those charged with governance for the financial statements

Management is responsible for the preparation of the financial statements that give a true and fair view in accordance with IFRS Accounting Standards and with the requirements of the Jamaican Companies Act, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

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 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.



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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



Report on other legal and regulatory requirements

As required by the Jamaican Companies Act, we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit.

In our opinion, proper accounting records have been kept, so far as appears from our examination of those records, and the accompanying financial statements are in agreement therewith and give the information required by the Jamaican Companies Act, in the manner so required.

The engagement partner on the audit resulting in this independent auditor's report is Tricia-Ann Smith DaSilva.

Chartered Accountants
Kingston, Jamaica
30 May 2024

Wigton Windfarm Limited

Statement of Comprehensive Income

Year ended 31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

	Note	2024 \$'000	2023 \$'000
Sales		2,057,181	2,218,435
Cost of sales	7	(790,113)	(860,330)
Gross Profit		1,267,068	1,358,105
Other income	6	316,661	326,367
General administrative expenses	7	(686,042)	(619,127)
Operating Profit		897,687	1,065,345
Finance expense, net	9	(405,985)	(424,371)
Share of net profit of joint operations	12	-	5,007
Share of net loss of associate	12	(10,864)	(9,388)
Profit before Taxation		480,838	636,593
Taxation credit/(expense)	10	358,183	(327,948)
Net Profit		839,021	308,645
Other Comprehensive Income, net of taxes -			
Items that will not be reclassified to profit or loss -			
Changes in the fair value of equity investments at fair value through other comprehensive income	16	3,803	(4,828)
Remeasurements of pension and other post-employment benefits	16	(3,394)	5,330
Total other comprehensive income, net of taxes		409	502
Total Comprehensive Income		839,430	309,147
Earnings per stock unit	14	\$0.08	\$0.03

Wigton Windfarm Limited

Statement of Financial Position

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

	Note	2024 \$'000	2023 \$'000
Non-current assets			
Property, plant and equipment	11	5,553,780	6,059,000
Investment in associate and joint operations	12	117,240	128,104
Investment property		13,472	-
Right-of-use assets	25	90,809	100,660
Pension plan assets	15	29,215	7,343
Financial assets at fair value through other comprehensive income	13	13,450	9,647
Total non-current assets		<u>5,817,966</u>	<u>6,304,754</u>
Current assets			
Inventories	18	15,823	32,591
Accounts receivable	17	358,302	222,744
Taxation recoverable		325,505	281,330
Cash subject to restrictions	12	112,219	311,078
Cash and cash equivalents	20	3,781,202	3,822,730
Total current assets		<u>4,593,051</u>	<u>4,670,473</u>
Current liabilities			
Accounts payable	21	140,771	306,465
Current portion of lease liabilities	25	19,802	19,802
Current portion of long-term liabilities	24	871,045	869,812
Total current liabilities		<u>1,031,618</u>	<u>1,196,079</u>
Net current assets		<u>3,561,433</u>	<u>3,474,394</u>
Total assets, net of current liabilities		<u>9,379,399</u>	<u>9,779,148</u>

Wigton Windfarm Limited

Statement of Financial Position (Continued)

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

	Note	2024 \$'000	2023 \$'000
Equity			
Share capital	22	202,598	202,598
Retained earnings		5,000,668	4,226,611
Total equity		<u>5,203,266</u>	<u>4,429,209</u>
Non-current liabilities			
Capital grants	23	-	22,395
Lease liabilities	25	86,713	95,258
Long-term liabilities	24	2,980,998	3,765,208
Post-employment benefit obligation	15	19,891	8,837
Deferred tax liabilities	16	1,088,531	1,458,241
Total non-current liabilities		<u>4,176,133</u>	<u>5,349,939</u>
Total equity and non-current liabilities		<u>9,379,399</u>	<u>9,779,148</u>

Approved for issue by the Board of Directors on 30 May 2024 and signed on its behalf:

Dennis Chung

Chairman

Dan Theoc

Director

Wigton Windfarm Limited

Statement of Changes in Equity

Year ended 31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

	Note	Number of Shares '000	Share Capital \$'000	Retained Earnings \$'000	Total \$'000
Balance at 1 April 2022		11,000,000	202,598	3,977,469	4,180,067
Net profit		-	-	308,645	308,645
Other comprehensive income		-	-	502	502
Total comprehensive income		-	-	309,147	309,147
Transaction with owners					
Dividends paid	26	-	-	(60,005)	(60,005)
Balance at 31 March 2023		11,000,000	202,598	4,226,611	4,429,209
Net profit		-	-	839,021	839,021
Other comprehensive income		-	-	409	409
Total comprehensive income		-	-	839,430	839,430
Transaction with owners					
Dividends paid	26	-	-	(65,373)	(65,373)
Balance at 31 March 2024		11,000,000	202,598	5,000,668	5,203,266

Wigton Windfarm Limited

Statement of Cash Flows

Year ended 31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

	Note	2024 \$'000	2023 \$'000
SOURCES OF CASH:			
Operating Activities			
Cash provided by operating activities	27	883,219	1,659,284
Financing Activities			
Loans repaid	24	(868,000)	(868,000)
Lease repaid during the year	25	(25,748)	(21,204)
Additional loans proceeds received during the year	24	-	161,758
Interest paid	24	(311,875)	(385,503)
Dividend paid	26	(65,373)	(60,005)
Cash used in financing activities		(1,270,996)	(1,172,954)
Investing Activities			
Purchase of property, plant and equipment	11	(107,676)	(347,174)
Acquisition of investment in joint venture	12	-	(30,664)
Purchase of investment property		(13,472)	-
Proceeds from return of investment in joint venture	12	-	35,671
Cash received from contract and placed on restricted deposit	12	-	(201,178)
Payment for performance bond and placed on restricted deposit	12	-	(109,900)
Payment from restricted deposit	12	198,859	-
Interest received		207,156	206,844
Cash provided by/(used in) investing activities		284,867	(446,401)
(Decrease)/Increase in cash and cash equivalents		(102,910)	39,929
Exchange gains/(losses) on cash and cash equivalents		61,382	(47,134)
Cash and cash equivalents at beginning of year		3,822,730	3,829,935
CASH AND CASH EQUIVALENTS AT END OF THE YEAR	20	3,781,202	3,822,730

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

1. Identification and Activities

Wigton Windfarm Limited (the Company) is incorporated and domiciled in Jamaica. The Company was incorporated on 12 April 2000. It was formerly a wholly owned subsidiary of the Petroleum Corporation of Jamaica. On 22 May 2019, the Company became a publicly listed entity on the Jamaica Stock Exchange's Main Market. The Company's registered office is located at 36 Trafalgar Road, Kingston 10.

The principal activity of the Company is the generation and sale of electricity from wind technology.

2. Material Accounting Policy Information

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

The financial statements of the Company have been prepared in accordance with IFRS Accounting Standards. IFRS Accounting Standards comprise the following authoritative literature:

- IFRS Accounting Standards,
- IAS Standards, and
- Interpretations developed by the IFRS Interpretations Committee (IFRIC Interpretations) or its predecessor body, the Standard Interpretations Committee (SIC Interpretations).

The compliance statement in the basis of preparation should be aligned with how reference to the framework is described in local regulation. An alternative way to state compliance with IFRS Accounting Standards could be "International Financial Standards as issued by the IASB" ("IFRS Accounting Standards").

The preparation of financial statements in conformity with IFRS Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. Although these estimates are based on managements' best knowledge of current events and action, actual results could differ from those estimates. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4.

Standards, interpretations and amendments to published standards effective in the current year

Certain new standards, interpretations and amendments to existing standards that have been published, became effective during the current financial year. The Company has assessed the relevance of all such new standards, interpretations and amendments and has put into effect the following IFRS Accounting Standards, which are immediately relevant to its operations.

- **Amendments to IFRS 3, IAS 16, IAS 17 and some annual improvements on IFRS 1, IFRS 9, IAS 41 and IFRS 16** (effective for annual periods beginning on or after 1 January 2023). Amendments to IFRS 3, 'Business combinations' update a reference in IFRS 3 to the Conceptual Framework for Financial Reporting without changing the accounting requirements for business combinations. Amendments to IAS 16, 'Property, plant and equipment' prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company will recognise such sales proceeds and related cost in profit or loss. Amendments to IAS 37, 'Provisions, contingent liabilities and contingent assets' specify which costs a company includes when assessing whether a contract will be loss-making. Annual improvements make minor amendments to IFRS 1, 'First-time Adoption of IFRS', IFRS 9, 'Financial instruments', and the illustrative examples accompanying IFRS 16, 'Leases'. The adoption of these amendments did not have a significant impact on the financial statements of the Company.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

2. Material Accounting Policy Information (Continued)

(a) Basis of preparation (continued)

Standards, interpretations and amendments to published standards that are not yet effective and have not been early adopted by the Company

At the date of authorisation of these financial statements, the following standards, amendments and interpretations to existing standards have been issued which are mandatory for the Company's accounting periods beginning on or after 1 April 2023 or later periods, but were not effective at the year-end date, and which the Company has not early adopted.

- **Narrow scope amendments to IAS 1, Presentation of financial statements', Practice statement 2 and IAS 8** (effective for annual periods beginning on or after 1 January 2024). The amendments to IAS 1 require companies to disclose their material accounting policy information rather than their significant accounting policies. The amendments to IFRS Practice Statement 2 provide guidance on how to apply the concept of materiality to accounting policy disclosures. The amendments aim to improve accounting policy disclosures and to help users of the financial statements to distinguish between changes in accounting estimates and changes in accounting policies. The amendment is not expected to have a significant impact on the financial statements of the Company.
- **Amendment to IAS 12 – Deferred tax related to assets and liabilities arising from a single transaction** (effective for annual periods beginning on or after 1 January 2024). In specified circumstances, companies are exempt from servicing deferred tax when they recognise assets or liabilities for the first time. Previously, there had been some uncertainty about whether the exemption applied to transactions such as leases and decommissioning obligations-transactions for which companies recognise both an asset and a liability. The amendments clarify that the exemption does not apply and that companies are required to recognise deferred tax on such transactions. The aim of the amendments is to reduce diversity in the reporting of deferred tax on leases and decommissioning obligations. The amendment is not expected to have a significant impact on the financial statements of the Company.
- **Amendment to IFRS 16 – Leases on sale and leaseback** (effective for annual periods beginning on or after 1 January 2024). These amendments include requirements for sale and leaseback transactions in IFRS 16 to explain how an entity accounts for a sale and leaseback after the date of the transaction. Sale and leaseback transactions where some or all the lease payments are variable lease payments that do not depend on an index or rate are most likely to be impacted. The amendment is not expected to have a significant impact on the financial statements of the Company.
- **Amendment to IAS 1 – Non-current liabilities with covenants** (effective for annual periods beginning on or after 1 January 2024). These amendments clarify how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability. The amendments also aim to improve information an entity provides related to liabilities subject to these conditions. The amendment is not expected to have a significant impact on the financial statements of the Company.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

2. Material Accounting Policy Information (Continued)

(b) Financial instruments

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

Financial instruments on the statement of financial position include cash and cash equivalents, receivables and payables. The recognition methods adopted are disclosed in the individual policy statements associated with each item. The determination of the fair values of the Company's financial instruments is discussed in Note 3(d).

Financial assets

The Company classifies its financial assets in the following measurement categories:

- At fair value (either through other comprehensive income or through profit or loss); and
- At amortised cost.

The classification is based on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

Purchases and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

At initial recognition, the Company measures a financial asset at its fair value plus transaction cost directly attributable to the acquisition of the financial asset in the case of a financial asset not at fair value through profit or loss. Transaction costs that are directly attributable to the acquisition of the financial asset carried at fair value through profit or loss are expensed in profit or loss.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

2. Material Accounting Policy Information (Continued)

(b) Financial instruments (continued)

Financial assets (continued)

Debt instruments

Subsequent measurement of debt instruments is based on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- Amortised cost - Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest (SPPI) are measured at amortised cost. Interest income from these financial assets is included in investment income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss. Impairment losses are presented as a separate line item in profit or loss.

Trade Receivables

Trade receivables relate mainly to Jamaica Public Service (JPS). Receivables are generally due for settlement within 45 days and therefore are all classified as current. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, in which case they are recognised at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows. The cash flows of the Company's trade receivables are SPPI. Subsequent to initial recognition at fair value, the Company measures trade receivables at amortised cost using the effective interest method.

Other Financial Assets at Amortised Cost

The Company classifies its other financial assets at amortised cost only if both the asset is held within a business model the objective of which is to collect the contractual cash flows and the contractual terms give rise to cash flows that are SPPI. Other financial assets at amortised cost include cash and bank balances, and other receivables.

- At fair value through other comprehensive income – Financial assets that are held for collection of contractual cash flows and for selling, where the assets' cash flows represent SPPI, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss and recognised in investment income. Interest income from these financial assets is included in investment income using the effective interest rate method. Foreign exchange gains and losses are also presented in investment income and impairment expenses are presented as a separate line item in the statement of profit or loss.
- At fair value through profit or loss - Assets that do not meet the criteria for amortised cost or at fair value through other comprehensive income are measured at fair value through profit or loss. Gains or losses on a debt investment that is subsequently measured at fair value through profit or loss are recognised in profit or loss and presented net within investment income in the period in which they arise.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

2. Material Accounting Policy Information (Continued)

(b) Financial instruments (continued)

Financial assets (continued)

Equity instruments

The Company measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss when the Company's right to receive payment is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in investment income in the profit or loss statement as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at fair value through other comprehensive income are not reported separately from other changes in fair value.

Financial Asset at Fair Value Through Other Comprehensive Income

This category pertains to the Company's investment in listed shares of Sygnus Real Estate Finance Limited which the Company is holding as a strategic investment and not held for trading.

Impairment

The Company's financial assets at amortised cost and financial assets at fair value through other comprehensive income are subject to the expected credit loss (ECL) model in the determination of impairment. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

The Company applies the IFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

The expected loss rates for the ECL at 31 March 2024 and 2023 are based on the payment profiles for services provided over a period of 36 months respectively and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of JPS to settle the receivables. The Company has identified the GDP and the inflation rate to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company, and a failure to make contractual payments for a period of greater than 45 days past due. Based on the nature of the client business there were no significant increase in credit risk, and this is solely due to the fact that the Company has a Power Purchase Agreements with its singular customer, JPS.

Where impairment losses on trade receivables have been identified these are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

Bad debts are written off during the year in which they are identified.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

2. Material Accounting Policy Information (Continued)

(b) Financial instruments (continued)

Financial liabilities

The Company's financial liabilities are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost using the effective interest method. At year end date, the following were classified as financial liabilities: accounts payable and long-term liabilities.

(c) Foreign currency translation

Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Jamaican dollars, which is also the Company's functional currency.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss in the statement of comprehensive income.

(d) Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the provision of services in the ordinary course of the Company's activities.

The Company recognizes revenue as performance obligations that are satisfied over time. Where a customer contract contains multiple performance obligations, the transaction price is allocated to each distinct performance obligation based on the relative stand-alone selling prices of the service being provided to the customer. It is probable that the entity will recognise revenue when the following specific criteria have been met for each of the Company's activities as described below.

Sales of electricity

Sale of electricity is recognised when the Company has generated and transferred the electricity to its customer, the customer has accepted the electricity and collectability of the related receivables is reasonably assured.

Revenues are earned from the Company's single customer (JPS). There is a contractual agreement that there is a 45-day payment period for final settlement of invoices. There is no significant financing component included in the power purchase agreement with JPS.

Interest income and expense

Interest income and expense are recognised in the statement of comprehensive income for all interest-bearing instruments using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the Company estimates cash flows considering all contractual terms of the financial instrument but does not consider future credit losses. The calculation includes all fees paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

2. Material Accounting Policy Information (Continued)

(d) Revenue recognition (continued)

Interest income and expense (continued)

Once a financial asset or a Company of similar financial assets has been written down as a result of an impairment loss, interest income is recognised using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss.

Other operating income

Other operating income is recognised as they accrue unless collectability is in doubt.

(e) Property, plant and equipment and depreciation

All property, plant and equipment (except land) are recorded at cost less accumulated depreciation. The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost 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. Costs also include borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset.

Where significant parts of an item of property, plant and equipment are required to be replaced at intervals, the Company recognises such parts in the carrying amount of the property, plant and equipment as a replacement when it is probable that future economic benefits associated with the parts will flow to the Company and the cost of the parts can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are recognised as expenses in profit or loss during the period in which they are incurred.

Land is not depreciated. Depreciation is calculated on the straight-line basis to write off the cost of each asset, to its residual value over its estimated useful life as follows:

Plant	20 years
Computers	5 years
Service equipment	20 years
Furniture, fixtures and equipment	10 years
Motor vehicles	5 years
Training lab	20 years

The useful lives of assets are reviewed and adjusted, as appropriate, at the balance sheet date.

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

On 16 February 2024, the Company signed an Addendum to the Power Interchange Agreement for Wigton Phase I with the Jamaica Public Service Company Limited to extend the period of operation of the said plant for another three (3) years as of 1 April 2024. The extension of the period of operation of Wigton Phase I will allow for the continued generation of energy from the plant.

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

(f) Impairment of long-lived assets

Property, plant and equipment and other non-current assets, are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount, which is the higher of an asset's net selling price 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.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

2. Material Accounting Policy Information (Continued)

(g) Income taxes

Taxation expense in the statement of comprehensive income comprises current and deferred tax charges. Current and deferred tax is charged or credited to profit in the statement of comprehensive income, except where they relate to items charged or credited to other comprehensive income or equity, in which case, they are also dealt with in other comprehensive income or equity.

Current tax charges are based on taxable profits for the year, which differ from the profit before tax reported because it excludes items that are taxable or deductible in other years, and items that are never taxable or deductible. The Company's liability for current income tax is calculated at tax rates that have been enacted at year end.

Deferred tax is the tax expected to be paid or recovered on differences between the carrying amounts of assets and liabilities and the corresponding tax bases. Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Currently enacted tax rates are used in the determination of deferred income tax.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

(h) Cash and cash equivalent

Cash and Cash equivalent are carried in the statement of financial position at cost. For the purposes of the cash flow statement, cash and cash equivalents comprise cash at bank and in hand, deposits held at call with banks and investments in money market instruments with original maturities of 90 days or less, net of bank overdraft.

(i) Grants

Capital grants comprise the following:

- (i) The cost less accumulated depreciation of plant and equipment donated to the Company, and
- (ii) Amounts granted to the Company subject to conditions that must be met, the primary condition being that the grant must be used for the acquisition or construction of property, plant and equipment.

The amounts meeting conditions include sums received for the purchase of property, plant and equipment. For each reporting period, an amount equivalent to the depreciation charge on the relevant property, plant and equipment for that period is transferred from capital grants as a credit to income.

(j) Borrowings

Loans are recorded at proceeds received net of fees paid. Finance charges, including direct issue costs are accounted for on an accrual basis to the statement of total comprehensive income using the effective interest method and are added to the carrying amount of the loan to the extent that they are not settled in the period in which they arise.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

2. Material Accounting Policy Information (Continued)

(k) Leases (as lessee)

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments),
- variable lease payment that are based on a rate, initially measured using the rate as at the commencement date
- the exercise price of a purchase option if the Company is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Company exercising that option.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the Company's incremental borrowing rate is used, being the rate that the individual Company would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Company:

- where possible, uses recent third-party financing received by the individual lessee as a starting point,
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases
- makes adjustments specific to the lease, for example term, country, currency and security.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received

Right-of-use assets are generally depreciated/amortised over the shorter of the asset's useful life and the lease term on a straight-line basis.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

2. Material Accounting Policy Information (Continued)

(l) Employee benefits

Pension benefits

The Company participates in a defined benefit pension scheme. The scheme is funded through payments to trustee-administered funds, determined by periodic actuarial calculations. A defined benefit plan is a pension plan that defines an amount of pension benefit to be provided, usually as a function of one or more factors such as age, years of service or compensation.

The asset or liability in respect of defined benefit plans is the difference between present value of the defined benefit obligation at the reporting date and the fair value of plan assets. Where a pension asset arises, the amount recognised is limited to the present value of any economic benefits available in the form of refunds from the plan or reduction in future contributions to the plan. The pension costs are assessed using the Projected Unit Credit Method. Under this method, the cost of providing pensions is charged in arriving at profit or loss so as to spread the regular cost over the service lives of the employees in accordance with the advice of the actuaries, who carry out a full valuation of the plans every year. The pension obligation is measured at the present value of the estimated future cash outflows using discount estimated rates based on market yields on government securities which have terms to maturity approximating the terms of the related liability.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise. Past-service costs are recognised immediately in profit or loss.

Other post-employment benefits

The Company provides post-employment medical benefits to its retirees through participation in a scheme operated by the former parent company. The entitlement to these benefits is usually based on the employee remaining in service up to retirement age and the completion of a minimum service period. The expected costs of these benefits are accrued over the period of employment, using an accounting methodology similar to that for the defined benefit pension plan. Actuarial gains and losses arising from experience adjustment and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise. These obligations are valued annually by independent qualified actuaries.

(m) Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's Board of Directors.

(n) Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision maker is the Chief Executive Officer.

(o) Investment in associate

Associates are all entities over which the company has significant influence but not control. Investment in associated companies is accounted for by the equity method of accounting. Under this method, the company's share of post-acquisition profit or losses of the associated companies is recognised in the profit and loss in the statement of comprehensive income and its share of post-acquisition movement in reserves is recognised in reserves. The cumulative post-acquisition movements are adjusted against the cost of the investment.

When the company's share of losses in an associate equal or exceeds its interest in the associate, the company does not recognise further losses, unless the company has incurred obligations or made payments on behalf of the associates.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

The Company's risk management policies are designed to identify and analyse these risks, to set appropriate risk limits and controls, and to monitor the risks and adherence to limits by means of reliable and up-to-date information systems. The Company regularly reviews its risk management policies and systems to reflect changes in markets, products and emerging best practice.

The Board of Directors is ultimately responsible for the establishment and oversight of the Company's risk management framework. The Board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, and investment of excess liquidity.

(a) Credit risk

The Company takes on exposure to credit risk, which is the risk that its customer, client or counter party will cause a financial loss for the Company by failing to discharge their contractual obligations. Credit exposures arise principally from trade receivables, financial asset at fair value through other comprehensive income, and cash and bank. The Company structures the levels of credit risk it undertakes by placing limits on the amount of risk accepted in relation to a single counterparty or groups of related counterparties.

Credit review process

The Company's operation is such that it only has one customer. As a result of this there is no formal credit review process employed by the Company.

Maximum exposure to credit risk

The Company's maximum exposure to credit risk at the year-end was as follows:

	2024 \$'000	2023 \$'000
Trade and other receivables	204,356	193,764
Financial asset at fair value through other comprehensive income	13,450	9,647
Cash subject to restrictions	112,219	311,078
Cash and cash equivalents	3,781,202	3,822,730
	<u>4,111,227</u>	<u>4,337,219</u>

The above table represents a worst-case scenario of credit risk exposure to the Company as at 31 March 2024 and 2023.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(a) Credit risk (continued)

Impairment of financial assets

The Company's trade receivables from the sale of electricity are subject to IFRS 9's expected credit loss model.

Trade receivables

The Company's average credit period on the sale of electrical energy is 45 days. The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, the Company first considers whether any individual customer accounts require specific provisions. Loss rates are then assigned to these accounts based on an internal risk rating system considering various qualitative and quantitative factors. All other non-specific trade receivables are then grouped based on shared credit risk characteristics and the days past due. The assumptions used in determining the expected credit loss are discussed within note 2(b).

Aging analysis of receivables that are past due but not impaired

Receivables that are less than three months past due are considered to have a loss allowance of nil (2023 – nil) based on a probability of default of 0%. To measure the expected credit losses, trade and other receivables have been grouped based on shared credit risk characteristics.

As at 31 March 2024, the Company had current trade and other receivables of \$204,356,000 (2023–\$193,764,000). As at 31 March 2024 and 2023, no trade and other receivables were past due.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(b) Liquidity risk

Liquidity risk is the risk that the Company is unable to meet its payment obligations associated with its financial liabilities when they fall due. Prudent liquidity risk management implies maintaining sufficient cash and secured funding.

Liquidity risk management process

The Company's liquidity management process includes procedures to monitor future cash flows and liquidity on a regular basis.

The maturities of assets and liabilities are important factors in assessing the liquidity of the Company and its exposure to changes in interest rates and exchange rates.

As at 31 March 2024, the Company has cash balances held subject to restrictions amounting to \$112,219,000 (2023 - \$311,078,000) (Note 12).

Undiscounted cash flows of financial liabilities

The maturity profile of the Company's financial liabilities at year-end based on contractual undiscounted payments was as follows:

	1 to 3 Months \$'000	4 to 12 Months \$'000	1 to 5 Years \$'000	Over 5 Years \$'000	Total \$'000
At 31 March 2024:					
Accounts payable	95,200	-	-	-	95,200
Lease liabilities	5,439	18,772	78,041	41,886	144,138
Long-term liabilities	286,282	838,873	3,540,454	-	4,665,609
	<u>386,921</u>	<u>857,645</u>	<u>3,618,495</u>	<u>41,886</u>	<u>4,904,947</u>
At 31 March 2023:					
Accounts payable	42,206	-	-	-	42,206
Lease liabilities	5,325	15,976	88,993	49,150	159,444
Long-term liabilities	300,105	881,292	4,665,609	-	5,847,006
	<u>347,636</u>	<u>897,268</u>	<u>4,754,602</u>	<u>49,150</u>	<u>6,048,656</u>

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(c) Market risk

The Company takes on exposure to market risks, which is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risks mainly arise from changes in foreign currency exchange rates and interest rates. Market risk is monitored by the treasury department which carries out extensive research and monitors the price movement of financial assets on the local and international markets. Market risk exposures are measured using sensitivity analysis.

There has been no change to the Company's exposure to market risks or the manner in which it manages and measures the risk.

(i) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Company is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the US dollar. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities. The Company manages its foreign exchange risk by ensuring that the net exposure in foreign assets and liabilities is kept to an acceptable level by monitoring currency positions. The Company further manages this risk by maximising foreign currency earnings and holding foreign currency balances.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(c) Market risk (continued)

(i) Currency risk (continued)

Concentrations of currency risk

The table below summarises the Company's balances that are denominated in Jamaican dollar and in different foreign currencies (that are subject to exchange rate risk) at 31 March.

	Jamaican\$ J\$'000	US\$ J\$'000	Total J\$'000
At 31 March 2024:			
Financial Assets			
Financial assets at fair value through other comprehensive income	13,450	-	13,450
Accounts receivable	204,356	-	204,356
Cash subject to restrictions	-	112,219	112,219
Cash and cash equivalents	1,700,478	2,080,724	3,781,202
Total financial assets	1,918,284	2,192,943	4,111,227
Financial Liabilities			
Accounts payable	82,133	13,067	95,200
Lease liabilities	-	106,515	106,515
Long-term liabilities	3,852,043	-	3,852,043
Total financial liabilities	3,934,176	119,582	4,053,758
Net financial position	(2,015,892)	2,073,361	

	Jamaican\$ J\$'000	US\$ J\$'000	Euros J\$'000	Total J\$'000
At 31 March 2023:				
Financial Assets				
Financial assets at fair value through other comprehensive income	9,647	-	-	9,647
Accounts receivable	193,764	-	-	193,764
Cash subject to restrictions	-	311,078	-	311,078
Cash and cash equivalents	1,369,039	2,453,691	-	3,822,730
Total financial assets	1,572,450	2,764,769	-	4,337,219
Financial Liabilities				
Accounts payable	39,566	1,820	820	42,206
Lease liabilities	2,008	113,052	-	115,060
Long-term liabilities	4,635,020	-	-	4,635,020
Total financial liabilities	4,676,594	114,872	820	4,792,286
Net financial position	(3,104,144)	2,649,897	(820)	

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(c) Market risk (continued)

(i) Currency risk (continued)

Foreign currency sensitivity

The following tables indicate the currencies to which the Company had significant exposure on its monetary assets and liabilities and its forecast cash flows. The change in currency rate below represents management's assessment of the possible change in foreign exchange rates. The sensitivity analysis represents outstanding foreign currency denominated monetary items and adjusts their translation at the year end for a 4% devaluation and 1% revaluation (2023 – 4% devaluation and 1% revaluation) change in foreign currency rates. The sensitivity of the profit was as a result of foreign exchange gains/losses on translation of US dollar-denominated financial assets and liabilities.

	% Change in Currency Rate 2024 %	Effect on Profit before Taxation 2024 \$'000	% Change in Currency Rate 2023 %	Effect on Profit before Taxation 2023 \$'000
Currency:				
USD	+4%	82,934	+4%	105,996
USD	-1%	(20,734)	-1%	(26,499)

(ii) Price risk

Price risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices, whether those changes are caused by factors specific to the individual instrument or its issuer or factors affecting all instruments traded in the market. The Company's exposure to price risk arises from investment in listed equity securities held by the Company and classified as at fair value through other comprehensive income (Note 13). The Company manages its price risk by trading these instruments when appropriate to reduce the impact of any adverse price fluctuations.

The impact on total equity (before tax) of a 6% (2023 - 6%) increase and decrease in equity prices (with all other variables held constant) is an increase and decrease of \$ 807,000 (2023 - \$579,000).

(iii) Interest rate risk

Interest rate risk is the risk that the value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Floating rate instruments expose the Company to cash flow interest risk, whereas fixed interest rate instruments expose the Company to fair value interest risk.

The following table summarises the Company's exposure to interest rate risk. It includes the Company's financial instruments and other assets at carrying amounts, categorised by the earlier of contractual repricing or maturity dates.

Wigton Windfarm Limited

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(expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(c) Market risk (continued)

(iii) Interest rate risk

	1 to 3 Months \$'000	4 to 12 Months \$'000	1 to 5 Years \$'000	Over 5 Years \$'000	Non-Interest Bearing \$'000	Total \$'000
At 31 March 2024:						
Financial Assets						
Financial assets at fair value through other comprehensive income	-	-	-	-	13,450	13,450
Accounts receivable	-	-	-	-	204,356	204,356
Cash subject to restrictions	-	112,219	-	-	-	112,219
Cash and cash equivalents	3,781,167	-	-	-	35	3,781,202
Total assets	3,781,167	112,219	-	-	217,841	4,111,227
Financial Liabilities						
Accounts payable	-	-	-	-	95,200	95,200
Lease liabilities	3,498	10,464	50,844	41,709	-	106,515
Long term liabilities	220,045	651,000	2,980,998	-	-	3,852,043
Total liabilities	223,543	661,464	3,031,842	41,709	95,200	4,053,758
Total interest repricing gap	3,557,624	(549,245)	(3,031,842)	(41,709)	122,641	57,469
Cumulative repricing gap	3,557,624	3,008,379	(23,463)	(65,172)	57,469	-

Wigton Windfarm Limited

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3. Financial Risk Management (Continued)

(c) Market risk (continued)

(iii) Interest rate risk (continued)

	1 to 3 Months \$'000	4 to 12 Months \$'000	1 to 5 Years \$'000	Over 5 Years \$'000	Non-Interest Bearing \$'000	Total \$'000
At 31 March 2023:						
Financial Assets						
Financial assets at fair value through other comprehensive income	-	-	-	-	9,647	9,647
Accounts receivable	-	-	-	-	193,764	193,764
Cash subject to restrictions	-	311,078	-	-	-	311,078
Cash and cash equivalents	3,822,695	-	-	-	35	3,822,730
Total assets	3,822,695	311,078	-	-	203,446	4,337,219
Financial Liabilities						
Accounts payable	-	-	-	-	42,206	42,206
Lease liabilities	3,167	9,866	62,689	39,338	-	115,060
Long term liabilities	217,000	651,000	3,767,020	-	-	4,635,020
Total liabilities	220,167	660,866	3,829,709	39,338	42,206	4,792,286
Total interest repricing gap	3,602,528	(349,788)	(3,829,709)	(39,338)	161,240	(455,067)
Cumulative repricing gap	3,602,528	3,252,740	(576,969)	(616,307)	(455,067)	-

Wigton Windfarm Limited

Notes to the Financial Statements

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(expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(c) Market risk (continued)

(iii) Interest rate risk (continued)

Interest rate sensitivity

The Company has no significant sensitivity to interest rate risk as all borrowings are at fixed rates.

(d) Fair value estimation

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.

The financial instruments that, subsequent to initial recognition, are measured at fair value are grouped into levels 1 to 3 based on the degree to which the fair value is observable, as follows:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical instruments;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within level 1 that are observable for the instrument, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the instrument that are not based on observable market data (unobservable inputs).

The fair value of the Company's financial instruments that, subsequent to initial recognition, are not measured at fair value is determined by using valuation techniques. The Company uses a variety of methods and makes assumptions that are based on market conditions existing at each statement of financial position date. The fair values of these financial instruments are determined as follows:

- (i) The investment in financial assets at fair value through other comprehensive income is based on listed prices (Level 1).
- (ii) The amounts included in the financial statements for cash and cash equivalents, accounts receivable and payable reflect their approximate fair values due to the short-term nature of these instruments.
- (iii) The fair values of long-term liabilities as disclosed in note 24 approximate their fair values as they are carried at amortised cost and the interest rates are reflective of the current market rates for similar transactions.

(e) Capital management

The Company has no specific capital management strategy and is exposed to externally imposed capital requirements through debt covenants as outlined in the loan agreement with JCSD Trustee Services Limited on behalf of the bondholders. The financial covenants include: current ratio, interest coverage ratio, the debt ratio and level of dividends and capital withdrawals.

The Company was in compliance with the financial covenants as at and for the years ended 31 March 2024 and 2023.

Wigton Windfarm Limited

Notes to the Financial Statements

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(expressed in Jamaican dollars unless otherwise indicated)

4. Critical Accounting Estimates and Assumptions in Applying Accounting Policies

The Company makes judgements and estimates concerning the future. Judgements and estimates are continually evaluated and are based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances. The resulting accounting estimates will, by definition, seldom equal the related actual results.

Key sources of estimation uncertainty

(a) Income taxes

Estimates are required in determining the provision for income taxes. There are some transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognises liabilities for possible tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

In 2023, it was established that the Company was subject to the 33 1/3% tax rate that is applicable to regulated entities. Beginning taxable year 2023, the Company is subject to the 25% tax rate as per the announcement of the Honorable Minister of Finance and the Public Service.

(b) Existence of significant influence

Through the shareholder agreement, the Company is guaranteed two seats on the board of Flash Holdings Limited and participates in all significant financial and operating decisions. The Company has therefore determined that it has significant influence over Flash Holdings Limited.

(c) Value-in-use calculations for investment in associate

The Company assesses whether there is an objective evidence of impairment on its investment in associate. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

As at 31 March 2024, the recoverable amount of the investment amounting to \$174,718,000 (2023 - \$165,187,000) was determined based on value-in-use calculations which require the use of the following assumptions:

- Terminal value growth rates of 3% (2023 – 3.0%)
- Discount rate of 19% (2023 - 18%)

The terminal value growth rate and discount rate used are consistent with forecasts included in industry reports specific to the industry in which the associate operates.

The carrying value of the investment at year-end is shown below:

	2024 \$'000	2023 \$'000
Investment in associate	117,240	128,104

Management believes that no reasonably possible or foreseeable change in any of the assumptions included above would cause the carrying value of the investment to materially exceed its carrying amount.

Wigton Windfarm Limited

Notes to the Financial Statements

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(expressed in Jamaican dollars unless otherwise indicated)

4. Critical Accounting Estimates and Assumptions in Applying Accounting Policies (Continued)

(d) Depreciable assets

Estimates of the useful life and the residual value of property, plant and equipment are required in order to apply an adequate rate of transferring the economic benefits embodied in these assets in the relevant periods. The Company applies a variety of methods in an effort to arrive at these estimates. The Company reassesses the useful lives and residual values annually and makes changes based on factors such as technological change, expected level of usage and physical condition of the assets concerned.

As at 31 March 2024, the net book values of property, plant and equipment amounts to \$5,553,780,000 (2023 - \$6,059,000,000). Depreciation expense for the year ended 31 March 2024 amounts to \$ 612,896,000 (2023 - \$730,756,000).

(e) Determining the lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of land, the following factors are normally the most relevant:

- If there are significant penalties to terminate (or not to extend), the Company is typically reasonably certain to extend (or not to terminate).
- Otherwise, the Company considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

As at 31 March 2024, the Company has lease liabilities amounting to \$106,515,000 (2023 - \$115,060,000) and right-of-use assets amounting to \$90,809,000 (2023 - \$100,660,000).

Wigton Windfarm Limited

Notes to the Financial Statements

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(expressed in Jamaican dollars unless otherwise indicated)

5. Segment Financial Reporting

Management has determined the operating segments based on the reports reviewed by the Board of Directors that are used to make strategic decisions. The Company is organised and managed in three main reportable segments based on the respective windfarms.

The designated segments are as follows:

- Phase I,
- Phase II, and
- Phase III.

The Company measures the performance of its operating segments through a measure of segment profit or loss which is profit before taxation.

A measure of segment assets is only required to be disclosed if the measure is regularly provided to the chief operating decision-maker (CODM). Segment assets include items of Property, Plant and Equipment.

No other information is reported to or used by the CODM in order to assess performance and allocate resources.

Segment liabilities that are reviewed by the CODM include interest-bearing liabilities.

Revenues are earned from the Company's single customer (JPS). There is a contractual agreement that there is a 45-day payment period for final settlement of invoices.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

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5. Segment Financial Reporting (Continued)

	2024			
	Phase I \$'000	Phase II \$'000	Phase III \$'000	Total \$'000
Gross external revenues	730,483	438,258	888,440	2,057,181
Other income	22,393	-	-	22,393
Allocated other income	97,151	84,479	112,638	294,268
Total revenue	850,027	522,737	1,001,078	2,373,842
Segment Results	507,146	28,840	361,701	897,687
Interest expense				(405,985)
Share in net profit of associate				(10,864)
Share in net profit of joint venture				-
Profit before tax				480,838
Taxation				358,183
Net profit				839,021
Segment Assets	125,989	1,928,722	3,402,464	5,457,175
Unallocated Assets				4,953,842
Total assets				10,411,017
Segment liabilities	1,287,923	1,130,487	1,532,450	3,950,860
Unallocated liabilities				1,256,891
Total liabilities				5,207,751
Other segment items-				
Capital expenditure	114,617	99,667	132,890	347,174
Depreciation	69,866	244,630	298,400	612,896

Wigton Windfarm Limited

Notes to the Financial Statements

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(expressed in Jamaican dollars unless otherwise indicated)

5. Segment Financial Reporting (Continued)

	2023			
	Phase I \$'000	Phase II \$'000	Phase III \$'000	Total \$'000
Gross external revenues	787,484	482,048	948,903	2,218,435
Other income	20,174	-	4,204	24,378
Allocated other income	99,700	86,695	115,594	301,989
Total revenue	907,358	568,743	1,068,701	2,544,802
Segment Results	523,288	76,288	465,769	1,065,345
Interest expense				(424,371)
Share in net loss of associate				(9,388)
Share in net profit of joint operations				5,007
Profit before tax				636,593
Taxation				(327,948)
Net profit				308,645
Segment Assets	234,335	2,136,039	3,601,447	5,971,821
Unallocated Assets				5,003,406
Total assets				10,975,227
Segment liabilities	1,550,805	1,358,834	1,838,433	4,748,072
Unallocated liabilities				1,797,946
Total liabilities				6,546,018
Other segment items-				
Capital expenditure	114,617	99,667	132,890	347,174
Depreciation	141,464	263,946	325,347	730,757

Segment assets are measured in the same way as in the financial statements. These assets are allocated based on the operations of the segment and the physical location of the asset.

Segment liabilities are measured in the same way as in the financial statements. These liabilities are allocated based on the operations of the segment.

The primary customer of the Company is JPS which operates in Jamaica.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

5. Segment Financial Reporting (Continued)

	2024 \$'000	2023 \$'000
Reconciliation of unallocated amounts:		
Unallocated assets -		
Property plant and equipment	363,091	367,155
Right-of-use assets	5,066	1,431
Pension plan assets	29,215	7,343
Investment in associate and joint operations	117,240	128,104
Investment in property	13,472	-
Financial asset at fair value through other comprehensive income	13,450	9,647
Inventories	15,823	32,591
Accounts receivable	177,559	41,998
Taxation recoverable	325,505	281,330
Cash subject to restrictions	112,219	311,078
Cash and cash equivalents	3,781,202	3,822,729
Total unallocated assets	<u>4,953,842</u>	<u>5,003,406</u>
Unallocated liabilities -		
Accounts payable	140,771	306,465
Post-employment benefit obligation	19,891	8,837
Lease liabilities	7,698	2,008
Capital grant	-	22,395
Deferred tax liabilities	1,088,531	1,458,241
Total unallocated liabilities	<u>1,256,891</u>	<u>1,797,946</u>

6. Other Income

	2024 \$'000	2023 \$'000
Grant amortisation (Note 23)	22,395	20,174
Interest income	217,352	206,844
Income from sale of carbon credits	5,888	142,153
Interest from investment property	445	-
Miscellaneous	88	4,206
Foreign exchange gain/(loss)	70,493	(47,010)
	<u>316,661</u>	<u>326,367</u>

Wigton Windfarm Limited

Notes to the Financial Statements

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7. Expenses by Nature

	2024 \$'000	2023 \$'000
Auditors' remuneration	4,600	2,772
Depreciation (Note 11)	612,896	730,757
Directors' emoluments – Fees (Note 19)	14,800	12,153
Insurance	252,929	216,078
Other expense	88,026	139,513
Professional fees	39,220	23,176
Rental and utility charges	18,234	10,770
Repairs and maintenance	83,486	73,099
Staff costs (Note 8)	246,963	188,252
Security costs	20,902	11,813
Amortisation of right-of-use assets (Note 25)	23,012	14,513
Electricity	71,087	56,561
	<u>1,476,155</u>	<u>1,479,457</u>

The amounts shown above as presented in profit or loss is as follows:

	2024 \$'000	2023 \$'000
Cost of sales	790,113	860,330
General administrative expenses	686,042	619,127
	<u>1,476,155</u>	<u>1,479,457</u>

Audit fees for the year ended 31 March 2024 totaled \$4,600,000 (2023: \$2,772,000). Other fees paid to the auditor (and related network firms) for non-assurance services was nil (2023: \$2,895,000).

8. Staff Costs

	2024 \$'000	2023 \$'000
Salaries and wages	227,175	160,789
Payroll taxes – Employer's Contribution	19,329	16,845
Pension and other post-employment benefits (Note 15)	459	10,618
	<u>246,963</u>	<u>188,252</u>

The average number of employees in 2024 was 29 (2023 - 29).

Wigton Windfarm Limited

Notes to the Financial Statements

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9. Finance Expense, Net

	2024 \$'000	2023 \$'000
Amortisation of upfront fees on loan (Note 24)	83,790	47,673
Interest charge on lease liability (Note 25)	9,087	9,169
Interest expense on loans (Note 24)	313,108	367,504
Others	-	25
	<u>405,985</u>	<u>424,371</u>

10. Taxation

Taxation is based on the profit for the year adjusted for taxation purposes and comprises income tax at 25% (2023 -33 1/3%).

	2024 \$'000	2023 \$'000
Current tax	33,375	115,282
Over-accrual of prior years' taxes	(17,267)	(282,966)
Deferred taxation (Note 16)	<u>(374,291)</u>	<u>495,632</u>
Income tax (credit)/expense	<u>(358,183)</u>	<u>327,948</u>

Tax recoverable amount

In 2020, management submitted its claim to recover income taxes previously paid during the taxable years while the Company was a government subsidiary of the Petroleum Corporation of Jamaica (and therefore not subject to tax, covering taxable years prior to May 2019). This tax recoverable amount was not previously recognised in the financial statements in line with the requirements of IAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, as the recognition is contingent on the confirmation from Tax Administration Jamaica.

In 2023, after establishing that the Company is a tax-exempt entity prior to its public listing in May 2019, the Tax Administration Jamaica formally acknowledged that the Company is eligible for the refund of income taxes previously paid and as such, a tax recoverable amount of \$282,966,000 was recognised and is presented as part of tax recoverable balances as at 31 March 2023.

Wigton Windfarm Limited

Notes to the Financial Statements

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10. Taxation (Continued)

The tax on the Company's profit before tax differs from the theoretical amount that would arise using the basic statutory tax rate of 25% (2023 - 33^{1/3}%) as follows:

	2024 \$'000	2023 \$'000
Profit before tax	480,838	636,593
Tax calculated at statutory tax rate	120,210	212,198
Adjusted for the effects of:		
Income not subject to tax	(5,602)	(6,725)
Expenses not deductible for tax purposes	32,542	21,388
Over-accrual of prior years' taxes	(17,267)	(282,966)
Impact of tax rate (Note. a)	(425,480)	-
Other charges and allowances, net	<u>(62,586)</u>	<u>384,053</u>
Tax charge	<u>(358,183)</u>	<u>327,948</u>

(a) In 2023, it was established that the Company was subject to the 33 1/3% tax rate that is applicable to regulated entities. Beginning taxable year 2023, the Company is subject to the 25% tax rate as per the announcement of the Honorable Minister of Finance and the Public Service.

Wigton Windfarm Limited

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11. Property, Plant and Equipment

	Land \$'000	Plant \$'000	Computer \$'000	Service Equipment \$'000	Furniture, Fixtures & Equipment \$'000	Training Lab \$'000	Motor Vehicles \$'000	Total \$'000
At Cost or Valuation -								
At 31 March 2022	-	11,231,324	110,123	976,703	109,626	100,032	54,866	12,582,674
Additions	243,678	-	3,198	99,385	913	-	-	347,174
Disposal	-	-	(1,668)	-	(27)	-	-	(1,695)
At 31 March 2023	243,678	11,231,324	111,653	1,076,088	110,512	100,032	54,866	12,928,153
Additions	-	-	3,461	82,344	3,331	-	18,540	107,676
At 31 March 2024	243,678	11,231,324	115,114	1,158,432	113,843	100,032	73,406	13,035,829
Accumulated Depreciation -								
At 31 March 2022	-	5,427,021	87,198	487,640	70,054	28,085	40,071	6,140,069
Charge (Note 7)	-	561,566	7,909	139,991	11,824	5,007	4,460	730,757
Disposal	-	-	(1,654)	-	(19)	-	-	(1,673)
At 31 March 2023	-	5,988,587	93,453	627,631	81,859	33,092	44,531	6,869,153
Charge (Note 7)	-	516,358	7,279	67,145	10,673	5,007	6,434	612,896
At 31 March 2024	-	6,504,945	100,732	694,776	92,532	38,099	50,965	7,482,049
Net Book Value -								
31 March 2024	243,678	4,726,379	14,382	463,656	21,311	61,933	22,441	5,553,780
31 March 2023	243,678	5,242,737	18,200	448,457	28,653	66,940	10,335	6,059,000

Wigton Windfarm Limited

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12. Investment in Associate and Joint Operations

Investment in associate

In March 2022, the Company acquired 21% of the shares of Flash Holdings Limited. Flash Holdings Limited, incorporated on 19 August 2021, is a holding company registered in St. Lucia.

The shareholders' agreement also grants the Company an equivalent share in Flash's wholly owned subsidiary, Flash Motors Company Limited. Flash Motors Company Limited, incorporated on 17 September 2021, is an operating entity registered in Jamaica and is involved in selling and distributing electric vehicles in Jamaica, Trinidad & Tobago, and Guyana.

The Company's notional goodwill included in the acquisition price at the investment date amounts to \$137,528,851.

Movements in the investment in associate and joint operations balance during the year are shown below:

	2024 \$'000	2023 \$'000
At 1 April	128,104	137,492
Share in net loss	(10,864)	(9,388)
At 31 March	117,240	128,104

The associate's year-end is 31 March.

The summarised unaudited consolidated information for the associate and its subsidiary is presented below. The information disclosed reflects the amounts presented in the financial statements of Flash Holdings Limited and not the Company's share of those amounts.

	2024 \$'000	2023 \$'000
Statement of financial position		
Total assets	163,299	98,408
Total liabilities	(124,066)	(1,484)
Net assets	39,233	96,924
Statement of comprehensive income		
Revenues	23,811	222,652
Expenses	76,091	263,217
Loss for the period being Total comprehensive income	(52,280)	(40,565)

As at 31 March 2024 and 2023, management has not recognised any impairment loss on the investment in associate.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

12. Investment in Associate and Joint Arrangements (Continued)

Investment in associate (continued)

As at 31 March 2024, the recoverable amount of the investment amounts to \$174,718,000 (2023 - \$165,187,000) based on value-in-use calculation. The value-in-use calculation considered the terminal value growth rate of 3% (2023 - 3.0%) and a discount rate of 19% (2023 - 18%).

The sensitivity of the recoverable amount to changes in the key assumptions used in the value-in-use calculation is shown below:

	Impact on recoverable amount	
	2024 \$'000	2023 \$'000
Terminal value growth rate		
+ 1%	4,900	6,202
- 1%	(37,516)	(5,446)
Discount rate		
+ 1%	(25,879)	(19,665)
- 1%	15,006	22,842

Investment in joint operations

Joint Venture Agreement – Single Project

On 5 April 2022, the Company and Innovative Energy Company DBA IEC SPEI Limited (formerly IEC SPEI Limited) (“IEC”) entered into a joint agreement (as joint operators) for the design, installation, operation, and maintenance of green energy solutions for the benefit of third parties who intend to generate green energy for their own consumption or to sell power to JPS. As at 31 December 2022, the NMIA project was deemed complete, and the Company received its capital investment from the joint venture along with the Company’s share in the net profit arising from the project amounting to \$5,007,000.

Joint Venture Agreement – Green Energy Solutions

The joint arrangement was registered as Wigton-IEC Joint Venture under and in accordance with the Registration of Business Names Act on 24 May 2022.

Wigton’s contribution to capital is \$600,000, for a 60% stake in the joint arrangement. The Company holds three (3) of the five (5) seats on the joint operations’ board.

On 13 March 2023, the Wigton-IEC Joint Venture entered into a contract with the Ministry of Agriculture and Fisheries (MOAF) for the design, supply, and installation of distributive solar photovoltaic systems (including storage) at certain Essex Valley Agriculture Development Project locations which the Company and IEC will execute as a project of the Wigton-IEC Joint Venture.

The agreement between the joint operators provides that on a project-by-project basis, the parties can agree to change the contribution percentage. For the MOAF project, the joint operators agreed that the Company’s capital contribution would be increased to \$990,000 (for a 99% share on the MOAF project).

The Company’s interest in assets and liabilities of the joint operations are included in the consolidated financial statements under their respective asset categories.

Wigton Windfarm Limited

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12. Investment in Associate and Joint Arrangements (Continued)

Investment in joint operations (continued)

Total cash subject to restrictions held by the Company in relation to the MOAF project consists of the following:

	2024 \$'000	2023 \$'000
(a) Performance security	112,219	109,900
(b) Amount received from MOAF, pending satisfaction of performance obligations (Note 21)	-	201,178
	<u>112,219</u>	<u>311,078</u>

(a) The Company, as a party to the contract, is required to post an amount totaling \$112,219,000 (2023: \$109,900,000) as performance security. This amount will be released upon completion of the contract.

(b) As at 31 March 2024, the Wigton-IEC Joint Venture, through the Company, has received an amount totaling \$878,042,000 (2023: \$201,178,000) in line with the stipulations of the contract.

Investment in joint venture

On 5 April 2022, the Company and IEC entered into a single-project joint venture agreement where the Company’s role is primarily the provision of project management and project oversight services in relation to the design, supply, install, test, and commission of a two-megawatt photovoltaic system at the Norman Manley International Airport (NMIA) in Kingston, Jamaica.

Movement in the investment balance during the year are shown below:

	2024 \$'000	2023 \$'000
At 1 April	-	-
Investments made during the year	-	30,664
Return of capital and share of profit	-	(35,671)
Share in net profit	-	5,007
At 31 March	<u>-</u>	<u>-</u>

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31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

13. Financial Asset at Fair Value Through Other Comprehensive Income

In August 2021, the Company invested in the listed shares of Sygnus Real Estate Finance Limited.

Movements in the investment balance during the year are shown below:

	2024 \$'000	2023 \$'000
At 1 April	9,647	16,890
Changes in fair value recognised in other comprehensive income	3,803	(7,243)
At 31 March	<u>13,450</u>	<u>9,647</u>

14. Earnings per Stock Unit

Basic earnings per stock unit is calculated by dividing the net profit attributable to ordinary shareholders by the weighted average number of ordinary shares in issue during the period.

	2024 \$'000	2023 \$'000
Net profit attributable to shareholders	<u>839,021</u>	<u>308,645</u>
Weighted average number of ordinary shares in issue ('000)	<u>11,000,000</u>	<u>11,000,000</u>
Basic earnings per stock unit	<u>\$0.08</u>	<u>\$0.03</u>

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

15. Pension and Other Post-Employment Benefits

	2024 \$'000	2023 \$'000
Amounts recognised in the statement of financial position -		
Pension plan assets	(29,215)	(7,343)
Post-employment benefit obligation	19,891	8,837
Amounts recognised in profit or loss -		
Pension plan asset	(1,403)	6,554
Post-employment benefit obligation	1,862	4,064
Total, included in staff costs (Note 8)	<u>459</u>	<u>10,618</u>
Amounts recognised in other comprehensive income -		
Pension plan asset	(4,906)	7,961
Post-employment benefit obligation	9,431	(15,956)
	<u>4,525</u>	<u>(7,995)</u>

Pension benefits

The Wigton Windfarm Limited pension scheme is open to all permanent employees and is administered by trustees. The pension scheme is funded by contributions from employees at a fixed rate, with the employer contributing such funds as are necessary to meet the balance of the liabilities of the plan. The plan is valued annually by an independent actuary. Pension benefits are based on salary at the date of retirement.

The amounts recognised in the statement of financial position are determined as follows:

	2024 \$'000	2023 \$'000
Fair value of plan assets	(142,718)	(48,942)
Present value of funded obligations	113,503	41,599
Asset recognised in the statement of financial position	<u>(29,215)</u>	<u>(7,343)</u>

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

15. Pension and Other Post-Employment Benefits (Continued)

Pension benefits (continued)

The movement in the account during the year is shown in the table below:

	Present Value of the Defined Benefit Obligation \$'000	Fair Value of Plan Assets \$'000	Net Amount \$'000
At 1 April 2022	97,565	(107,579)	(10,014)
Amounts recognised in profit or loss -			
Current service cost	8,012	-	8,012
Interest cost/(income)	7,778	(9,236)	(1,458)
	15,790	(9,236)	6,554
Amounts recognised in other comprehensive income -			
Losses from change in financial assumptions	(75,100)	-	(75,100)
Effect of asset ceiling	-	67,353	67,353
Experience (losses)/gains	(864)	16,572	15,708
	(75,964)	83,925	7,961
Contributions	4,890	(16,734)	(11,844)
Benefits paid	(682)	682	-
At 31 March 2023	41,599	(48,942)	(7,343)
Amounts recognised in profit or loss -			
Current service cost	941	-	941
Interest cost/(income)	5,408	(7,752)	(2,344)
	6,349	(7,752)	(1,403)
Amounts recognised in other comprehensive income -			
Losses from change in financial assumptions	27,595	-	27,595
Effect of asset ceiling	-	(76,109)	(76,109)
Experience gains	31,478	12,130	43,608
	59,073	(63,979)	(4,906)
Contributions	6,482	(22,045)	(15,563)
At 31 March 2024	113,503	(142,718)	(29,215)

The Company has a surplus pension asset that is not recognised as a prepayment, on the basis that future economic benefits are not available to the Company in the form of a reduction in future contributions or a cash refund.

Expected future employer contributions to the pension scheme for the year ending 31 March 2024 amount to \$25,137,000 (2023 - \$17,147,000).

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

15. Pension and Other Post-Employment Benefits (Continued)

Pension benefits (continued)

The distribution of plan assets was as follows:

	2024		2023	
	\$'000	%	\$'000	%
Equity Fund	29,179	20	30,378	26
Fixed Income Fund	17,812	12	14,829	13
Foreign Currency Fund	22,342	16	20,169	17
Mortgage & Real Estate Fund	10,847	8	7,515	6
Money Market Fund	10,392	7	6,160	5
CPI Index Fund	48,389	34	37,491	33
Other	3,757	3	(247)	-
	142,718	100	116,295	100
Impact of asset ceiling	-	-	(67,353)	-
	142,718	100	48,942	100

Other post-employment benefits

The Company operates a medical post-employment benefit scheme. Funds are not built up to cover the obligations under this retirement benefit scheme. The method of accounting and the frequency of valuations are similar to those used for defined benefit pension schemes.

The amount recognised in the statement of financial position arising from other post-employment benefit obligation amounts to \$ 19,891,000 (2023 - \$8,837,000).

The movement in the defined benefit obligation over the year is as follows:

	2024 \$'000	2023 \$'000
At 1 April	8,837	20,919
Amounts recognised in profit or loss -		
Current service cost	729	2,398
Interest cost	1,133	1,666
	1,862	4,064
Amounts recognised in other comprehensive income -		
Losses from change in financial assumptions	5,618	(15,405)
Experience losses	3,813	(551)
	9,431	(15,956)
Benefits paid	(239)	(190)
At 31 March	19,891	8,837

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

15. Pension and Other Post-Employment Benefits (Continued)

Principal actuarial assumptions

The principal actuarial assumptions used were as follows:

	2024	2023
Discount rate	10.5%	13.0%
Future salary increases	6.0%	6.0%
Future pension increases	0.0%	0.0%
Inflation rate	5.5%	5.5%
Medical cost rate	7.0%	6.5%

The sensitivity of the defined benefit obligation to changes in the principal assumptions is shown below:

	Pension benefits		Other post-employment benefits	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Discount rate				
+1%	(20,921)	(5,977)	(3,658)	(1,375)
-1%	27,568	8,161	4,891	1,768
Future salary increase				
+1%	16,581	5,221	-	-
-1%	(14,109)	(4,279)	-	-
Future pension increase				
+1%	9,671	2,636	-	-
-1%	-	-	-	-
Medical cost rate				
+1%	-	-	5,022	1,872
-1%	-	-	(3,792)	(1,461)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the pension liability recognised within the statement of financial position.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

15. Pension and Other Post-Employment Benefits (Continued)

Risks associated with pension and other post-employment benefit plans

Through its defined benefit pension plan and other post-employment benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

The plan liabilities are calculated using a discount rate set with reference to Government of Jamaica bond yields; if plan assets underperform this yield, this will create a deficit.

As the plan matures, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

The Company believes that due to the long-term nature of the plan liabilities, a level of continuing equity investment is an appropriate element of the Company's long-term strategy to manage the plans efficiently. See below for more details on the Company's asset-liability matching strategy.

Changes in bond yields

A decrease in Government of Jamaica bond yields will increase plan liabilities, although this will be partially offset by an increase in the value of the plans' Fixed Income Fund holdings.

Inflation risk

Higher inflation will lead to higher liabilities. The majority of the plan's assets are unaffected by fixed interest investments, meaning that an increase in inflation will reduce the surplus or create a deficit.

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant, where inflationary increases result in higher sensitivity to changes in life expectancy.

The Company ensures that the investment positions are managed within an asset-liability matching (ALM) framework that has been developed to achieve long-term investments that are in line with the obligations under the pension scheme. Within this framework, the Company's ALM objective is to match assets to the pension obligations by investing in long-term fixed interest securities with maturities that match the benefit payments as they fall due. The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the pension obligations. The Company has not changed the processes used to manage its risks from previous periods. The Company does not use derivatives to manage its risk. Investments are well diversified, such that the failure of any single investment would not have a material impact on the overall level of assets. A large portion of assets in 2024 were invested in the Equity Fund.

The weighted average duration of the pension defined benefit obligation is 42 years, and the weighted average duration of the medical defined benefit obligation is 37 years.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

16. Deferred Income Taxes

Deferred income taxes are calculated in full on temporary differences under the liability method using a principal tax rate of 25%.

The movement on the net deferred income tax liability account is as follows:

	2024 \$'000	2023 \$'000
At 1 April	1,458,241	962,359
(Credited)/Charged to profit or loss (Note 10)	(374,291)	495,632
Charged to other comprehensive income	4,581	250
At 31 March	<u>1,088,531</u>	<u>1,458,241</u>

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority. The following amounts, determined after appropriate offsetting, are shown in the statement of financial position:

	2024 \$'000	2023 \$'000
Deferred income tax assets	33,797	46,960
Deferred income tax liabilities	<u>(1,122,328)</u>	<u>(1,505,201)</u>
	<u>(1,088,531)</u>	<u>(1,458,241)</u>

The timing of recoverability and settlement of recognised deferred income tax assets and liabilities, respectively, that are assessed to be more than 12 months from year-end, are shown below:

	2024 \$'000	2023 \$'000
Deferred income tax assets	31,602	44,748
Deferred income tax liabilities	<u>(1,110,700)</u>	<u>(1,485,970)</u>

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

16. Deferred Income Taxes (Continued)

The movement in deferred tax assets and liabilities during the period is as follows:

	Pension Plan Asset \$'000	Unrealised Foreign Exchange (Gains)/ Losses \$'000	Accelerated Tax Depreciation \$'000	Right-of-Use Asset \$'000	Interest Receivable \$'000	Total \$'000
Deferred tax liabilities -						
At 1 April 2022	(3,337)	(6,717)	(989,694)	(35,233)	(205)	(1,035,186)
Recognised in profit or loss	(1,763)	(8,953)	(460,275)	1,680	(3,357)	(472,668)
Recognised in other comprehensive income	2,653	-	-	-	-	2,653
At 31 March 2023	(2,447)	(15,670)	(1,449,969)	(33,553)	(3,562)	(1,505,201)
Recognised in profit or loss	(6,084)	9,261	369,275	10,851	(1,657)	381,646
Recognised in other comprehensive income	1,227	-	-	-	-	1,227
At 31 March 2024	<u>(7,304)</u>	<u>(6,409)</u>	<u>(1,080,694)</u>	<u>(22,702)</u>	<u>(5,219)</u>	<u>(1,122,328)</u>

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

16. Deferred Income Taxes (Continued)

	Interest Payable \$'000	Post- Employment Benefit Obligation \$'000	Lease Liability \$'000	Tax Losses \$'000	Others \$'000	Total \$'000
Deferred tax assets -						
At 1 April 2022	6,136	6,973	39,255	17,791	2,672	72,827
Recognised in profit or loss	(5,532)	1,291	(902)	(17,791)	(30)	(22,964)
Recognised in other comprehensive income	-	(5,318)	-	-	2,415	(2,903)
At 31 March 2023	604	2,946	38,353	-	5,057	46,960
Recognised in profit or loss	157	4,385	(11,724)	-	(173)	(7,355)
Recognised in other comprehensive income	-	(2,358)	-	-	(3,450)	(5,808)
At 31 March 2024	761	4,973	26,629	-	1,434	33,797

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

16. Deferred Income Taxes (Continued)

Tax (credit)/charge relating to components of other comprehensive income is as follows:

	2024		
	Before Tax \$'000	Tax Effect \$'000	After Tax \$'000
Changes in the fair value of financial assets at fair value through other comprehensive income (Note 13)	3,803	-	3,803
Remeasurements of pension and other post-employment benefits (Note 15)	(4,525)	1,131	(3,394)
	(722)	1,131	409
	2023		
	Before Tax \$'000	Tax Effect \$'000	After Tax \$'000
Changes in the fair value of financial assets at fair value through other comprehensive income (Note 13)	(7,243)	2,415	(4,828)
Remeasurements of pension and other post-employment benefits (Note 15)	7,995	(2,665)	5,330
	752	(250)	502

17. Accounts Receivable

	2024 \$'000	2023 \$'000
Trade	183,246	180,742
Prepayments	89,235	24,884
Contract asset	60,123	-
Taxation recoverable - General Consumption Tax	4,588	4,096
Other	21,110	13,022
	358,302	222,744

18. Inventories

	2024 \$'000	2023 \$'000
Solar panels	-	13,062
Oil and other supplies	15,823	19,529
	15,823	32,591

There was no write-down of inventories for the years ended 31 March 2024 and 2023.

No inventory item has been pledged as security for any liabilities of the Company.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

19. Related Party Transactions and Balances

Key management personnel compensation

The remuneration of members of key management during the year was as follows:

	2024 \$'000	2023 \$'000
Wages and salaries	53,356	41,093
Pension benefits	4,637	3,383
Payroll taxes – Employer's Contribution	2,556	2,246
Other post-employment benefits	(627)	3120
Other	18,407	8,207
	<u>78,329</u>	<u>58,049</u>

The following have been charged in arriving at profit before income tax:

	2024 \$'000	2023 \$'000
Directors' emoluments –		
Director fees (Note 7)	14,800	12,153
Management remuneration	29,275	19,072

20. Cash and Cash Equivalents

	2024 \$'000	2023 \$'000
Cash at bank and in hand	108,181	253,308
Short-term deposits	1,854,712	1,400,996
Resale agreements	1,818,309	2,168,426
	<u>3,781,202</u>	<u>3,822,730</u>

The weighted average effective interest rate at the year-end was 5% (2023 – 4.33%) on US\$, 8.5% (2023 – 6.0%) on J\$ short-term deposits.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

21. Accounts Payable

	2024 \$'000	2023 \$'000
Accruals	55,252	38,037
Contract liabilities (Note 12)	-	201,178
General Consumption Tax	25,512	25,044
Other payables	60,007	42,206
	<u>140,771</u>	<u>306,465</u>

Contract liabilities

As disclosed in Note 12, as at 31 March 2023, the Wigton-IEC Joint Venture, through the Company, received a total of \$201,178,000 which was not utilised at year end in line with the stipulations of the contract. This is presented as part of restricted cash with a corresponding liability recognised until such time that the Company and IEC, through the Wigton-IEC Joint Venture, has satisfied its performance obligations in relation to the contract phase. Consequently, at such time, Wigton-IEC Joint Venture will recognise the amount as revenue.

As at 31 March 2024, no revenues have been recognised in line with the recognised contract liabilities.

22. Share Capital

	Number of Authorised Shares \$'000	Number of Issued Shares \$'000	Stated Capital - Ordinary Shares \$'000	Total \$'000
At the beginning and end of the year	11,000,000	11,000,000	202,598	202,598

On 22 May 2019, the Company became a listed entity on the Jamaica Stock Exchange (JSE) on the main market, all ordinary shares were authorised for issue with no par value.

There were no new shares issued as at and for the year ended 31 March 2024 and 2023.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

23. Capital Grants

This represents a grant received from the Dutch Government to assist in the construction of the wind turbines and will be amortised over the useful lives of the assets.

	2024 \$'000	2023 \$'000
Cost of grant	403,495	403,495
Accumulated amortisation -		
At 1 April	381,100	360,926
Amortisation charge for the year (Note 6)	22,395	20,174
At 31 March	403,495	381,100
Net book value	-	22,395

24. Long-Term Liabilities

These represent capital raised by the Company by way of a placement of a series of JMD-denominated senior secured bonds:

	Bond A	Bond B
Principal - payable in quarterly instalments	3,900,000	-
Principal - payable in full at maturity	-	1,900,000
Interest rate - coupon payment on a quarterly basis	6.30%	7.25%
Maturity date	13 September 2026	14 March 2027

The table below details changes in the Company's liabilities during the year:

	2024 \$'000	2023 \$'000
At 1 April	4,635,020	5,311,588
Interest charges for the year (Note 9)	313,108	367,504
Amortisation of upfront fees (Note 9)	83,790	47,673
Payment of principal	(868,000)	(868,000)
Payment of interest	(311,875)	(385,503)
Additional loans received during the year	-	161,758
At 31 March	3,852,043	4,635,020
Less: Current portion	(871,045)	(869,812)
	2,980,998	3,765,208

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

24. Long-Term Liabilities (Continued)

The reconciliation of the outstanding balances as at 31 March are shown below:

	2024 \$'000	2023 \$'000
Senior Secured Bonds:		
Bond A	1,295,996	2,163,996
Bond B	1,899,990	1,899,990
Unamortised upfront fees on loan	(214,988)	(298,778)
	2,980,998	3,765,208
Principal payable	868,000	868,000
Interest payable	3,045	1,812
	3,852,043	4,635,020

The maturity profile of the Company's borrowings at the end of the reporting period are as follows:

	2024 \$'000	2023 \$'000
0-12 months	871,045	869,812
1-5 years	2,980,998	3,765,208
	3,852,043	4,635,020

The carrying amounts and fair value of the non-current borrowings are as follows:

	Carrying amount		Fair value	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Long-term liabilities	2,980,998	3,765,208	4,402,464	5,545,259

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

25. Leases

The Company leases an office space as well as parcels of land for its wind farm operations. These lease contracts are typically made for fixed periods of 5 and 20 years, respectively.

The following table shows the reconciliation of the amounts recognised in the statement of financial position:

	2024 \$'000	2023 \$'000
Right-of-use assets		
Land and office space	90,809	100,660
Lease Liabilities		
Current	19,802	19,802
Non-current	86,713	95,258
	<u>106,515</u>	<u>115,060</u>

The movement of the amounts recognised relating to leases are shown below:

	Lease liabilities \$'000	Right-of- use assets \$'000
At 1 April 2022	117,766	105,698
Impact of remeasurements	10,496	10,496
Payment of lease principal	(21,204)	-
Interest charges for the year (Note 9)	9,169	-
Amortisation of right-of-use assets (Note 7)	-	(14,513)
Others	(1,167)	(1,021)
At 31 March 2023	115,060	100,660
Impact of remeasurements	10,181	9,900
Payment of lease principal	(25,748)	-
Interest charges for the year (Note 9)	9,087	-
Amortisation of right-of-use assets (Note 7)	-	(23,012)
Others	(2,065)	3,261
At 31 March 2024	<u>106,515</u>	<u>90,809</u>

26. Dividends

	2024 \$'000	2023 \$'000
Amount declared	65,373	60,005
Dividend per stock unit	0.0059	0.0055
Declaration date	30 January 2024	1 December 2022
Payment date	2 February 2024	6 January 2023

There were no dividends declared subsequent to the year end.

Wigton Windfarm Limited

Notes to the Financial Statements

31 March 2024

(expressed in Jamaican dollars unless otherwise indicated)

27. Cash Flows from Operating Activities

	2024 \$'000	2023 \$'000
Net profit	839,021	308,645
Items not affecting cash:		
Depreciation (Notes 7 and 11)	612,896	730,757
Share in net loss of associate (Note 12)	10,864	9,388
Share in net profit of joint operations (Note 12)	-	(5,007)
Interest income (Note 6)	(217,352)	(206,844)
Interest expense on loans (Notes 9 and 24)	313,108	367,504
Interest charge on lease liability (Notes 9 and 25)	9,087	9,169
Pension plan liability	(1,043)	6,554
Post-employee benefit obligation	1,862	4,064
Taxation (Note 10)	(358,183)	327,948
Amortisation of upfront fees on loan (Notes 9 and 24)	83,790	47,673
Amortisation of grant (Notes 6 and 23)	(22,395)	(20,174)
Amortisation of right-of-use asset (Notes 7 and 25)	23,012	14,513
Exchange (gain)/loss on foreign balances	(61,075)	47,010
	<u>1,233,592</u>	<u>1,641,200</u>
Change in operating assets and liabilities:		
Inventory	16,768	(10,028)
Accounts receivable	(125,362)	89,050
Accounts payable	(165,694)	344
	<u>959,304</u>	<u>1,720,566</u>
Contributions to retirement fund, net of benefit payments	(15,802)	(12,034)
Tax paid	(2,780)	(49,248)
Taxation recoverable	(57,503)	-
Cash provided by operating activities	<u>883,219</u>	<u>1,659,284</u>



**WIGTON WINDFARM LIMITED
FORM OF PROXY**

Place
Stamp
Here

I _____ of _____ being a member of Wigton Windfarm Limited hereby appoint _____ (TRN _____) of _____ or failing him _____ (TRN _____) of _____ as my Proxy to vote for me and on my behalf at the Annual General Meeting of the Company to be held on the 11th day of October, 2024 at 11 a.m. and at any adjournment thereof.

The Proxy will vote on the undermentioned resolutions as indicated:

RESOLUTIONS [∞]	FOR	AGAINST
1. Adoption of the Audited Financial Statements for the year ended March 31, 2024 and the Reports of the Auditors and Directors thereon		
2. Ratification and Declaration of Dividend		
3. Retirement and Re-election of Dennis Chung		
4. Retirement and Re-election of Hugh Johnson		
5. Retirement and Re-election of Mariame McIntosh Robinson		
6. Retirement and Re-election of Dan Theoc		
7. Approval of the Directors' Remuneration set out in the Audited Financial Statements for the year ended March 31, 2024		
8. Directors' Remuneration be fixed by the Nominations, Compensation and Human Resources Committee of the Board of Directors		
9. Appointment and Remuneration of the Auditors		
10. Change of Registered Name of the Company		
11. Amendment to the Articles of Incorporation		

[∞] For the full text of the Resolutions please refer to the Amended and Restated Notice of the Annual General Meeting which is included in the 2024 Annual Report.

Signed this _____ day of _____ 2024 Signature _____

Notes:

- (a) This Form of Proxy shall, unless the contrary is stated thereon, be valid as well for any adjournment of the meeting as for the meeting to which it relates and need not be witnessed.
- (b) If the appointer is a corporation, this form must be under its common seal or under the hand of an officer or attorney duly authorized.
- (c) To be valid, this Form of Proxy must be lodged with the Secretary of the Company at 36 Trafalgar Road, Kingston
- (d) The Form of Proxy must bear stamp duty of one hundred dollars (J\$100.00) which may be in the form of adhesive stamp duty cancelled by the person signing the Proxy Form. The Company reserves the right to pay the stamp duty on any unstamped Form of Proxy.





2023-2024
ANNUAL REPORT