

F L O R E A T
FLOREAT DEVELOPMENT LIMITED

Annual Report &
Financial Statements

For the year ended
31 March 2019



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Floreat Development Limited
Report and financial statements for the year ended 31 March 2019

Directors and Advisors

Directors

Michael McCarthy Chair (Appointed March 2018, Resigned December 2018)
Jacob Berriman (Appointed July 2017, Resigned September 2018)
Graham Biggs (Appointed July 2017, Resigned November 2018)
Paul O'Driscoll (Appointed July 2017, Resigned December 2018)
Sonia Higgins (Appointed July 2017, Resigned December 2018)
David Lincoln (Appointed July 2017)
James Williamson (Appointed July 2017, Resigned December 2018)
Duncan Forbes (Appointed September 2018, Resigned December 2018)
John Cross, Chair (Appointed December 2018)
Hillary Gardner (Appointed December 2018)
Philippa Jones (Appointed December 2018, Resigned April 2019)
Paul Smith (Appointed December 2018)
Richard Woolley (Appointed April 2019)

Secretary

Jennifer Hayball (Appointed July 2017, Resigned September 2018)
Richard Woolley (Appointed September 2018, Resigned March 2019)
Nicola Griffiths (Appointed March 2019)

Registered office

Floreat Development Limited,
C/O Connexus Housing Limited
The Gateway
The Auction Yard
Craven Arms
Shropshire
United Kingdom
SY7 9BW

Registered number

10185982
Registered as a Company Limited by Shares

Auditor

KPMG LLP
One Snow Hill
Snow Hill Queensway
Birmingham
B4 6GH

Solicitor

Anthony Collins
134 Edmund Street
Birmingham
B3 2ES

Report of the Directors

The directors present their report together with the audited financial statements for the year ended 31 March 2019.

Principal activities

Floreat Development was incorporated and commenced trading on 18th May 2016.

Floreat Development Limited is a private company limited by shares, incorporated under the Companies Act 2006. The company is a wholly owned trading subsidiary of Connexus Housing Limited.

The principal activity of the Company is to provide design and build services to South Shropshire Housing Limited and Meres and Mosses Housing Limited under a Development Agreement.

Political and other donations

No political or other donations were made during the year.

Dividends

No payment of dividends is proposed for the financial period.

Parent Company

Connexus Housing Limited is registered with the Cooperative and Community Benefit Societies Act 2014. It is also registered with the Regulator of Social Housing as a social housing Registered Provider. South Shropshire Housing Limited has charitable objectives and is a charity for tax purposes.

Directors and Directors' Indemnities

The Connexus Housing Group operates with co-terminous boards, where board members act for and on behalf of the Group. Membership of the Floreat Development Limited Board is drawn from members of the Group Board.

The directors of the Company who were in office during the year and up to the date of signing the financial statements are set out on page three. As permitted by the Articles of Association, the directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the financial year and is currently in force. The Group also purchased and maintained throughout the year directors' and officers' liability insurance in respect of itself and its directors.

Employees

The Company has no employees. All employee services are provided by South Shropshire Housing Limited and recharged to the Company at cost plus 5%.

Floreat Development Limited
Report and financial statements for the year ended 31 March 2019

Report of the Directors (continued)

Going concern

After making enquiries the Board has a reasonable expectation that the Company has adequate resources to continue its operational activities for the foreseeable future, being a period of twelve months after the date on which the report and financial statements were signed.

Annual General Meeting

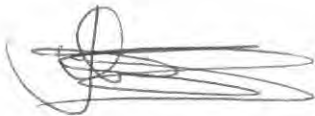
The annual general meeting will be held on 19 September 2019 at the registered office, The Gateway, The Auction Yard, Craven Arms.

Independent Auditors

KPMG LLP were appointed on 16th November 2017.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

The report of the director's was approved by the Board on 19 September 2019 and signed on its behalf by:



John Cross
Director
19 September 2019

Report of the Directors (continued)

Statement of directors' responsibilities

The directors are responsible for preparing 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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102. *The Financial Reporting Standard applicable in the UK and Republic of Ireland.*

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs 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 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;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

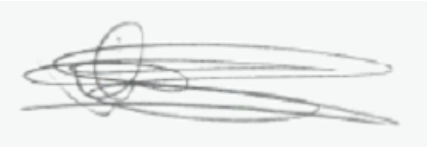
Statement as to disclosure of information to auditors

The directors who held office at the date of approval of these financial statements confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware. Each Director has taken all the steps that they ought to have taken as a Director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Floreat Development Limited

Report and financial statements for the year ended 31 March 2019

The Report of Directors and the financial statements were approved by the Board on 19 September and signed on its behalf by:

A handwritten signature in black ink, appearing to be 'John Cross', written over a light grey rectangular background.

John Cross

Director

19 September 2019

Independent auditor's report to the members of Floreat Development Limited

Opinion

We have audited the financial statements of Floreat Development Limited ("the company") for the year ended 31 March 2019 which comprise the Statement of Comprehensive Income, Statement of Financial Position, and Statement of Changes in Equity, and related notes, including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Brexit other matter paragraph

Uncertainties related to the effects of Brexit are relevant to understanding our audit of the financial statements. All audits assess and challenge the reasonableness of estimates made by the directors and related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Brexit is one of the most significant economic events for the UK, and at the date of this report its effects are subject to unprecedented levels of uncertainty of outcomes, with the full range of possible effects unknown. We applied a standardised firm-wide approach in response to that uncertainty when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company and this is particularly the case in relation to Brexit.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model, including the impact of Brexit, and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and directors' report;

Independent auditor's report to the members of Floreat Development Limited (continued)

- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 6, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



Sarah Brown (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
One Snowhill, Snow Hill Queensway
Birmingham B4 6GH

2 October 2019

Statement of Comprehensive Income

For the period ended 31 March 2019

Note	Notes	2019 £'000	2018 £'000
Turnover		9,341	10,920
Operating expenditure		(8,992)	(10,323)
Operating profit on ordinary activities before taxation	3	349	597
Total profit for the year before taxation		349	597
Tax on profit on ordinary activities	4	-	-
Profit for the year		349	597

There is no material difference between the result/profit on ordinary activities before taxation and the result/profit for the financial year stated above and their historical costs equivalent.

The company has no recognised gains and losses other than those included in the results above, and therefore no separate statement of recognised gains and losses has been presented.

The results for the period are in respect of continuing operations.

The accompanying notes form part of the financial statements.

Statement of Financial Position

As at the 31 March 2019

Note	Notes	2019 £'000	2018 £'000
Current assets			
Stock		-	-
Trade and other debtors	7	1,498	1,043
Cash and cash equivalents	8	197	99
		1,695	1,142
Creditors: amounts falling due within one year	9	(1,695)	(1,142)
Net current assets / (liabilities)		-	-
Creditors: amounts falling due after more than one year		-	-
Total net assets / (liabilities)		-	-
Capital and reserves			
Called up share capital	10	-	-
Reserves		-	-
Total shareholders' funds / (deficit)		-	-

The financial statements on pages 10 to 17 were approved by the Board and authorised for issue on and signed on its behalf by:



John Cross
 Director
 19 September 2019



Nicola Griffiths
 Secretary

Notes to the Financial Statements

Notes to the Financial Statements

1. Legal status

Floreat Development Limited is a private company limited by shares, incorporated under the Companies Act 2006. The Company was incorporated on 18th May 2016 and became active in May 2016. The Company is a wholly owned subsidiary of Connexus Housing Limited.

2. Accounting policies

The following accounting policies have been adopted as being appropriate to the Company's circumstances with regard to giving a true and fair view and have been applied consistently in dealing with items which are considered to be material in relation to the Company's financial statements.

a. Cash flow

The Company is exempt from producing a cash flow statement in accordance with FRS102.

b. Basis of Accounting

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom and in accordance with the Companies Act 2006. The financial statements have been prepared in accordance with the historical cost convention, on an accruals and going concern basis.

c. Going concern

The financial statements have been prepared on a going concern basis which assumes an ability to continue operating for the foreseeable future, being a period of twelve months after the date on which the report and financial statements were signed.

Floreat Development is a vehicle of Connexus Housing Limited whose purpose is to allow the Group to carry out design and build services to the Group and gift aid the profits to the parent to further its charitable activities. The going concern is therefore based on the strength of the Group and its continued plan to expand its property portfolio.

Notes to the Financial Statements

2. Accounting policies (continued)

d. Turnover

Turnover represents fees receivable for the provision of a design and build service for the parent and its group members. Turnover is recognised on completion or part-completion of works or services carried out, or as it falls due under contractual arrangements.

e. Management costs

Project Management costs are invoiced from South Shropshire Housing Limited on the basis of an estimation of colleague time allocated, except for specific items of expenditure, which are allocated directly.

f. Reserves

Floreat Development Limited has a general reserve that is unrestricted and can be applied freely, at the discretion of the Company (within its powers). The Company has not earmarked any of this reserve, as a designated reserve, at this point in time.

g. Bad and doubtful debts

As substantially all debts are owed by the Group no provision has been made.

h. Taxation

The Company is liable to corporation tax on profits. Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results, as stated in the financial statements. The recognition of deferred tax assets is limited to the extent that the Company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

i. Value Added Tax

Floreat Development Limited is registered outside of the Group for VAT purposes and VAT is liable on charges between the Company and the Group Members.

Notes to the Financial Statements (continued)

3. Operating profit

	2019 £'000	2018 £'000
Operating profit / (loss) is arrived after charging:		
Auditors' remuneration for external audit services (excl. VAT)	3	4

4. Tax on result/profit on ordinary activities

	2019 £'000	10 month period ending 2018 £'000
Profit on ordinary activities before tax	349	597
Profit on ordinary activities at the standard rate of corporation tax in the UK of 19% (19% 2018)	-	-
Total tax expense included in profit or loss	-	-

5. Employees

The Company employed no staff and incurred no employee costs during the year.

6. Directors' emoluments

The directors are also directors of the parent Connexus Housing Limited, or subsidiaries within the Group. Emoluments are paid by the parent company which makes no recharge to Floreat Developments Limited. Their roles to Floreat Development Limited are of a non-executive nature and their emoluments are deemed to be wholly attributable to their services to the ultimate parent company.

Floreat Development Limited
 Report and financial statements for the year ended 31 March 2019

Notes to the Financial Statements (continued)

7. Debtors

	2019 £'000	2018 £'000
Due within one year:		
Trade debtors	0	525
Amounts owed by group companies	1,404	518
Other taxation and social security	94	-
At 31 March	1,498	1,043

8. Cash at bank and in hand

	2019 £'000	2018 £'000
Cash and cash equivalents	197	99
At 31 March	197	267

9. Creditors: amounts falling due within one year

	2019 £'000	2018 £'000
Due within one year:		
Trade creditors	492	534
Amounts owed to parent company	694	597
Amounts owed to other group members	-	-
Receipts in advance	-	-
Accruals and deferred income	509	11
At 31 March	1,695	1,142

Notes to the Financial Statements (continued)

10. Called up share capital

	2019 Number	2018 Number
Number of £1 shares at beginning of the period	2	2
Returned shares	-	-
Shares issued during the financial period	-	-
Number of shares at 31 March	2	2

11. Reconciliation of movements in shareholders' funds

	2019 £'000	2018 £'000
Balance at beginning of the period	-	-
Profit / (loss) for the financial year / period	349	597
Distribution to shareholders in the form of Gift Aid	(349)	(597)
Tax credit on gift aid	-	-
Closing shareholders' funds / (deficit)	-	-

12. Related party transactions

The directors of the Company are either employees or Board Members of the parent or subsidiaries within the Group, Connexus Housing Limited. As the Company is a wholly owned subsidiary, it has taken advantage of the exemption under FRS8 not to disclose in full intra-group transactions.

13. Post balance sheet events

There are no significant post balance sheet events requiring adjustment to, or disclosure in, the financial statements.

Notes to the Financial Statements (continued)

14. Ultimate parent undertaking and controlling party

The Company is a wholly owned subsidiary of Connexus Housing Limited, and has taken advantage of the following exemptions:

- Exemption from producing a cash flow statement in accordance with FRS102
- Exemption from disclosing transactions or balances with entities which form part of the Group.

The Company's parent undertaking, which is also the Company's ultimate parent undertaking, is Connexus Housing Limited, a company incorporated in Great Britain.

The consolidated financial statements of Connexus Housing Limited are available from the Company Secretary, The Auction Yard, Craven Arms, Shropshire, SY7 9BW.