

Registered number: 04958934

RAVEN MOUNT LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012

SATURDAY



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RAVEN MOUNT LIMITED

COMPANY INFORMATION

DIRECTORS

C A Smith
M Sinclair
J Townley (resigned 31 May 2012)
G L Rabbetts (appointed 13 January 2012)

COMPANY SECRETARY

Misereavere Limited

REGISTERED NUMBER

04958934

REGISTERED OFFICE

Coln Park
Claydon Pike
Lechlade
Gloucestershire
GL7 3DT

INDEPENDENT AUDITOR

Crowe Clark Whitehill LLP
Carrick House
Lypiatt Road
Cheltenham
GL50 2QJ

RAVEN MOUNT LIMITED

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RAVEN MOUNT LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2012

The Directors present their report and the financial statements for the year ended 31 December 2012

DIRECTORS' RESPONSIBILITIES STATEMENT

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 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 judgments 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,
- 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.

PRINCIPAL ACTIVITIES

The principal activity of the Company is that of a holding company for a Group of Companies involved in property development. The future profitability of the Company will depend on getting sufficient income from its subsidiary undertakings to cover its expenses. The ongoing purpose of the Company and its subsidiaries is to turn all its assets into cash and no new developments are currently anticipated.

BUSINESS REVIEW

The Company is the holding company of the UK interests of Raven Russia Limited. It has also provided loans to Raven Russia Limited, its ultimate parent company. Its main source of revenue is interest from these loans and dividends from subsidiaries. Dividends are received as and when profits are realised on the sale of property by its subsidiaries.

RESULTS AND DIVIDENDS

The loss for the year, after taxation, amounted to £5,179,000 (2011 - loss £6,641,000)

Dividends of £16,489,000 were paid during the year (2011 - £NIL)

RAVEN MOUNT LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2012**

DIRECTORS

The Directors who served during the year were

C A Smith
M Sinclair
J Townley (resigned 31 May 2012)
G L Rabbetts (appointed 13 January 2012)

PRINCIPAL RISKS AND UNCERTAINTIES

The Company's activities expose it to the financial risks of ownership of its investments in subsidiaries which undertake trading activities in property development. The principal risks in the subsidiaries businesses are the exposure to external economic factors affecting UK real estate market, such as interest rate risk and availability of mortgages.

The Directors will monitor overall demand for its property stock by continually monitoring projections of outturn profitability. The company's objective is to maintain a balance between continuing funding and flexibility through the use of bank overdrafts and intercompany borrowings. The Directors continually monitor the liquidity profile and cash flow requirements of the company and its subsidiaries.

PROVISION OF INFORMATION TO AUDITOR

Each of the persons who are Directors at the time when this Directors' report is approved has confirmed that

- so far as that Director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- that Director has taken all the steps that ought to have been taken as a Director in order to be aware of any information needed by the Company's auditor in connection with preparing its report and to establish that the Company's auditor is aware of that information.

This report was approved by the board on *8th June 2013* and signed on its behalf



G L Rabbetts
Director

RAVEN MOUNT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RAVEN MOUNT LIMITED

We have audited the financial statements of Raven Mount Limited for the year ended 31 December 2012, set out on pages 5 to 13. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the Company's shareholders, 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 shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Directors' responsibilities statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the Directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

OPINION ON 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 December 2012 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.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

RAVEN MOUNT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RAVEN MOUNT LIMITED

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where 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

Stacy Eden (Senior statutory auditor)

for and on behalf of

Crowe Clark Whitehill LLP

Statutory Auditor

Lypiatt Road

Cheltenham

GL50 2QJ

Date 11 June 2013

RAVEN MOUNT LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2012**

	Note	2012 £000	2011 £000
TURNOVER	2	-	3
Administrative expenses		(158)	(112)
OPERATING LOSS	3	(158)	(109)
Income from other fixed asset investments		250	-
Impairment of fixed asset investments		(6,450)	(8,004)
Interest receivable and similar income	6	1,191	3,198
Provision against amounts due from subsidiary undertakings		-	(1,645)
Interest payable and similar charges	7	(12)	(81)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(5,179)	(6,641)
Tax on loss on ordinary activities	8	-	-
LOSS FOR THE FINANCIAL YEAR	13	(5,179)	(6,641)

All amounts relate to continuing operations

There were no recognised gains and losses for 2012 or 2011 other than those included in the Profit and loss account

The notes on pages 7 to 13 form part of these financial statements

RAVEN MOUNT LIMITED
REGISTERED NUMBER 04958934

BALANCE SHEET
AS AT 31 DECEMBER 2012

	Note	£000	2012 £000	2011 £000
FIXED ASSETS				
Investments	9		26,550	33,000
CURRENT ASSETS				
Debtors	10	12,578		26,351
Cash at bank		187		2,393
		<u>12,765</u>		<u>28,744</u>
CREDITORS amounts falling due within one year	11	(548)		(1,309)
NET CURRENT ASSETS			<u>12,217</u>	<u>27,435</u>
NET ASSETS			<u>38,767</u>	<u>60,435</u>
CAPITAL AND RESERVES				
Called up share capital	12		114	114
Share premium account	13		2,421	2,421
Capital redemption reserve	13		50	50
Merger reserve	13		24,399	38,853
Profit and loss account	13		<u>11,783</u>	<u>18,997</u>
SHAREHOLDERS' FUNDS	14		<u>38,767</u>	<u>60,435</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on



G L Rabbetts
Director

5th Dec 2013

The notes on pages 7 to 13 form part of these financial statements

RAVEN MOUNT LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

The Company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the Company as an individual undertaking and not about its group.

1.2 Going concern

The Company has sufficient financial resources and the Directors believe that the Company is well placed to manage its business risks successfully despite the current uncertain economic outlook. Therefore, the Directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements.

1.3 Dividends

In accordance with FRS 21, interim dividends are included in the profit and loss account when they are paid and final dividends are recognised when they are approved by shareholders at a general meeting.

1.4 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if 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 are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1.5 Investments

Investments in subsidiary undertakings are stated at cost. A provision is made where appropriate to recognise a permanent diminution in value.

1.6 Merger reserve

The merger reserve arose as a result of the application of merger accounting principles under UK GAAP. Under merger accounting principles, the difference between the carrying amount of the capital structure of the acquiring Company and that of the acquired business was treated as a merger difference and included within reserves.

An amount equal to any provision made against the value of investments is transferred from the merger reserve to the Profit and loss account where a permanent diminution in value exists.

RAVEN MOUNT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012**

1. ACCOUNTING POLICIES (continued)

1.7 Cash flow

The Company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1

2. TURNOVER

The total turnover of the Company for the year has been derived from its principal activity wholly undertaken in the United Kingdom

3. OPERATING LOSS

During the year, no Director received any emoluments (2011 - £NIL)

4. AUDITORS' REMUNERATION

	2012	2011
	£000	£000
Fees payable to the Company's auditor in respect of		
Auditing of accounts of the group	26	-
Taxation compliance services for the group	16	-
	<u>42</u>	<u>7</u>

5. STAFF COSTS

Staff costs were as follows

	2012	2011
	£000	£000
Wages and salaries	-	65
Social security costs	-	7
	<u>7</u>	<u>72</u>

The Company has no employees other than the Directors (2011 - 2 non-directors) The Directors did not receive any remuneration during the period (2011 - £NIL)

RAVEN MOUNT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012**

6 INTEREST RECEIVABLE

	2012	2011
	£000	£000
Interest receivable from fellow group companies	1,187	3,181
Bank interest receivable	4	2
Other interest receivable	-	15
	<u>1,191</u>	<u>3,198</u>

7. INTEREST PAYABLE

	2012	2011
	£000	£000
On bank loans and overdrafts	<u>12</u>	<u>81</u>

8 TAXATION

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2011 - *higher than*) the standard rate of corporation tax in the UK of 24.5% (2011 - 26.5%). The differences are explained below

	2012	2011
	£000	£000
Loss on ordinary activities before tax	<u>(5,179)</u>	<u>(6,641)</u>
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 24.5% (2011 - 26.5%)	(1,269)	(1,760)
Effects of		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	1,580	-
Utilisation of tax losses	-	(749)
Non-taxable income less expenses not deductible for tax purposes, other than goodwill and impairment	(15)	436
Non-taxable income	-	2,121
Dividends from UK companies	(61)	-
Group relief	(235)	(48)
Current tax charge for the year (see note above)	<u>-</u>	<u>-</u>

RAVEN MOUNT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012**

8. TAXATION (continued)

Factors that may affect future tax charges

In the budget of 23 March 2011, corporation tax was reduced to 26% from April 2011 with a subsequent 1% reduction in each of the next three years, taking the rate to 23% from April 2014

The effect on the company of the further proposed reductions in the UK corporation tax rate will be reflected in the company's financial statements in future years, as appropriate, once the proposals have been substantively enacted

9. FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £'000
Cost or valuation	
At 1 January 2012 and 31 December 2012	41,004
Impairment	
At 1 January 2012	8,004
Charge for the year	6,450
At 31 December 2012	14,454
Net book value	
At 31 December 2012	26,550
<i>At 31 December 2011</i>	33,000

RAVEN MOUNT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012**

9. FIXED ASSET INVESTMENTS (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the Company

Name	Class of shares	Holding
Raven Property Group Limited	Ordinary	99.9%
Raven Property Holdings Limited	Ordinary	100%
Raven Capital Limited	Ordinary	100%
Raven Resorts Limited	Ordinary	100%
Raven Limited	Ordinary	100%
Raven Coln Park Limited	Ordinary	100%
Coln Park Estate Management Limited	Ordinary	50%
Coln Park Construction Limited	Ordinary	50%
Resort Estate Management Limited	Ordinary	50%
Raven 19122007 Limited	Ordinary	50%
Raven 09012008 Limited	Ordinary	50%

The Directors have used a discounted cash flow projection to ascertain the net realisable value of the investments held. This has resulted in an impairment to the carrying value of the investments on the balance sheet. The discounted cash flow projection used was based on a period of eight years and a discount rate of 7.1%.

10. DEBTORS

	2012	2011
	£000	£000
Amounts due from fellow group companies	12,567	26,246
Other debtors	1	105
Prepayments and accrued income	10	-
	<u>12,578</u>	<u>26,351</u>

11. CREDITORS

Amounts falling due within one year

	2012	2011
	£000	£000
Bank loans and overdrafts	-	1,273
Trade creditors	4	-
Amounts due to fellow group companies	465	-
Accruals and deferred income	79	36
	<u>548</u>	<u>1,309</u>

RAVEN MOUNT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012**

12. SHARE CAPITAL

	2012 £000	2011 £000
Allotted, called up and fully paid		
114,397,000 Ordinary shares of 0 1p each	<u>114</u>	<u>114</u>

13 RESERVES

	Share premium account £000	Capital redemption reserve £000	Merger reserve £000	Profit and loss account £000
At 1 January 2012	2,421	50	38,853	18,997
Loss for the year				(5,179)
Dividends Equity capital				(16,489)
Transfer from Merger reserve				14,454
Transfer to Profit and loss account			(14,454)	
At 31 December 2012	<u>2,421</u>	<u>50</u>	<u>24,399</u>	<u>11,783</u>

14. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2012 £000	2011 £000
Opening shareholders' funds	60,435	67,077
Loss for the year	(5,179)	(6,641)
Dividends (Note 15)	(16,489)	-
Share premium utilised on redemption of shares	-	(1)
Closing shareholders' funds	<u>38,767</u>	<u>60,435</u>

15. DIVIDENDS

	2012 £000	2011 £000
Dividends paid on equity capital	<u>16,489</u>	<u>-</u>

RAVEN MOUNT LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

16 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The Company's immediate parent undertaking is Raven Mount Group Limited, a company registered in England and Wales. Its registered office is Coln Park, Claydon Pike, Lechlade, Gloucestershire, GL7 3DT.

The smallest and largest group of undertakings of which the Company is a member and for which group financial statements are prepared is Raven Russia Limited, a company incorporated in Guernsey. A copy of Raven Russia Limited's group financial statements can be obtained from the Raven Russia Limited website www.ravenrussia.com.

17. RELATED PARTY TRANSACTIONS

The Company is a wholly owned subsidiary of Raven Russia Limited, and as such has taken advantage of the exemption under FRS 8 from disclosing transactions with entities which are wholly owned within the Group.

At 31 December 2012 the Company has amounts due to Coln Park LLP of £1,886 (2011 - £NIL). Coln Park LLP is a related party of Raven Mount Limited through common ownership. No interest was accrued on this amount (2011 - £NIL) during the year.