

Linden Homes Southern Ltd

Annual report and Unaudited financial statements

For the year ended 30 June 2019

Registered number: 2147948



Linden Homes Southern Ltd

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Linden Homes Southern Ltd
Directors and advisers

Directors

CJ Saunders (Appointed 9 April 2019)
AC Modle (Appointed 22 November 2019)
E Sibley (Appointed 3 January 2020)
KB Carnegie (Appointed 3 January 2020)

Company secretary

MTD Palmer (Appointed 3 January 2020)

Registered office

11 Tower View
Kings Hill
West Malling
Kent
ME19 4UY

Bankers

HSBC Bank
165 High Street
Southampton
SO14 2NZ

Linden Homes Southern Ltd

Directors' Report for the year ended 30 June 2019 (continued)

The directors present their report of Linden Homes Southern Ltd ("the company"), registered number 02147948 for the year ended 30 June 2019.

Principal activity and review of business

The principal activity of the Company was residential property development on brownfield sites purchased for development within the United Kingdom.

The Company did not trade during the year ended 30 June 2019 or the previous year and is not expected to trade in the foreseeable future.

Dividends

The directors do not recommend the payment of a dividend (2018: £Nil).

Financial risk management

During the year ended 30 June 2019, the Galliford Try group actively maintains an appropriate level of cash reserves that are available for operations and planned expansions of the Group as a whole. The group ensures that sufficient cash reserves are made available to its subsidiary undertakings.

Additional information on the group's financial risk management can be found in the 2019 consolidated group financial statements of Galliford Try plc copies of which are publicly.

Directors

The present directors of the Company are set out on page 1, all of whom served throughout the year and up to the date of signing the financial statements, except as stated below:

KB Carnegie and E Sibley were appointed as directors of the Company on 3 January 2020. CJ Saunders was appointed, and AJ Duxbury resigned as directors of the Company on 9 April 2019. PA Chapman was appointed as a director of the company on 22 July 2019 and resigned on 22 November 2019.

Qualifying third-party and pension scheme indemnity provisions

The Group maintains appropriate Directors' and Officers' Liability Insurance on behalf of the directors and General Counsel and Company Secretary. In addition, individual qualifying third-party indemnities are given to the directors and General Counsel and Company Secretary which comply with the provisions of Section 234 of the Companies Act 2006, and were in force throughout the year and up to the date of signing the Annual Report.

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 the directors have prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101).

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 United Kingdom Accounting Standards, including FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;

Linden Homes Southern Ltd

Directors' Report for the year ended 30 June 2019 (continued)

Statement of directors' responsibilities (continued)

- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 101 used in the preparation of 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors' report was approved by the board of directors on 18th March 2020 and signed by its order by:


M Palmer
Company Secretary

Linden Homes Southern Ltd
Balance sheet as at 30 June 2019

	Note	2019 £'000	2018 £'000
Assets			
Non-current assets			
Total non-current assets		-	-
Current assets			
Trade and other receivables	3	19,245	19,245
Total current assets		19,245	19,245
Total assets		19,245	19,245
Liabilities			
Current liabilities			
Total liabilities		-	-
Net assets		19,245	19,245
Equity			
Called up share capital	4	68	68
Share premium	5	1,373	1,373
Other Reserves	5	94	94
Profit and loss account	5	17,710	17,710
Total equity		19,245	19,245

The notes on pages 5 to 7 are an integral part of these financial statements.

(a) For the year ended 30 June 2019, the Company was entitled to the exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

(b) The members have not required the Company to obtain an audit of its financial statements in accordance with section 476 of the Companies Act 2006.

(c) The directors acknowledge their responsibility for:

(i) complying with the requirements of the Act with respect to accounting records and preparation of financial statements.

(ii) preparing financial statements in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 'The Small Companies and Groups (Accounts and Directors' Report) Regulations 2008.

As permitted by S444(5A) of the Companies Act 2006 the directors have not delivered to the registrar a copy of the Company's Profit and Loss Account

The financial statements on pages 4 to 7 were approved by the Board of directors on 17th March 2020 and signed on its behalf by:



AC Modle
Director

Registered number: 2147948

Linden Homes Southern Ltd

Notes to the financial statements for the year ended 30 June 2019

1. Accounting policies

General Information

Linden Homes Southern ('the Company') is a limited Company incorporated, and domiciled in England and Wales (Registered number: 02147948). The address of the registered office is Linden Homes Southern Ltd, 11 Tower View, Kings Hill, West Malling, Kent, ME19 4UY. Refer to note 8 for details of the immediate and ultimate parent undertaking.

The financial statements are measured and presented in pounds sterling as that is the currency of the primary economic environment in which the Company operates. The amounts stated are denominated in thousands (£'000).

Basis of accounting

These financial statements have been prepared in accordance with United Kingdom Accounting Standards, in particular, Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and the Companies Act 2006 (the Act). FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined in the standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of EU-adopted IFRS.

The Company is a qualifying entity for the purposes of FRS 101. Note 8 gives details of the Company's ultimate parent and from where its consolidated financial statements prepared in accordance with IFRS may be obtained.

The disclosure exemptions adopted by the Company in accordance with FRS 101 are as follows:

- The requirements of IAS 7 to present cash flow statement.
- The requirements of paragraph 45(b) and 46 to 52 of IFRS 2, Share Based Payments
- The requirements of IFRS 7, Financial Instrument Disclosures
- The requirements of paragraphs 91 to 99 of IFRS 13 Fair Value Measurement
- The requirements of paragraph 30 and 31 of IAS 8 Accounting Policies
- The requirements of paragraph 17 of IAS 24, Related Party Disclosures, and the requirements in IAS 24 to disclose related party transactions between two members of the Galliford Try group.
- The requirements of paragraph 134 (d) to 134 (f) of IAS 36 Impairment of Assets.
- Certain disclosure requirements under IFRS12 Disclosure of Interests in Other Entities.
- The requirements of Paragraph 38 of IAS1, Presentation of financial statements

New amendments to standards that became mandatory for the first time for the financial year beginning 1 July 2018 are listed below. The new amendments had no significant impact on the Company's results.

- IFRS 9 Financial Instruments
- IFRS 15 Revenue from contracts with customers
- Amendments to IFRS 2 Share-based payments
- Amendments to IFRS 4 Insurance contracts
- Amendments to IAS 40 Investment property
- Annual improvements 2015-2017

New standards, amendments and interpretations issued but not effective and yet to be endorsed by the EU are not expected to significantly impact the financial statements of the Company.

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

Linden Homes Southern Ltd**Notes to the financial statements for the year ended 30 June 2019 (continued)****2. Employees and directors**

The Company had no employees during the year (2018: none). Management services are provided by the directors. The directors did not receive any emoluments from the Company for their services during the year (2018: £nil).

3. Trade and other receivables

	2019 £'000	2018 £'000
Amounts falling due within one year:		
Amounts owed by Group undertakings	19,245	19,245
	19,245	19,245

Amounts owed by Group undertakings do not bear interest, have no fixed date of repayment and are repayable on demand.

Trade and other receivables do not contain any assets that are past due or impaired (2018: £nil).

4. Called up share capital

	Number of shares	Ordinary shares £'000
Allotted and fully paid ordinary shares of £1		
At 01 July 2018	67,561	68
At 30 June 2019	67,561	68

5. Share premium account and reserves

	Share premium £'000	Other reserve £'000	Profit and loss account	Total £'000
At 01 July 2018	1,373	94	17,710	19,177
At 30 June 2019	1,373	94	17,710	19,177

6. Guarantees and contingent liabilities

Disputes arise in the normal course of business, some of which lead to litigation or arbitration procedures. The directors make proper provision in the financial statements when they believe a liability exists. Whilst the outcome of disputes and arbitration is never certain, the directors believe that the resolution of all existing actions will not have a material adverse effect on the Company's financial position.

7. Post balance sheet events

On 3 January 2020, Galliford Try Holdings plc (formerly Galliford Try plc) sold its housebuilding businesses, Linden Homes and Partnerships & Regeneration to Vistry Group plc (formerly Bovis Homes Group plc). As a result of this transaction, the ultimate ownership of the Company was moved to Bovis Homes Group plc. No other matters have arisen since the year end that requires disclosure in the financial statements.

Linden Homes Southern Ltd

Notes to the financial statements for the year ended 30 June 2019 (continued)

8. Ultimate parent undertaking and controlling party

The immediate parent undertaking is Vistry Linden Homes Limited which is registered in England and Wales. The ultimate parent undertaking and controlling party is Vistry Group plc (formerly Bovis Homes Group plc), which is registered in England and Wales. Prior to 3 January 2020, the ultimate parent undertaking and controlling party was Galliford Try Holdings plc (formerly Galliford Try plc), which is registered in England and Wales. This was the only company into which the Company's results were consolidated. Copies of the consolidated group financial statements of Galliford Try plc are publicly available from Galliford Try plc, Cowley Business Park, Cowley, Uxbridge, Middlesex, UB8 2AL.