

RV Developments Gradwell Limited

Report and Financial Statement

Year Ended

31 March 2020

Company Number 04291869



RV Developments Gradwell Limited

Report and financial statement for the year ended 31 March 2020

Contents

Page:

1	Report of the directors
2	Statement of directors' responsibilities
3	Independent auditor's report
6	Statement of comprehensive income
7	Balance sheet
8	Statement of changes in equity
9	Notes forming part of the financial statements

Directors

W Bax
S D Burgess
O Russell
Z Rocholl
T Seddon
H Trivedi

Secretary and registered office

A Langley, 3rd Floor, 123 Victoria Street, London, SW1E 6RA

Company number

04291869

Auditors

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

RV Developments Gradwell Limited

Report of the directors for the year ended 31 March 2020

The directors present their report together with the financial statements for the year ended 31 March 2020.

Results and principal activities

The company's principal activity is that of the development of residential properties and related village amenities. Having already acquired the land, it has been developing these facilities during the year into a new retirement community. Completion is expected in January 2021.

Directors

The directors of the company during the year and since the year end were:

W Bax	
N Donaldson	(resigned 31 May 2020)
W Crawford	(resigned 20 March 2020)
S D Burgess	(appointed 30 May 2020)
O Russell	(appointed 30 May 2020)
Z Rocholl	(appointed 30 May 2020)
T Seddon	(appointed 30 May 2020)
A Ovey	(resigned 25 July 2019)
H Trivedi	(appointed 2 November 2020)

Auditors

All of the directors as at the date of this report have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the company's auditor is unaware.

COVID-19 and Going concern

As at 31 March 2020 the company has significant ongoing property developments, which require further funding to ensure developments reach completion. It is reliant on the ongoing financial support of its ultimate parent company, Retirement Villages Group Limited, to ensure developments reach completion and for the company to settle its liabilities as they fall due for the foreseeable future, being a period of at least twelve months from the date of approving these financial statements.

The Directors have also considered the general economic uncertainties that have arisen due to the COVID-19 global pandemic. Retirement Villages Group Limited has indicated its commitment to provide the necessary level of financial support to enable the company to weather the impact of COVID-19 and satisfy its liabilities as they fall due for the foreseeable future, being a period of at least twelve months from the date of approving these financial statements. As the company is reliant on the support of Retirement Villages Group Limited, management has made enquiries and have considered it appropriate to also refer to the group financial statements which set out the wider group implications of the pandemic and the group's assessment of its basis of preparing its financial statements as a going concern. It is on that basis that the directors have determined that the company should prepare its financial statements as a going concern.

In preparing this directors' report advantage has been taken of the small companies' exemption.

Approval

On behalf of the Board

DocuSigned by:

Hetal Trivedi

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H Trivedi
Director

Date 17th December 2020

RV Developments Gradwell Limited

Statement of directors' responsibilities for the year ended 31 March 2020

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 elected to prepare the company 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 that 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; 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.

RV Developments Gradwell Limited

Independent auditor's report

Independent auditor's report to the members of RV Developments Gradwell Limited

Opinion

We have audited the financial statements of RV Developments Gradwell Limited (the 'company') for the year ended 31 March 2020 which comprise the Statement of comprehensive income, the Balance sheet, 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).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2020 and of its loss 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.

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 are 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

RV Developments Gradwell Limited

Independent auditor's report (*continued*)

Other information

The other information comprises the information included in the Report and Financial Statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Report of the directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the directors has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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 Report of the directors.

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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

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.

RV Developments Gradwell Limited

Independent auditor's report (*continued*)

Auditor's responsibilities for the audit of the financial statements

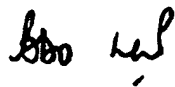
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee 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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: 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.



John Everingham (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
Gatwick
United Kingdom

Date: 18 December 2020

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

RV Developments Gradwell Limited

Statement of comprehensive income for the year ended 31 March 2020

	Note	2020 £	2019 £
Administrative expenses		(167,794)	(17,997)
Loss on ordinary activities before taxation	3	(167,794)	(17,997)
Taxation on loss on ordinary activities	4	35,300	-
Loss and total comprehensive loss for the financial year		(132,494)	(17,997)

All amounts relate to continuing activities.

The notes on pages 9 to 13 form part of these financial statements.


RV Developments Gradwell Limited

Balance sheet at 31 March 2020

Company number 04291869	Note	2020 £	2020 £	2019 £	2019 £
Current assets					
Stocks	5	18,637,182		10,003,919	
Debtors	6	76,565		45,749	
Cash at bank and in hand		9,324		5,291	
		<u>18,723,071</u>		<u>10,054,959</u>	
Creditors: amounts falling due within one year	7	(18,872,562)		(10,071,956)	
Net current liabilities			(149,491)		(16,997)
Total assets less current liabilities			(149,491)		(16,997)
Capital and reserves					
Called up share capital	8		1,000		1,000
Profit and loss account			(150,491)		(17,997)
			<u>(149,491)</u>		<u>(16,997)</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 17 December 2020.

DocuSigned by:

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H Trivedi

Director

The notes on pages 9 to 13 form part of these financial statements.

RV Developments Gradwell Limited

Statement of changes in equity For the year ended 31 March 2020

	Share capital £	Profit and loss account £	Total equity £
1 April 2019	1,000	(17,997)	(16,997)
Comprehensive loss for the year			
Loss for year	-	(132,494)	(132,494)
Total comprehensive loss for the year	-	(132,494)	(132,494)
Total contributions by and distributions to owners	-	-	-
31 March 2020	1,000	(150,491)	(149,491)
	Share capital £	Profit and loss account £	Total equity £
1 April 2018	1,000	-	1,000
Comprehensive loss for the year			
Loss for year	-	(17,997)	(17,997)
Total comprehensive loss for the year	-	(17,997)	(17,997)
Total contributions by and distributions to owners	-	-	-
31 March 2019	1,000	(17,997)	(16,997)

The notes on pages 9 to 13 form part of these financial statements.

RV Developments Gradwell Limited

Notes forming part of the financial statements for the year ended 31 March 2020

1 Accounting policies

RV Developments Gradwell Limited is a private company, limited by shares, incorporated in England & Wales under the Companies Act. The address of the registered office is given on the contents page and the nature of the company's operations and its principal activities are set out in the Report of the directors.

Basis of preparation

The financial statements have been prepared in accordance with FRS 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 2).

FRS 102 reduced disclosure exemptions

In preparing the financial statements of the company, advantage has been taken of the following disclosure exemptions available in FRS 102 to subsidiary undertakings where the parent undertaking prepares publicly available consolidated accounts:

- No cash flow statement has been presented for the company;
- Disclosures in respect of the company's financial instruments have not been presented as equivalent disclosures have been provided in respect of the group as a whole in the parent undertakings group accounts;
- No disclosure has been given for the aggregate remuneration of the key management personnel of the company as their remuneration is included in the totals for the group as a whole; and
- Under FRS 102 the company is also not required to disclose details of transactions entered into with fellow group members.

The following principal accounting policies have been applied:

Going concern

As at 31 March 2020 the company has significant ongoing property developments, which require further funding to ensure developments reach completion. It is reliant on the ongoing financial support of its ultimate parent company, Retirement Villages Group Limited, to ensure developments reach completion and for the company to settle its liabilities as they fall due for the foreseeable future, being a period of at least twelve months from the date of approving these financial statements.

The Directors have also considered the general economic uncertainties that have arisen due to the COVID-19 global pandemic. Retirement Villages Group Limited has indicated its commitment to provide the necessary level of financial support to enable the company to weather the impact of COVID-19 and satisfy its liabilities as they fall due for the foreseeable future, being a period of at least twelve months from the date of approving these financial statements. As the company is reliant on the support of Retirement Villages Group Limited, management has made enquiries and have considered it appropriate to also refer to the group financial statements which set out the wider group implications of the pandemic and the group's assessment of its basis of preparing its financial statements as a going concern. It is on that basis that the directors have determined that the company should prepare its financial statements as a going concern.

Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a charge attributable to an item of income or expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company generates taxable income.

RV Developments Gradwell Limited

Notes forming part of the financial statements (continued) for the year ended 31 March 2020

1 Accounting policies (continued)

Current and deferred taxation (continued)

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax.

Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Stocks and work in progress

Stocks and work in progress are valued at the lower of cost and net realisable value. Cost includes all direct expenditure, an appropriate proportion of attributable overheads and a proportion of interest capitalised on borrowings drawn to finance development work.

At each reporting date, inventories are assessed for impairment. If inventory is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

Reserves

The Company's reserves are as follows:

- Called up share capital reserve represents the nominal value of the shares issued.
- Profit and loss account represents cumulative profits or losses, net of dividends paid and other adjustments.

Financial assets

Financial assets, other than investments, are initially measured at transaction price (including transaction costs) and subsequently held at cost, less any impairment.

Financial liabilities and equity

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form. Financial liabilities, excluding convertible debt and derivatives, are initially measured at transaction price (including transaction costs) and subsequently held at amortised cost.

RV Developments Gradwell Limited

Notes forming part of the financial statements for the year ended 31 March 2020 (*continued*)

2 Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have made the following key estimates:

- Property stock in the process of development and the proportion of profit recognised.

In preparing these financial statements, the directors have made the following judgements:

- Determine whether there are any indicators of impairment of the carrying value of work in progress. Professional judgement is applied in determining whether the carrying value of stock is in excess of the net realisable value. Factors taken into consideration in reaching such a decision include the development potential, planning prospects and prevailing market conditions.

3 Loss on ordinary activities

Auditor's fees were paid by RV Services Limited, another group undertaking, in the year and the preceding period. The directors received no emoluments in respect of their services to the company. The company has no employees other than the directors.

4 Taxation on profit on ordinary activities

	2020 £	2019 £
<i>UK Corporation tax</i>		
UK corporation tax on surplus in year	-	-
	<hr/>	<hr/>
Total current tax	-	-
	<hr/>	<hr/>
<i>Deferred tax</i>		
Origination and reversal of timing differences	(35,300)	-
	<hr/>	<hr/>
Taxation on ordinary activities	(35,300)	-
	<hr/>	<hr/>

The tax assessed for the year is different from the standard rate of corporation tax in the UK applied to loss before tax. The differences are explained below:

	2020 £	2019 £
Loss on ordinary activities before tax	(167,794)	(17,997)
	<hr/>	<hr/>
Loss on ordinary activities at the standard rate of corporation tax in the UK of 19% (2019 - 19%)	(31,881)	(3,419)
	<hr/>	<hr/>
Effect of:		
Group relief surrendered	-	3,419
Differences in tax rates/other timing differences	(3,419)	-
	<hr/>	<hr/>
Tax credit for the year	(35,300)	-
	<hr/>	<hr/>

The aggregate current and deferred tax relating to items recognised in other comprehensive income is a charge of £nil (2019 - £nil).

RV Developments Gradwell Limited

Notes forming part of the financial statements (continued) for the year ended 31 March 2020

5 Stocks

	2020 £	2019 £
Work in progress	18,637,182	10,003,919

6 Debtors

	2020 £	2019 £
Other Debtors	41,265	45,749
Deferred tax	35,300	-
	76,565	45,749

All amounts shown under debtors fall due for payment within one year.

7 Creditors: amounts falling due within one year

	2020 £	2019 £
Trade creditors	352,318	10,988
Amounts owed to group undertakings	18,132,430	9,334,493
Accruals	387,814	726,475
	18,872,562	10,071,956

8 Share capital

	2020 £	2019 £
<i>Allotted, called up and fully paid</i> 1,000 ordinary shares of £1 each	1,000	1,000

9 Ultimate parent company and parent undertaking of larger group

The immediate parent undertaking is Retirement Villages Developments Limited, a company incorporated in England and Wales.

The largest group in which the results of the company are consolidated is that headed by Retirement Villages Group Limited.

The ultimate parent undertaking at the year end is AXA SA.

The consolidated accounts are available to the public and may be obtained from 3rd Floor, 123 Victoria Street, London, SW1E 6RA.

RV Developments Gradwell Limited

**Notes forming part of the financial statements (continued)
for the year ended 31 March 2020**

10 Capital Commitments

The company had capital commitments contracted for at year end but not provided for:

	2020 £	2019 £
Capital commitments	<u>5,656,000</u>	<u>13,955,000</u>