Redrow Homes (Southern) Limited Annual report for the year ended 30 June 2008

Registered number 537405

A19

AG02E8CQ A19 21/02/02*

21/03/2009 COMPANIES HOUSE

40

Redrow Homes (Southern) Limited Annual report for the year ended 30 June 2008

Contents

Directors and advisors for the year ended 30 June 2008	I
Directors' report for the year ended 30 June 2008	2
Independent auditors' report to the members of Redrow Homes (Southern) Limited	
Profit and loss account for the year ended 30 June 2008	5
Balance sheet as at 30 June 2008	6
Statement of accounting policies for the year ended 30 June 2008	7
Notes to the financial statements for the year ended 30 June 2008	9

Directors and advisors for the year ended 30 June 2008

Directors

Redrow Homes Limited

F Veevers

A J West

C E Lewis

A Grundy

B Stiles

R T Gartside

D H Livingstone

M Timlin

S Pickering

Secretary

G A Cope

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
101 Barbirolli Square
Lower Mosley Street
Manchester
M2 3PW

Bankers

Barclays Bank PLC Level 27 1 Churchill Place Canary Wharf London E14 5HP

Registered office

Redrow House St David's Park Flintshire CH5 3RX

Registered number

537405

Directors' report for the year ended 30 June 2008

The directors present their report and the audited financial statements of the company for the year ended 30 June 2008.

Principal activities and business review

The principal activity of the company is residential development.

Turnover for the year was £70,008,544 (2007: £95,742,839). Pre-exceptional operating margin for the year was 16.1% (2007:20.6%) a decrease of 4.5% on the prior year, largely reflecting the current challenges faced by UK housebuilders.

Net assets as at 30 June 2008 were £29,795,031 (2007: £43,297,718), with the movement of £13,502,687 largely being the result of the exceptional net realisable value provision.

Financial risk management

Financial risk management of the business is in line with Redrow Group policy. Further information on this can be found in the Chief Executive and Finance Director's business review as published in the Annual Report and Accounts of Redrow plc.

Interest rate risk is managed at a group level with regular monitoring to ensure that the level of hedging to mitigate risks remains appropriate. Liquidity risks are managed through the regular review of cash forecasts and maintaining adequate banking facilities. The company is exposed to commodity price risk as part of its operations but this is minimised by Groupwide annual agreements for key materials. The company has no exposure to equity securities price risk as it holds no listed investments.

The principal risk is the nature of the conditions within the UK housing market. This risk is partially mitigated by having a wide range of products and by monitoring the lead indicators of the housing market.

Key performance indicators

Key performance indicators for the company are operating profit and customer service targets. The key performance indicators of Redrow plc, which includes the company, are discussed on page 21 of the Group's Annual Report which does not form part of this report.

Future outlook

The directors consider the progress of the business during the year, the state of affairs at the end of the year, and the future prospects of the company, to be satisfactory.

Results and dividends

The loss for the financial year of £13,502,687 (2007: profit before dividends of £9,323,825) will be deducted from reserves.

The directors do not recommend payment of a dividend in respect of the year ended 30 June 2008 (2007: 72.7p per ordinary share totalling £4,000,000)

Directors

The directors who held office during the year and up to the date of signing of the financial statements are given below:

W J Brand - resigned 3 September 2007

Redrow Homes Limited

P R Dunthorne - resigned 30 September 2008 JF Tutte - resigned 3 September 2007 P A Moran - resigned 16 November 2007

F Veevers

S T Rowlands - resigned 18 August 2008 G Blake - resigned 30 November 2007 A J West - resigned 31 July 2008 C E Lewis - appointed 1 July 2007

Directors' report for the year ended 30 June 2008 (continued)

A Grundy

- appointed 1 July 2007

B Stiles

- appointed 14 November 2007

Redrow Homes Limited is the immediate parent company of the majority of the Redrow Homes trading subsidiaries.

On 1 August 2008 W J Brand, J F Tutte, R T Gartside, D H Livingstone, M Timlin and S Pickering were all appointed to the board.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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). The financial statements are required by law to 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 those 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business, in which case there should be supporting assumptions or qualifications as necessary.

The directors confirm that they have complied with the above requirements in preparing the financial statements

The directors are responsible for keeping proper accounting records that 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 1985. 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.

Statement of provision of information to auditors

So far as each director is aware, there is no relevant audit information of which the company's auditors are unaware. Each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Charitable contributions

Charitable contributions amounting to £4,842 (2007: £7,900) were made by the company during the year.

Creditor payment policy

The company values its relationships with suppliers and sub-contractors. It is the policy to agree credit terms prior to commencement of trading. Subject to any items of genuine dispute, it is policy to pay creditors within the terms agreed. At 30 June 2008, the company had 57 days' purchases outstanding in respect of payments to suppliers and sub-contractors (2007: 59 days).

Directors' report for the year ended 30 June 2008 (continued)

Independent auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office. A resolution concerning their reappointment will be proposed at the annual general meeting.

By order of the Board

A Cope Secretary

19 November 2008

Independent auditors' report to the members of Redrow Homes (Southern) Limited

We have audited the financial statements of Redrow Homes (Southern) Limited for the year ended 30 June 2008 which comprise the profit and loss account, the balance sheet, the statement of accounting policies and the related notes. These financial statements have been prepared under the accounting policies set out therein.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 June 2008 and of its loss for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985;
- and the information given in the Directors' Report is consistent with the financial statements.

Printer Como W

PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
Manchester
19 November 2008

Profit and loss account for the year ended 30 June 2008

	Note	Pre- exceptional Items 2008 £	Exceptional Items 2008	· Total 2008 £	Restated 2007
Turnover	1	70,008,544	-	70,008,544	95,742,839
Operating (loss)/profit	1	11,303,483	(29,259,000)	(17,955,517)	14,169,025
Interest payable	4	(1,259,465)	-	(1,259,465)	(933,591)
(Loss)/profit on ordinary activities before taxation	5	10,044,018	(29,259,000)	(19,214,982)	13,235,434
Tax on (loss)/profit on ordinary activities	6	(2,964,021)	8,676,316	5,712,295	(3,911,609)
(Loss)/profit for the financial year	15,16	7,079,997	(20,582,684)	(13,502,687)	9,323,825

All amounts relate to continuing operations.

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

There is no material difference between the (loss)/profit on ordinary activities before taxation and the (loss)/profit for the year stated above and their historical cost equivalents.

Balance sheet as at 30 June 2008

	Note	2008 £	2007 £
Fixed assets			
Tangible assets	7	415,002	134,662
Investments	8	44,056	44,056
		459,058	178,718
Current assets		"	
Stock	9	94,046,795	91,258,113
Debtors	10	8,469,023	6,297,232
Cash at bank and in hand		-	1,532,017
		102,515,818	99,087,362
Creditors: amounts falling due within one year	11	(61,757,495)	(41,899,035)
Net current assets		40,758,323	57,188,327
Total assets less current liabilities		41,217,381	57,367,045
Creditors: amounts falling due after more than one year	12	(11,300,000)	(13,976,577)
Provision for liabilities and charges	13	(122,350)	(92,750)
Net assets		29,795,031	43,297,718
Capital and reserves			
Called up share capital	14	5,500,000	5,500,000
Profit and loss account	15	24,295,031	37,797,718
Total shareholders' funds	16	29,795,031	43,297,718

The financial statements on pages 6 to 16 were approved by the board of directors on 19 November 2008 and were signed on its behalf by:

Aww Cray

A Grundy Director

Statement of accounting policies for the year ended 30 June 2008

The financial statements have been prepared in accordance with the Companies Act 1985 and applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently throughout the year, except for turnover and profit recognition, is set out below.

1) Sales of residential land holdings have historically not represented a material part of the Group's strategy and, because of this, have not been included within revenue. With the increased focus on optimising the Group's land bank through land sales and land swaps which may form a more frequent part of ordinary trading for Redrow, we have amended our revenue recognition policy to include residential land sales revenue. This change in accounting policy does not affect reported cash flows and earnings. The impact is to increase reported revenue by £nil (2007: £13,700,000).

Basis of accounting

The financial statements have been prepared under the historical cost convention on a going concern basis.

Tangible fixed assets

Tangible fixed assets are shown at cost (i.e. purchase price and other incidentals) less accumulated depreciation. Fixed assets are depreciated on a straight line basis over their expected useful economic lives at the following principal annual rates:

Fixtures and fittings 25
Plant and machinery 10-25

Investments

Ground rents are capitalised at six years' rental value.

Stocks and work in progress

Stocks and work in progress are stated at the lower of cost and net realisable value, cost includes materials, labour and subcontract work.

Turnover and proft recognition

Turnover represents sales of residential housing and land sales. Turnover and profit are recognised on legal completion.

Interest on borrowings

Interest is written off to the profit and loss account as incurred.

Deferred taxation

Deferred tax is provided on timing differences arising from the recognition of income and expenditure in different periods for taxation and accounting purposes where timing differences have originated but not reversed by the balance sheet date. Deferred tax is provided at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse. Deferred tax assets are only recognised to the extent that it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax assets and liabilities recognised have not been discounted.

Pension scheme

The Group, Redrow plc, operates a contributory pension scheme for all its staff. The funds of the scheme are administered by Trustees. The scheme is externally invested and comprises two sections: a defined benefit section and a defined contribution section.

i. Defined contribution section

The company participates in the Group's defined contribution section. The assets of the scheme are held separately from those of the company in an independently administered fund. Contributions are recognised in the profit and loss account when they fall due.

Statement of accounting policies for the year ended 30 June 2008 (continued)

ii. Defined benefit section

The company participates in the Group's defined benefit section, the assets of which are held separately from those of the company in independently administered funds. As the company is unable to identify its share of the assets and liabilities of the Group scheme, it accounts for contributions as if they were to a defined contribution pension scheme, as permitted by FRS 17. Contributions are charged to the profit and loss account in the year as incurred. The amendment to FRS 17 has been adopted during the year. This has no impact on reserves and no prior year adjustment has been required as the company has taken the multi-employer exemption.

The pension cost charge as disclosed in note 3 represents employer contributions made in respect of both the defined benefit and defined contribution sections.

Cash flows

The company is a wholly owned subsidiary of Redrow plc, and its cash flows are included in the consolidated cash flow statement of Redrow plc whose financial statements are publicly available. Consequently, the company is exempt from the requirement of FRS 1 (revised 1996) to prepare a cash flow statement.

Forward land

All expenditure relating to forward land, including options, fees etc. is provided for when incurred. After exercise of an option and acquisition of the land following the securing of planning permission, the provisions relating to that land are released.

Provisions

Provisions are recognised when the company has a present obligation as a result of a past event, it is probable that a transfer of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Exceptional items

Exceptional items are those which in the opinion of the Board are material by size or nature, non-recurring and of such significance that they require separate disclosure on the face of the income statement.

Notes to the financial statements for the year ended 30 June 2008

1 Turnover and operating (loss)/profit

	Pre-exceptional Items 2008 £	Exceptional Items 2008 £	Total 2008 £	Restated 2007 £
Turnover	70,008,544	-	70,008,544	95,742,839
Cost of sales	(54,870,940)	(29,259,000)	(84,129,940)	(76,060,247)
Gross (loss)/profit	15,137,604	(29,259,000)	(14,121,396)	19,682,592
Administrative expenses	(3,834,121)	-	(3,834,121)	(5,513,567)
Operating (loss)/profit	11,303,483	(29,259,000)	(17,955,517)	14,169,025

All turnover is generated from one line of business and one geographical area.

An exceptional net realisable value provision was recognised in the year against land and work in progress in the sum of £29,259,000. Comprehensive details of the methodology adopted can be found on page 59 and 60 of the Redrow plc Annual Report and Accounts.

2 Directors' emoluments

	2008 £	2007 £
Emoluments		
Aggregate emoluments	824,347	588,257
Company contributions to money purchase pension scheme	12,883	1,406

Retirement benefits are accruing to 5 (2007: 5) directors under a defined benefit scheme, there are also 5 (2007: 5) directors in the money purchase scheme. During the year 1 directors (2007: nil) exercised options over shares of Redrow plc.

	2008 £	2007 £
Highest paid director	•	
Emoluments	277,277	180,897
Defined benefit pension schemes:		
Accrued pension at end of year	5,880	3,760

Notes to the financial statements for the year ended 30 June 2008 (continued)

3 Employee information

Auditors' remuneration - audit services

Hire of plant and machinery

Rent of land and buildings

After crediting:

Rental income

The average monthly number of persons (including executive directors) employed by the company during the year was:

	2008 Number	2007 Number
By activity		
Directors and administrative staff	25	28
Site personnel	47	47
	72	75
	2008	200
	£	1
Wages and salaries	2,739,407	3,036,808
ocial security costs	349,975	360,968
Other pensions costs (note 17)	199,778	675,36
	3,289,160	4,073,137
Interest payable		
	2008 £	2007 £
nterest payable - group funding	1,259,465	933,591
(Loss)/Profit on ordinary activities	s before taxation	
<u>.</u>	2008 £	200
(Loss)/profit on ordinary activities before taxation is stat	ed after	
Depreciation – owned assets	48,050	37,700
a decide to the decidence of the deciden		7.50

7,500 513,332

120,000

185

7,725

532,383

120,000

20

Notes to the financial statements for the year ended 30 June 2008 (continued)

6 Tax on (loss)/profit on ordinary activities

a) Analysis of (credit)/charge in the year	2008 £	2007 £
Current taxation	· · · · · · · · · · · · · · · · · · ·	
United Kingdom corporation tax on (loss)/profit for the year	(5,734,945)	3,964,818
Over provision in respect of prior year	-	(59,463)
Total current tax	(5,734,945)	3,905,355
Deferred tax:		
Origination and reversal of timing differences	21,830	6,254
Change in tax rate: effect on deferred tax	820	-
Total deferred taxation (note 13)	22,650	6,254
Tax on profit on ordinary activities	(5,712,295)	3,911,609
b) Factors affecting the tax (credit)/charge for the year		
The tax assessed for the year is lower (2007: lower) than the standard rate of corporation tax in the UK. The differences are explained below		
Reconciliation of current taxation charge		
Profit on ordinary activities before taxation	(19,214,892)	13,235,434
Profit on ordinary activities multiplied by the standard UK rate 29.5% (2007: 30%)	(5,668,393)	3,970,630
Over provision in respect of prior year	-	(59,463)
Permanent differences	43,554	442
Accelerated capital allowances and other timing differences	(22,998)	(6,254)
Current tax (credit)/charge for the year	(5,734,945)	3,905,355

From 1 April 2008, the rate of corporation tax applied reduced from 30% from 28% giving an average rate for the year of 29.5%.

Notes to the financial statements for the year ended 30 June 2008 (continued)

7 Tangible assets

Tanglore assets	Plant and machinery £	Fixtures and fittings	Total £
Cost			·
At 1 July 2007	117,626	515,486	633,112
Additions	-	328,390	328,390
At 30 June 2008	117,626	843,876	961,502
Accumulated depreciation			
At 1 July 2007	2,849	495,601	498,450
Charge for the year	17,094	30,956	48,050
At 30 June 2008	19,943	526,557	546,500
Net book amount			
At 30 June 2008	97,683	317,319	415,002
At 30 June 2007	114,777	19,885	134,662

8 Investments

Investments represent capitalised ground rents

	£
Net book value at 1 July 2007 and 30 June 2008	44,056
	

The Directors believe that the book value of investments is supported by their underlying net assets.

9 Stock

	2008 £	2007 £
Land for development	76,490,748	67,839,129
Work in progress	22,148,718	24,203,990
Stock of showhomes	872,442	632,815
	99,511,908	92,675,934
Less: payments received on account	(5,465,113)	(1,417,821)
	94,046,795	91,258,113

Notes to the financial statements for the year ended 30 June 2008 (continued)

10 Debtors

	2008 £	2007 £
Trade debtors	3,396,515	1,524,272
Amounts owed by group undertakings	1,743,972	1,201,035
Other debtors	248,159	3,527,533
Corporation tax	3,072,045	-
Deferred taxation (note 13)	-	12,300
Prepayments and accrued income	8,332	32,092
	8,469,023	6,297,232

Amounts owed by group undertakings are repayable on demand. Interest is charged at a commercial rate linked to the Bank of England base rate.

11 Creditors: amounts falling due within one year

	2008 £	2007 £
Bank borrowings	644,875	-
Trade creditors	15,356,978	17,227,317
Amounts due in respect of land for development	37,822,781	15,913,664
Amounts owed to group undertakings	6,862,973	4,563,505
Corporation tax	-	1,914,511
Other taxation and social security payable	8,122	1,176
Other creditors	186,507	192,189
Accruals and deferred income	875,259	2,086,673
	61,757,495	41,899,035

Amounts owed to group undertakings are repayable on demand. Interest is incurred at a commercial rate linked to the Bank of England base rate.

12 Creditors: amounts falling due after more than one year

	2008 £	2007 £
Amounts due in respect of land for development	11,300,000	13,976,577

Amounts due in respect of development land are expected to be settled within 2 years.

Notes to the financial statements for the year ended 30 June 2008 (continued)

13 Provisions for liabilities and charges

	Maintenance provision £	Deferred taxation £
At 1 July 2007	92,750	(12,300)
Charged to the profit and loss account	19,250	22,650
At 30 June 2008	112,000	10,350

Deferred Taxation

The deferred tax asset arises from the excess of tax allowances over depreciation of £10,350 (2007: asset due to excess of depreciation over tax allowances £12,300).

14 Called up share capital

	2008 £	2007 £
Authorised		
5,500,000 ordinary shares of £1 each	5,500,000	5,500,000
Allotted, called up and fully paid		
5,500,000 ordinary shares of £1 each	5,500,000	5,500,000

15 Reserves

	Profit and loss account £	
At 1 July 2007	37,797,718	
Loss for the financial year (note 16)	(13,502,687)	
At 30 June 2008	24,295,031	

16 Reconciliation of movements in shareholders' funds

	2008 £	2007 £
(Loss)/profit for the financial year	(13,502,687)	9,323,825
Dividends paid in the year		(4,000,000)
Retained profit for the financial year	(13,502,687)	5,323,825
Opening shareholders' funds	43,297,718	37,973,893
Closing shareholders' funds	29,795,031	43,297,718

Notes to the financial statements for the year ended 30 June 2008 (continued)

17 Pensions and similar obligations

The Redrow Group participates in The Redrow Staff Pension Scheme, a group scheme, which constitutes a self-administered Scheme with defined benefits and defined contribution sections. Contributions to the defined benefits section are based on the pension costs of the whole Redrow Group and were at the rate of 16% (2007: 16%) of pensionable earnings. Details of the latest actuarial valuation will be found in the financial statements of Redrow plc. As at 30 June 2008, the Redrow Staff Pension Scheme was in deficit at £0.2m (2007: surplus £6.1m), as calculated in accordance with IAS 19. The pension deficit is calculated in accordance with IAS 19 since Redrow plc prepares its accounts under IFRSs as adopted by the European Union as applied in accordance with the provisions of the Companies Act 1985 as detailed on page 58 of the Group Annual Report which does not form part of this report. The Group considers that insufficient information is available cost effectively to allocate the fund assets and liabilities to individual companies within the Group.

The contributions made to the defined contribution section were £103,211 (2007: £98,455).

18 Contingent liabilities

Performance bonds and other building guarantees have been entered into in the normal course of business. In addition, the company provides cross guarantees in respect of certain Redrow plc loans, details of which are on page 84 of the Redrow plc Annual Report and Accounts.

19 Related party transactions

As a wholly owned subsidiary of Redrow plc, whose accounts are publicly available, the company has taken advantage of the exemption under paragraph 3(c) FRS 8 not to disclose intra-group transactions. There have been no other related party transactions.

20 Ultimate parent undertaking

The immediate parent undertaking is Redrow Homes Limited.

The ultimate parent undertaking and controlling party is Redrow plc, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of Redrow plc consolidated financial statements can be obtained from the Company Secretary, Redrow plc, Redrow House, St David's Park, Flintshire, CH5 3RX.