

**Company No: 04916897**

**YARLINGTON HOMES LIMITED**

**Annual Report and Financial Statements**

**Year Ended 31 March 2022**

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**GENERAL INFORMATION**

**BOARD OF DIRECTORS**

Jane Alderman  
Mark Spridgeon                      resigned 24 November 2021  
Sarah Beckwith                      resigned on 30 June 2022  
Stephen Lodge  
Vimal Gaglani                      appointed 24 November 2021

**COMPANY SECRETARY**

Gemma Burton-Connolly

**REGISTERED OFFICE**

Collins House  
Bishopstoke Road  
Eastleigh  
Hampshire  
SO50 6AD

**BANKERS**

The Royal Bank of Scotland plc  
2 Hendford  
Yeovil  
Somerset  
BA20 1TN

**AUDITOR**

BDO LLP  
2 City Place  
Beehive Ring Road  
Gatwick  
West Sussex  
RH6 0PA

## **STRATEGIC REPORT**

### **Organisational Overview**

Yarlington Homes Limited is registered at Companies House in accordance with the Companies Act. The Company is a member of the Abri Group, with a registered head office in Eastleigh.

### **Business Model**

The primary activity of the Company is the provision of development services for properties across social and affordable tenures. The Company has also previously undertaken the development of properties for market sale, commencing a programme in 2018/19.

### **Performance Highlights**

Turnover has increased from £33.3m to £45.0m, following an increase in volumes of development activity in Abri Group Limited from which the Company derives its turnover. The Company has also extended its services to The Swaythling Housing Society Limited in the past two financial years.

Cost of sales, including labour, subcontractor and materials, have increased from £32.1m to £42.7m in line with turnover. Operating costs, in the form of management recharges from other group companies, as well as the write off of fees on development sites that are no longer being progressed and impairment charges have increased year on year.

The increase in activity has also seen profit before tax increase from £1.1m to £1.6m, with a corresponding improvement in net margin from 3% to 4%.

Receivables have reduced from £7.8m to £1m, the decrease being mainly in amounts due to group undertakings. Payables due within one year have increase from £5.8m to £8.3m, led by a £1.6m increase in accruals.

In December 2021, the Company paid £1.1m in Gift Aid to its parent company, £1.0m of which was already accrued, fully mitigating its taxable surplus for the year ended 31 March 2021. At the end of the financial year, the Company has accrued a Gift Aid payment of £1.5m to mitigate the taxable surpluses generated during the current year; the amounts will be paid prior to 31 December 2022. The Company therefore closed the year with a small net asset position.

### **Our Performance**

We monitor our operations every month on a group-wide basis by a range of key performance indicators (KPIs), allowing us to assess our financial performance and position and the delivery of our corporate strategy during the year.

An appraisal of these KPIs is included in our Group statutory accounts, available on our website.

### **Principal Risks and Uncertainties**

Within the Group, the principal risks and uncertainties, as identified by the Executive Board, are deemed to be those that would impact on the Group's ability to successfully deliver on the aims and objectives of its corporate strategy. An appraisal of these strategic risks is included in our Group statutory accounts.

Operational risks are those that the entities in the organisation face on a day to day basis, which are specific to the activities performed in each legal entity.

## **STRATEGIC REPORT (continued)**

### **Section 172 Compliance**

The Company operates within the structure of the Abri Group and, as such, key decisions impacting the Company are taken by the Executive Board, subject to approval from the relevant committee and legal entity board. Decisions impacting the entity most typically pass through the Development and Assets Committee with input from the Development directorate.

The Directors place paramount importance on their legal duties under Section 172 of the Companies Act 2006. The Board is of the opinion that its conduct and those it collaborates with led to decisions made in good faith to promote the success of the Company whilst considering the long-term implications of those decisions on its key stakeholders, as outlined below

#### ***Employees***

The entity has no direct employees but utilises members of staff from relevant departments who are employed by other members of the Group. All employees share common terms and conditions, irrespective of the employing entity and have access to the same resources, services and development opportunities.

Employees are supported by Connexus, a forum of elected individuals who collaborate with the Executive Board and providing a voice for feedback. Employees are regularly surveyed, have monthly performance check ins with managers and are encouraged to openly share their views.

#### ***Customers and Partners***

Being members of the same Group, regular contact is maintained with Abri Group Limited and The Swaythling Housing Society Limited to whom all design and build and construction services are provided. This enables the entity to monitor the liquidity of these entities and be comfortable it will be paid for services delivered.

The entity maintains relationships with several suppliers, subcontractors and professional service firms who are all managed under the procurement function of the Group.

#### ***Community and Environment***

The entity is directly involved in the supply of new homes to the registered providers in the Group and plays an important role in building communities, a fundamental pillar of the group wide Corporate Strategy. We seek to engage with local communities in the early stages of planning, keeping them informed and updated during the construction process.

As a housebuilder, the entity is engaged with the relevant departments in the organisation to ensure our homes are delivered in an environmentally friendly way as possible, using modern methods of construction and materials where possible and are sustainable for customers in the long run.

### **Statement of Compliance**

The strategic report was approved by the Board on 3 October 2022 and signed on its behalf by:



**Jane Alderman**  
Director

**DIRECTORS' REPORT**

The Directors present their report for the year ended 31 March 2022.

**Board of Directors**

The Directors of the Company during the year and up to the date of signing are listed on page 1 and their remuneration is disclosed in note 6. An overview of the positions each serving Director holds on other committees within the Abri Group are outlined below.

<b>Director/ Committee</b>	<b>Audit and Risk</b>	<b>Treasury</b>	<b>People and Culture</b>	<b>Development and Assets</b>	<b>Customer Service and Performance</b>
Jane Alderman	-	Member	-	Chair	Member
<i>Stephen Lodge</i>	-	-	-	-	-
<i>Vimal Gaglani</i>	-	-	-	-	-

**Dividends**

The Directors do not recommend the payment of a dividend.

**Governance and Regulation**

The operations of the Company are subject to the governance and management structures in place across the Group, in common with all fellow subsidiaries.

An overview of the approach to governance and regulatory compliance, as determined by the Group Board, is included in our Group statutory accounts.

**Employees**

The Company had no employees in the year.

**Post Balance Sheet Events**

There have been no events since the reporting date that the Board considers having had a significant effect on the Company's financial position.

**Going Concern**

Within the Abri Group a programme of Group Optimisation has continued in the year, with the aim of arriving at an appropriate structure from an operational, regulatory, governance, finance and tax perspective. The Board subsequently expect the entity to continue to operate within this structure for the foreseeable future.

The entity delivers design and build services to fellow Group members, typically on a cost-plus basis, where its tax structure delivers an overall benefit to the Group. The appropriateness of preparing the accounts of the entity on a going concern basis is therefore intrinsically linked to the going concern of the Group as a whole.

## **DIRECTORS' REPORT (continued)**

### **Going Concern (continued)**

Prior to entering into contract with third parties, the directors also ensure the purchasing entity can meet its contractual obligations as they fall due via a review of past involvement with the purchaser, updating credit checks and liquidity assessments. The Development and Assets committee also reviews the performance of all development schemes, with delegation from the ultimate parent under Group Standing Orders for effective governance and operations across all Group subsidiaries. They receive assurance at each meeting that financial commitments can be met and are provided with oversight of key financial risks..

The entity is currently engaged in several contracts for work and has a reasonable expectation of being awarded more in future. For the reasons outlined above, the entity is expected to deliver a profit during the execution of these contracts.

The entity has no external funding and is therefore not exposed to bank covenants and is protected from a range of macro-economic factors, such as inflation, given the contractual arrangements in place.

The Board, therefore, consider it appropriate for the accounts to be prepared on a going concern basis for the 12 months from the signing date.

### **Disclosure of Information to Auditor**

At the date when this report is approved each of the Board Members confirm the following:

- so far as each Board Member is aware, there is no relevant audit information needed by the Company's auditor in connection with preparing their report, of which the Company's auditor is unaware; and
- each Board Member has taken all the steps that they ought to have taken as a Board Member to make themselves aware of any relevant audit information needed by the Company's auditor in connection with preparing their report and to establish that the Company's auditor is aware of that information.

### **External Auditor**

BDO LLP has indicated their willingness to continue in office as auditor to the Abri Group, and a resolution to appoint them will be proposed at the forthcoming annual general meeting.

### **Approval of the Board**

The Directors' Report was approved by the Board on 3 October 2022 and signed on its behalf by:



**Jane Alderman**  
Director

## **STATEMENT OF THE DIRECTORS' RESPONSIBILITIES**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF YARLINGTON HOMES LIMITED**

### **Opinion on the financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Yarlington Homes Limited ("the Company") for the year ended 31 March 2022 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### *Independence*

We remain independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

### **Conclusions relating to going concern**

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

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

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

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF YARLINGTON HOMES LIMITED  
(continued)**

**Other information**

The directors are responsible for the other information. The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**Other Companies Act 2006 reporting**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

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

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

**Responsibilities of Directors**

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

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

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF YARLINGTON HOMES LIMITED  
(continued)**

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

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

*Extent to which the audit was capable of detecting irregularities, including fraud*

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Based on our understanding of the Company and the sector in which it operates, we identified that the principal risks of non-compliance with laws and regulations related to United Kingdom Financial Reporting Standard 102 and we considered the extent to which non-compliance might have a material effect on the Financial Statements or their continued operation. We also considered those laws and regulations that have a direct impact on the financial statements such as compliance with the Companies Act and tax legislation.

We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to manipulate financial results and management bias in accounting estimates.

The audit procedures to address the risks identified included:

- enquiry of the Directors and other management and inspection of regulatory and legal correspondence to identify any non-compliance with these laws and regulations;
- challenging assumptions made by management in their significant accounting estimates and judgements in relation to net realisable value of properties, income recognition and recoverability of debtors;
- identifying and testing journal entries, in particular any journal entries posted from staff members with privilege access rights, journals posted by key management, journals posted, and journals posted after the year end; and
- reading minutes of meetings of those charged with governance, reviewing internal audit reports and reviewing correspondence with HMRC

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF YARLINGTON HOMES LIMITED  
(continued)**

**Auditor's responsibilities for the audit of the financial statements (continued)**

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

**Use of our report**

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

*Hamid Ghafoor*

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13 October 2022

**Hamid Ghafoor (Senior Statutory Auditor)**

For and on behalf of BDO LLP, Statutory Auditor  
Gatwick, United Kingdom

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

**STATEMENT OF COMPREHENSIVE INCOME**  
**Year ended 31 March 2022**

	<b>Note</b>	<b>2022</b> <b>£'000</b>	<b>2021</b> <b>£'000</b>
Turnover	3	44,427	33,281
Cost of sales		(42,694)	(32,106)
Operating costs		(196)	(124)
<b>Operating Profit</b>		<u><b>1,537</b></u>	<u><b>1,051</b></u>
<b>Profit on ordinary activities before tax</b>	<b>4</b>	<u><b>1,537</b></u>	<u><b>1,051</b></u>
Tax credit/(charge) for the year	5	38	(38)
<b>Profit on ordinary activities after tax</b>		<u><b>1,575</b></u>	<u><b>1,013</b></u>

All activities derive from continuing operations.

The notes on pages 14 to 19 form part of these financial statements.

**STATEMENT OF FINANCIAL POSITION**  
**As at 31 March 2022**

	Note	2022 £'000	2021 £'000
<b>Fixed assets</b>			
Investments	8	5	5
		<u>5</u>	<u>5</u>
<b>Current assets</b>			
Properties for sale	9	3,512	3,569
Receivables	10	902	7,838
Cash and cash equivalents		9,887	357
		<u>14,301</u>	<u>11,764</u>
Payables: amounts due within one year	11	(8,347)	(5,840)
<b>Net current assets</b>		<u>5,954</u>	<u>5,924</u>
<b>Total assets less current liabilities</b>		<u>5,959</u>	<u>5,929</u>
<b>Net assets</b>		<u>5,959</u>	<u>5,929</u>
<b>Capital and reserves</b>			
Share capital	12	5,926	5,926
Revenue reserve		33	3
		<u>5,959</u>	<u>5,929</u>

The notes on pages 14 to 19 form part of these financial statements.

The financial statements of Yarlington Homes Limited, registered number 04916897, on pages 11 to 19 were approved by the Board of Directors and authorised for issue on the 3 October 2022 and signed on its behalf by:



**Jane Alderman**  
 Director

## STATEMENT OF CHANGES IN EQUITY

	Share Capital £'000	Revenue Reserve £'000	Total £'000
<b>At 31 March 2020</b>	<b>5,926</b>	<b>229</b>	<b>6,155</b>
Profit on ordinary activities after tax	-	1,013	<b>1,013</b>
Gift Aid paid – prior year	-	(194)	<b>(194)</b>
Gift Aid accrued – current year	-	(1,045)	<b>(1,045)</b>
<b>At 31 March 2021</b>	<b>5,926</b>	<b>3</b>	<b>5,929</b>
Profit on ordinary activities after tax	-	1,575	<b>1,575</b>
Gift Aid paid – prior year	-	(5)	<b>(5)</b>
Gift Aid accrued – current year	-	(1,540)	<b>(1,540)</b>
<b>At 31 March 2022</b>	<b>5,926</b>	<b>33</b>	<b>5,959</b>

The notes on pages 14 to 19 form part of these financial statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

### 1. LEGAL STATUS

The Company is a private limited company incorporated in the United Kingdom under the Companies Act 2006.

### 2. ACCOUNTING POLICIES

#### **Basis of Preparation**

The financial statements of the Company have been prepared in accordance with UK Generally Accepted Accounting Practice (UK GAAP) including Financial Reporting Standard 102 (FRS 102). The financial statements are presented in pounds sterling and have been prepared on the historical cost basis.

#### **Going Concern**

Within the Abri Group a programme of Group Optimisation has continued in the year, with the aim of arriving at an appropriate structure from an operational, regulatory, governance, finance and tax perspective. The Board subsequently expect the entity to continue to operate within this structure for the foreseeable future.

The entity delivers design and build services to fellow Group members, typically on a cost-plus basis, where its tax structure delivers an overall benefit to the Group. The appropriateness of preparing the accounts of the entity on a going concern basis is therefore intrinsically linked to the going concern of the Group as a whole.

Prior to entering into contract with third parties, the directors also ensure the purchasing entity can meet its contractual obligations as they fall due via a review of past involvement with the purchaser, updating credit checks and liquidity assessments. The Development and Assets committee also reviews the performance of all development schemes, with delegation from the ultimate parent under Group Standing Orders for effective governance and operations across all Group subsidiaries. They receive assurance at each meeting that financial commitments can be met and are provided with oversight of key financial risks.

The entity is currently engaged in several contracts for work and has a reasonable expectation of being awarded more in future. For the reasons outlined above, the entity is expected to deliver a profit during the execution of these contracts.

The entity has no external funding and is therefore not exposed to bank covenants and is protected from a range of macro-economic factors, such as inflation, given the contractual arrangements in place.

The Board, therefore, consider it appropriate for the accounts to be prepared on a going concern basis for the 12 months from the signing date

#### **Disclosure Exemptions**

In preparing the financial statements of the Company, advantage has been taken of the disclosure exemption under FRS 102 paragraph 1.12(b) in not preparing a Statement of Cash Flows on the basis that this is included in the consolidated financial statements.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)**

**2. ACCOUNTING POLICIES (continued)**

**Related Parties**

As a subsidiary of its parent, Abri Group Limited, whose results and balances are included in the consolidated financial statements, the Company has not disclosed all transactions and balances with entities which form part of the Group.

**Jointly Controlled Entities**

Jointly controlled entities are those where the Company holds a significant equity interest but has no overall control.

In the financial statements interests in jointly controlled entities are accounted for using the cost method of accounting, under which the equity investment is initially recognised at the transaction price and distributions are recorded as income in the period received.

**Turnover**

Turnover represents income receivable from the provision of construction and development services. For standard contracts, turnover represents the fair value of the service provided based on the stage of completion at the reporting date. For golden brick contracts, no turnover is recognised until the appropriate stage of completion as defined in the contract. Payments received in advance are recognised as deferred income within payables and due within one year.

**Cost of Sales**

Cost of sales represent direct labour, materials and subcontractor costs incurred in providing construction and development services.

**Value Added Tax (VAT)**

The Company is VAT registered and makes zero-rated supplies of construction services and partially constructed residential buildings, enabling it to reclaim its input VAT.

**Tax**

Current tax is recognised for tax payable in respect of the taxable surplus for the current or past reporting periods using the tax rates and laws that have been enacted or substantively enacted by the reporting date.

**Cash and Cash Equivalents**

Cash and cash equivalents consist of cash at bank and in hand, deposits, and short-term investments with an original maturity date of three months or less.

**Properties for Sale**

Properties being developed for fellow group subsidiaries are classed as current assets at the reporting date and are valued at the lower of cost or estimated selling price less costs to complete and sell.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)****2. ACCOUNTING POLICIES (continued)****Receivables and Payables**

Receivables and payables with no stated interest rate, and receivable and payable within one year, are recorded at transaction price. Any losses arising from impairment are recognised in the Statement of Comprehensive Income within operating income and expense.

**Financial Instruments**

Financial instruments are recognised when the Company becomes a party to the contractual provisions of the instrument and are classified according to their substance.

**3. TURNOVER**

The Company operates solely within, and therefore all revenue is generated from, operations in the United Kingdom. All turnover in both the current and prior year relates to the provision of design and build services.

**4. PROFIT ON ORDINARY ACTIVITIES BEFORE TAX**

Profit on ordinary activities before taxation is stated after charging:

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Impairment of assets	-	27
<b>Fees payable to the Company's auditor for:</b>		
Audit of the annual financial statements (excluding VAT)	6	6
	<b>6</b>	<b>33</b>

The audit fees for the Company have been borne by Abri Group Limited.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)****5. TAX**

The tax assessed for the year is lower than the standard rate of corporation tax in the United Kingdom at 19%. The differences are explained as follows:

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
<b>Total tax reconciliation</b>		
Profit on ordinary activities before tax	1,537	1,051
Tax on profit on ordinary activities at 19%	292	200
<b>Effects of:</b>		
Expenses not deductible for tax purposes	-	37
Prior period adjustments	(38)	-
Movement in unrecognised deferred tax	-	1
Losses arising in jointly controlled entities	-	(1)
Gift Aid	(292)	(199)
<b>Total tax (credit)/charge</b>	<b>(38)</b>	<b>38</b>

The deduction of £292k (2021: £199k) of Gift Aid relates to an amount of £1,540k (2021: £1,045k) to be gifted prior to 31 December 2022, with the tax benefit taken in the year ended 31 March 2022 as permitted by Section 199 of the Corporation Tax Act 2020.

**6. DIRECTORS' EMOLUMENTS**

The Directors of the Company are defined as the board members and the Executive Board.

Non-Executive members receive a fee in respect of services provided to all Group entities and committees; it is not possible to disaggregate their remuneration at a constituent entity level. Executive Board members receive no incremental remuneration for their role as Directors of individual legal entities. All Directors are remunerated by The Swaythling Housing Society Limited.

<b>Name</b>	<b>Appointed</b>	<b>Resigned</b>	<b>Annual Fee</b>
Jane Alderman	04/11/2019	-	13,000
Sarah Beckwith	01/02/2021	30/06/2022	5,000
<i>Stephen Lodge</i>	<i>20/09/2016</i>	-	<i>N/A</i>
<i>Mark Spridgeon</i>	<i>04/11/2019</i>	<i>24/11/2021</i>	<i>N/A</i>
<i>Vimal Gaglani</i>	<i>24/11/2021</i>	-	<i>N/A</i>

**7. STAFF COSTS**

The Company had no employees in the year (2021: none).

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

**8. INVESTMENTS**

The Company is one of four equal partners in Advantage Southwest LLP, which was set up as a consortium to obtain value for money in purchasing off site manufactured units. Advantage Southwest LLP has now broadened its procurement activity into capital works expenditure.

The registered office of Advantage Southwest LLP is Collins House, Bishopstoke Road, Eastleigh, SO50 6AD.

**9. PROPERTIES HELD FOR SALE**

	2022 £'000	2021 £'000
Properties under construction	1,033	68
Land held for future development	2,479	3,501
	<b>3,512</b>	<b>3,569</b>

**10. RECEIVABLES**

	2022 £'000	2021 £'000
Trade receivables	1	5
Other receivables and prepayments	-	20
Amounts due from Group undertakings	789	7,732
Other taxation and social security	112	81
	<b>902</b>	<b>7,838</b>

**11. PAYABLES: AMOUNTS DUE WITHIN ONE YEAR**

	2022 £'000	2021 £'000
Trade payables	240	382
Accruals	4,697	3,060
Contract retentions	1,870	1,315
Corporation tax	-	38
Gift Aid distribution	1,540	1,045
	<b>8,347</b>	<b>5,840</b>

**12. SHARE CAPITAL**

	2022 £'000	2021 £'000
<b>Shares of £1 each</b>		
Shares issued and fully paid at 1 April and 31 March	<b>5,926</b>	<b>5,926</b>

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)**

**13. RELATED PARTY TRANSACTIONS**

The Company, a subsidiary of Abri Group Limited, has taken advantage of the exemption contained in FRS 102 paragraph 33.1A not to disclose transactions or balances with entities which are wholly owned by the Group.

There were no other related party transactions during the period or balances at the reporting date.

**14. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY**

At 31 March 2022 the Company's ultimate parent and ultimate controlling party was Abri Group Limited, a Co-operative and Community Benefits Society registered with the Financial Conduct Authority.

Abri Group Limited is a registered provider and is the parent of both the largest and smallest group into which the Company is consolidated.

Group financial statements can be obtained from Abri Group Limited, Collins House, Bishopstoke Road, Eastleigh, SO50 6AD.