Company No: 11565060

RADIAN DEVELOPMENTS LIMITED

Annual Report and Financial Statements

Year Ended 31 March 2022

CONTENTS

GENERAL INFORMATION

BOARD OF DIRECTORS

Simon Porter
John Gary Orr
Caroline Moore
Stephen Lodge
Jane Alderman

COMPANY SECRETARY

Gemma Burton-Connolly

REGISTERED OFFICE

Collins House
Bishopstoke Road
Eastleigh
Hampshire
SO50 6AD

BANKERS

Lloyds Bank
25 Gresham Street
London
EC2V 7HN

AUDITOR

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

STRATEGIC REPORT

Organisational Overview

Radian Developments is a member of the Abri Group, with a registered head office in Eastleigh. The Company was incorporated in the period ended 31 March 2019.

The Company is a member of Thakeham Pease Pottage LLP, a jointly controlled entity with Thakeham Homes Limited. Radian Developments Limited purchased 50% of Thakeham Pease Pottage LLP from Thakeham Homes (Pease Pottage) Limited on 28 September 2018. The partnership was formed to develop a site at Pease Pottage in West Sussex, delivering over 600 new homes, a school, hospice, café and community spaces.

On 3 June 2019 the Company was appointed a member of Linden (Sayers Common) LLP, with Linden Limited ceasing to be a member at this time. The partnership was formed to deliver 120 new homes at Sayers Common, West Sussex.

On 30 November 2020 the Company was appointed a member of Lovell/Abri Weymouth LLP, with Lovell Partnerships Limited. The partnership was formed to deliver 500 new homes and community facilities on the outskirts of Weymouth, Dorset.

On 31 March 2022 the Company was appointed a member of Thakeham West Horsley LLP, with Thakeham Homes Limited, replacing Thakeham Homes (Pease Pottage) Limited. The partnership was formed to deliver 139 new homes, sports facilities and a nursery school in West Horsley, Surrey.

Business Model

The Company acts as a development company in the Group and has was incorporated to enter into joint ventures with third parties to deliver housing properties across a range of tenures.

Performance Highlights

In the current financial year, the entity has changed its accounting policy in relation to accounting for joint ventures, leading to a restatement of the prior year results.

In the year, operating costs have increased by £0.1m to £0.2m and finance costs of £0.1m have been incurred on intercompany loan balances held during the year. Distributions of £1.0m have been received from Thakeham Pease Pottage LLP, with £0.6m received in the prior year.

In 2021/22 a tax credit of £0.3m has been recognised against a charge of £0.1m in the prior year, driven by a £0.6m deferred tax credit, offsetting a £0.3m current tax charge.

A receivable of £2.2m has been recognised, reversing an amount distributed via Gift Aid in December 2021. A deferred tax asset of £1.3m has also been recognised in relation to the timing of taxable surpluses arising at the jointly controlled entities.

Payables have increased from £2.8m to £6.8m due to a total of £0.9m Gift Aid accruals and £1.7m of drawdowns on intercompany loans in the year. At the reporting date a total of £1m in corporation tax is payable to HMRC

STRATEGIC REPORT (continued)

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.

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

The Board approved entering a fourth development joint venture in the year, taking a 50% share in Thakeham West Horsley LLP, following a detailed project appraisal. The venture is in keeping with the existing activities of the Company.

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

The Company maintains regular contact with its development partners via regular meetings of the boards of each joint venture, which operate under the terms of each Partnership Agreement.

Each development is reviewed in detail, with the financial outturn of each scheme subsequently revised and shared with the partners.

STRATEGIC REPORT (continued)

Section 172 Compliance (continued)

Community and Environment

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

As a housebuilder, each partnership seeks to ensure 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 26 October 2022 and signed on its behalf by:

J J Alderman

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.

Director/ Committee	Audit and Risk	Treasury	People and Culture	Development and Assets	Customer Service and Performance
Simon Porter	Member	Chair	-	-	Chair
Jane Alderman	-	Member	-	Chair	Member
John Gary Orr	-	-	*Member*	*Member*	-
Caroline Moore	-	*Member*	-	-	-
Stephen Lodge	-	-	-	-	-

Dividends

The Directors do not recommend the payment of a dividend.

Employees

The Company had no employees in the year.

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.

Future Developments

As the nominated entity in the Abri Group, the Company expects to enter development projects with other third parties in the future.

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.

DIRECTORS' REPORT (continued)

Going Concern (continued)

The entity operates as a member of development joint venture limited liability partnerships, with each partnership existing to deliver a specific development. The appropriateness of preparing the accounts of the entity on a going concern basis is therefore intrinsically linked to the performance of the individual partnerships themselves. Updated forecasts are reviewed periodically, typically every month, to assess financial performance over the full term of the partnership.

The entity is indirectly exposed to a variety of macro-economic factors to the extent the individual partnerships are affected by them. A subset of the partnerships also have external funding and associated covenant compliance requirements. All factors impacting financial performance are subject to review alongside the production of revised forecasts.

The entity is currently engaged in four joint ventures, with activity spanning the rest of the decade. All ventures are forecast to deliver significant margins with favourable performance compared to returns approved during partnership due diligence.

However, following a change in accounting policy in the year the entity has negative reserves at the reporting date due to corporation tax liabilities incurred from actively in jointly controlled entities. The liability has arisen from a shortfall in cumulative distributions relative to taxable surpluses, a position which will reverse over time. The entity is therefore reliant upon a Letter of Support from Abri Group Limited, who will provide the required support in the short term.

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 26 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 RADIAN DEVELOPMENTS 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 Radian Developments 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 RADIAN DEVELOPMENTS 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 RADIAN DEVELOPMENTS 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 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 RADIAN DEVELOPMENTS 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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27 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

	Note	2022 £'000	Restated 2021 £'000
Operating costs		(156)	(72)
Operating Loss		**(156)**	**(72)**
Finance costs	3	(85)	-
Distributions from jointly controlled entities		1,000	600
Profit on ordinary activities before tax	4	**759**	**528**
Tax credit/(charge) for the year	5	332	(101)
Profit on ordinary activities after tax		**1,091**	**427**

All activities derive from continuing operations.

The notes on pages 15 to 20 form part of these financial statements.

STATEMENT OF FINANCIAL POSITION
As at 31 March 2022

	Note	2022 £'000	Restated 2021 £'000
Current assets			
Receivables	9	2,206	-
Deferred Tax	10	1,251	382
Cash and cash equivalents		3,595	3,101
		7,052	**3,483**
Payables: amounts due within one year	11	(6,755)	(3,350)
Net current assets		**296**	**133**
Total assets less current liabilities		**296**	**133**
Capital and reserves			
Share capital	12	1	1
Revenue reserve		296	132
Shareholder's funds		**297**	**133**

The notes on pages 15 to 20 form part of these financial statements.

The financial statements of Radian Developments Limited, registered number 11565060, on pages 12 to 20 were approved by the Board of Directors and authorised for issue on 26 October 2022 and signed on its behalf by:

J D Alderman

Jane Alderman
Director

STATEMENT OF CHANGES IN EQUITY

	Share Capital £'000	Revenue Reserve £'000	Total £'000
At 31 March 2020 - restated	**1**	**(295)**	**(294)**
Profit on ordinary activities after tax - restated	-	427	**427**
At 31 March 2021 - restated	**1**	**132**	**133**
Profit on ordinary activities after tax	-	1,091	**1,091**
Gift Aid paid	-	(2,206)	**(2,206)**
Gift Aid returned		2,206	**2,206**
Gift Aid accrued	-	(927)	**(927)**
At 31 March 2022	**1**	**296**	**297**

The notes on pages 15 to 20 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 operates as a member of development joint venture limited liability partnerships, with each partnership existing to deliver a specific development. The appropriateness of preparing the accounts of the entity on a going concern basis is therefore intrinsically linked to the performance of the individual partnerships themselves. Updated forecasts are reviewed periodically, typically every month, to assess financial performance over the full term of the partnership.

The entity is indirectly exposed to a variety of macro-economic factors to the extent the individual partnerships are affected by them. A subset of the partnerships also have external funding and associated covenant compliance requirements. All factors impacting financial performance are subject to review alongside the production of revised forecasts.

The entity is currently engaged in four joint ventures, with activity spanning the rest of the decade. All ventures are forecast to deliver significant margins with favourable performance compared to returns approved during partnership due diligence.

However, following a change in accounting policy in the year the entity has negative reserves at the reporting date due to corporation tax liabilities incurred from actively in jointly controlled entities. The liability has arisen from a shortfall in cumulative distributions relative to taxable surpluses, a position which will reverse over time. The entity is therefore reliant upon a Letter of Support from Abri Group Limited, who will provide the required support in the short term.

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, as per FRS 102 Section 15 paragraphs 15.10-11.

The equity investment is initially recognised at the transaction price and is subsequently reviewed for impairment at least annually and any distributions from ventures are accounted for as income.

Value Added Tax (VAT)

The Company is part of the Radian VAT Group, the principal VAT group in the Abri Group. As a large proportion of its income is rent, which is exempt for VAT purposes, the Group is subject to a partial exemption calculation.

Expenditure is therefore shown inclusive of VAT and the input VAT recovered is credited to the Statement of Comprehensive Income.

Tax

Current tax is recognised for tax payable in respect of the taxable profit 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.

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.

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

3. FINANCE COSTS

	2022 £'000	2021 £'000
Interest payable on intercompany loans	**85**	**-**

4. PROFIT ON ORDINARY ACTIVITIES BEFORE TAX

Profit on ordinary activities before tax is stated after charging:

	2022 £'000	2021 £'000
Fees payable to the Company's auditor for:		
Audit of the annual financial statements (excluding VAT)	**5**	**5**

The audit fees for the Company have been borne by The Swaythling Housing Society Limited.

5. TAX

	2022 £'000	Restated 2021 £'000
Current tax		
UK corporation tax	536	419
Deferred tax		
Timing differences, origination and reversal	(869)	(318)
Tax (credit)/charge for the year	**(332)**	**101**

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:

	2022 £'000	Restated 2021 £'000
Total tax reconciliation		
Profit on ordinary activities before tax	759	529
Tax on profit on ordinary activities at 19%	144	101
Effects of:		
Movement in deferred tax due to differences in tax rates	(300)	-
Gift Aid	(176)	-
Total tax (credit)/charge	**(332)**	**101**

The deduction of £176k of Gift Aid relates to an amount of £927k 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.

The prior year has been restated to correct the tax charges arising from the change in accounting policy from the equity method to the cost method of accounting for jointly controlled entities.

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

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.

Name	Appointed	Resigned	Annual Fee
Jane Alderman	20/05/2020	-	13,000
Simon Porter	01/12/2018	-	13,000
John Gary Orr	*01/12/2018*	-	*N/A*
Caroline Moore	*04/11/2019*	-	*N/A*
Stephen Lodge	*04/11/2019*	-	*N/A*

7. STAFF COSTS

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

8. INVESTMENTS

The Company holds a 50% interest in the following jointly controlled entities, by way of holding one of two £1 shares issued for each:

- The Company invested in Thakeham Pease Pottage LLP in 2018, a jointly controlled entity with Thakeham Homes Limited. The partnership was formed to develop a site at Pease Pottage in West Sussex, delivering over 600 new homes, a school, hospice, café and community spaces.
- The Company invested in Linden (Sayers Common) LLP in 2019, a jointly controlled entity with Vistry Linden Limited. The partnership was formed to develop a site at Reeds Lane, Sayers Common in West Sussex, delivering 120 new homes.
- The Company invested in Lovell/Abri Weymouth LLP in 2020, a jointly controlled entity with Lovell Partnerships Limited. The partnership was formed to develop a site on the outskirts of Weymouth to deliver 500 new homes and deliver a new primary school, care home, community centre and public open space.
- The Company invested in Thakeham/West Horsley LLP in 2022, a jointly controlled entity with Thakeham Homes Limited. The partnership was formed to develop land at Manor Farm, West Horsley to deliver 139 homes, community infrastructure and public open space.

9. RECEIVABLES

In December 2021, the entity made a Gift Aid distribution to Abri Group Limited to mitigate its taxable surpluses for the year ended 31 March 2021.

The error in accounting policy over joint ventures has impacted the distributable reserves of the Company, Abri Group Limited has agreed to return the amount in full.

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

10. DEFERRED TAX

Deferred tax is provided as follows:

	2022 £'000	Restated 2021 £'000
Short term timing differences	1,242	320
Losses and other deductions	9	62
Deferred Tax Asset	**1,251**	**382**

Deferred tax assets and liabilities are offset only where the Society has a legally enforceable right to do so. The asset would be recovered if there were sufficient and suitable surpluses in the future.

11. PAYABLES: AMOUNTS DUE WITHIN ONE YEAR

	2022 £'000	Restated 2021 £'000
Amounts due to Group undertakings	674	431
Intercompany loans	4,200	2,500
Corporation tax	954	419
Gift Aid distribution	927	-
	6,755	**3,350**

Loans and borrowings relate to an intercompany loan from Abri Group Limited, incurring interest at the Bank of England base rate + 3%.

12. SHARE CAPITAL

	2022 £	2021 £
Shares of £1 each		
Issued and fully paid at 1 April and 31 March	**1,000**	**1,000**

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 year or balances at the reporting date.

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

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, Hampshire, SO50 6AD.

15. PRIOR PERIOD ERRORS

In previous financial statements, the entity's share of jointly controlled entities had been erroneously accounted for under the equity method, as outlined in FRS102 Section 15. As the entity is not the parent company of the Group preparing consolidated financial statements, it was only permitted to account for the investments under the cost model.

Detailed below are the financial statement line items impacted by the change in accounting policy:

Line Item	Original FY21 £000's	Restated FY21 £000's	Adjustments required
Statement of Comprehensive Income			
Share of surplus in jointly controlled entities	3,508	-	Under equity method, share of surplus recognised. Under cost method, only distributions are treated as income.
Distributions from jointly controlled entities	-	600	
Tax credit/(charge) for the year	82	101	Previous tax charge revised to incorporate higher current tax charge, adjusted for introduction of deferred tax.
Statement of Financial Position			
Investments	1,686	-	Cumulative share of jointly controlled entity funds recognised under equity method.
Deferred Tax	-	381	Deferred tax introduced given timing differences between tax charge, arising is jointly controlled entities, and accounting result.
Payables	(4,785)	(3,350)	Removal of accrual for Gift Aid, offset by revision to tax charge on profits arising in jointly controlled entities