

# **Viva Bidco Holdings Limited**

**Annual report and financial statements for the period  
ended 7 July 2022**

**Company number: 13207493**



Viva Bidco Holdings Limited

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**Viva Bidco Holdings Limited**

**Directors and advisors**

**Directors**

Simon Briggs (Appointed 17 February 2021, resigned 8 April 2021)

Jeffrey Fairburn (Appointed 8 April 2021)

Daniel Newett (Appointed 8 April 2021)

**Registered office**

Avant House  
6 and 9 Tallys End  
Barlborough  
Chesterfield  
S43 4WP

**Independent auditor**

KPMG LLP  
Chartered Accountants and Statutory Auditor  
1 Sovereign Square  
Sovereign Street  
Leeds  
LS1 4DA

## **Viva Bidco Holdings Limited**

### **Strategic Report for the period ended 7 July 2022**

In this report the "Company" means Viva Bidco Holdings Limited, and the "Group" means the Company's parent company, Viva Midco Limited and its subsidiaries.

The directors present their Strategic Report on the Company for the 62-week period ended 7 July 2022. The Company was incorporated on 17 February 2021 as Shoo 653 Limited. It changed its name on 29 March 2021 to Viva Bidco Holdings Limited.

On 19 April 2021 the Company completed the acquisition of Berkeley DeVeer (Holdings) Limited and all of its subsidiary undertakings and its subsidiary completed the acquisition of Avant SA and its subsidiary undertakings.

#### **Principal activities**

The Company is an investment holding company for a group of businesses principally engaged in the building and sale of residential properties.

#### **Financial instruments and risk management**

Working capital requirements are principally satisfied from cash generated by the Company's subsidiary undertakings and through funding made available from the bank facilities established by Avant Homes (No.2) Limited and Berkeley De Veer Limited.

Financial risk management objectives and policies, and exposure of the Group to price risk, credit risk, liquidity risk and cash flow interest rate risk have been disclosed within the consolidated financial statements of Viva Midco Limited which are publicly available from Companies House.

#### **Key performance indicators (KPIs)**

The key performance indicator for the Company is in respect of monitoring the interest payment position of the Company to ensure that the Company has readily liquid assets to settle the interest payments as they fall due. As set out below, the Company is reliant on the cash generation of the Group to meet the obligations of its creditors as they fall due. The Company monitors the performance of the Group based on revenue, EBITDA and free cash-flow.

#### **Review of the business and future developments**

The Income Statement is set out on page 11 and shows a loss for the period ended 7 July 2022 of £2.08m.

The Company is reliant on cash generated by its subsidiary undertakings and therefore monitors the Group's trading performance closely. The trading results and position of the group is discussed in the consolidated financial statements of Viva Midco Limited which are publicly available from Companies House. The Group delivered revenue of £765.7m and an operating profit of £119.1m during the period ended 7 July 2022.

The Company holds an investment in its subsidiary undertakings of £85.59m and holds a current receivable from its immediate subsidiary and a current liability to its immediate parent undertaking that nets to a payable of £37m relating to the Group's shareholder loan arrangements (notes 6, 7 and 8).

**Viva Bidco Holdings Limited**

**Strategic Report for the period ended 7 July 2022 (continued)**

No significant changes are expected to the operations of the Company in the period ahead.

**Post balance sheet events**

On 26 July 2022 the Company's subsidiary, Avant Homes Limited, acquired the whole of the issued share capital of SF Scotland Limited (SF) for a consideration of £3.75m to £4m, dependant on completion accounts. SF which trades as Structural Timber Frames is a manufacturer and supplier of timber frames into the house building sector.

On behalf of the Board

J Fairburn  
Director

21 December 2022

**Viva Bidco Holdings Limited**

Avant House  
6 and 9 Tallys End  
Barlborough  
Chesterfield  
S43 4WP

**Viva Bidco Holdings Limited**

## **Directors' Report for the period ended 7 July 2022**

The directors present their annual report together with the audited financial statements of the Company for the period ended 7 July 2022.

The Company is an investment holding company for a group of businesses principally engaged in the building and sale of residential properties, commercial developments, and strategic land.

The Company is a private limited company and is incorporated and domiciled in the United Kingdom. The address of its registered office is Avant House, 6-9 Tallys End, Barlborough, Chesterfield S43 4WP.

### **Results, dividends and future developments**

The results for the period ended to 7 July 2022 are set out in the Income Statement on page 11. The results for the period and future developments have been discussed in the Strategic Report on pages 2 and 3.

No interim dividends were paid in the period ended 7 July 2022. The directors do not recommend the payment of a final dividend in respect of the period ended 7 July 2022.

### **Political contributions**

The Company made no political donations or incurred any political expenditure during the period.

### **Financial instruments and risk management**

The use of financial instruments, including financial risk management objectives and policies, exposure to price risk, credit risk, liquidity risk and cash flow interest rate risk, are disclosed in the consolidated financial statements of Viva Midco Limited, which are publicly available from Companies House.

### **Going concern**

The financial statements have been prepared on a going concern basis which the Directors consider to be appropriate for the following reasons.

The Company is reliant on the trading and cash generation of the Group to enable it to meet its day-to-day expenses and liabilities due for payment during the period of at least twelve months from the date of approval of these financial statements. The directors have considered that the Company will have sufficient funds to meet these requirements. In making this assessment the Directors have obtained written assurance from the group and fellow group entities that group will provide additional funding where necessary and will not seek repayment in the forecast period of the amounts owed to group and fellow group entities nor interest which will accrue in the forecast period.

The Group meets its day to day working capital requirements through the cash flow generated from the sale of residential properties, while also being reliant on funding from debt facilities with its bankers.

The Company is reliant on the trading and cash generation of the Group to enable it to meet its interest obligations.

At 7 July 2022, the Group had access to total banking facilities of £267.8m in the form of a revolving credit facilities. £250m of which is due to expire on 31 July 2024, £15m expiring in December 2022, and £2.8m is due to expire September 2022. These were increased and their maturity extended during the period.

Net debt at 7 July 2022 was £55.58m.

**Viva Bidco Holdings Limited**

**Directors Report for the period ended 7 July 2022 (continued)**

**Going concern (continued)**

The intercompany loans that are provided are repayable on demand. The undrawn amount at 7 July 2022 was £nil.

The Directors have prepared forecasts and projections, including reasonable downside sensitivities, which show that the Group should be able to operate within the level of its banking facilities and meet all its banking covenants for at least 12 months from the date of signing these consolidated financial statements.

Within this assessment, severe but plausible downside scenarios have been considered. This financial modelling indicated that the Group would still be able to operate with comfortable levels of headroom against its covenants and borrowing facilities, even in the severe downside scenarios. In addition, the modelling did not consider the cash benefit of the postponement of land expenditure as part of more extreme cash conservation strategies, which would be available to management if required.

Based on the Group's projected trading and forecast cash-flows for a period of at least 12 months from the date of signing these consolidated financial statements, the Directors are satisfied that the Company and Group will have sufficient funds to continue to meet its liabilities as they fall due for this period.

As with any company placing reliance on group, the directors acknowledge that there can be no certainty that this intention will not change although, at the date of approval of these financial statements, they have no reason to believe that such a change in the intention of the Group will occur.

Consequently, the Directors continue to adopt the going concern basis in preparing the Directors' Report and the financial statements.

Based on the Group's projected trading and forecast cash-flows for a period of at least 12 months from the date of signing these consolidated financial statements, the Directors are satisfied that the Company and Group will have sufficient funds to continue to meet its liabilities as they fall due for this period. Consequently, the Directors continue to adopt the going concern basis in preparing the Directors' Report and the financial statements.

**Directors**

The directors who, unless otherwise stated, served throughout the period ended 7 July 2022 and up to the date of signing the financial statements were as follows:

Jeffrey Fairburn (Appointed 8 April 2021)

Daniel Newett (Appointed 8 April 2021)

Simon Briggs (Resigned 8 April 2021)

## **Directors Report for the period ended 7 July 2022 (continued)**

### **Statement of directors' responsibilities in respect of the strategic report, directors' report and the financial statements**

The directors are responsible for preparing the Strategic Report, 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 period. Under that law they have elected to prepare the financial statements in accordance with United Kingdom accounting standards and applicable law (United Kingdom Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework.

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 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.



**Viva Bidco Holdings Limited**

**Directors Report for the period ended 7 July 2022 (continued)**

**Statement of disclosure of information to auditor**

In the case of each of the persons who are directors at the time when the report is approved, the following applies:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the 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 auditor is aware of that information.

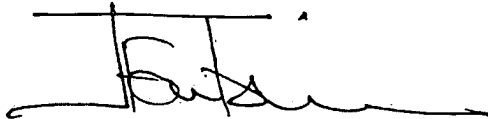
**Other information**

An indication of likely future developments in the business and particulars of significant events which have occurred since the end of the financial period have been included in the Strategic Report on pages 2 and 3.

**Independent auditor**

Pursuant to section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

On behalf of the Board

A handwritten signature in black ink, appearing to read 'J Fairburn', written over a horizontal line.

**J Fairburn**  
**Director**  
21 December 2022

**Viva Bidco Holdings Limited**  
Avant House  
6 and 9 Tallys End  
Barlborough  
Chesterfield  
S43 4WP

## Viva Bidco Holdings Limited

### Independent auditor's report to the members of Viva Bidco Holdings Limited

#### Opinion

We have audited the financial statements of Viva Bidco Holdings Limited ("the Company") for the 14 months period ended 7 July 2022 which comprise the Profit and Loss and Other Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 7 July 2022 and of its loss for the period then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; 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.

#### 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").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for the going concern period.

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 above conclusions are not a guarantee that the Company will continue in operation.

#### Fraud and breaches of laws and regulations – ability to detect

##### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included enquiring of directors and inspection of policy documentation as to the Viva Midco Limited's policies and procedures to prevent and detect fraud that apply to this group company as well as enquiring whether the directors have knowledge of any actual, suspected or alleged fraud.

**Independent auditor's report to the members of Viva Bidco Holdings Limited  
(continued)**

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because there are no revenue transactions. We did not identify any additional fraud risks.

We performed procedures including agreeing all accounting entries in the period to supporting documentation.

*Identifying and responding to risks of material misstatement related to compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the directors (as required by auditing standards), and discussed with the directors the policies and procedures regarding compliance with laws and regulations.

The company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

This company, as a holding company, is not subject to other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements.

*Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

**Strategic report and directors' report**

The directors are responsible for the strategic report and 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 the directors' report;
- 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.

Viva Bidco Holdings Limited

## **Independent auditor's report to the members of Viva Bidco Holdings Limited (continued)**

### **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.

We have nothing to report in these respects.

### **Directors' responsibilities**

As explained more fully in their statement set out on page 4, 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](http://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.



**Clare Partridge (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
*Chartered Accountants*  
1 Sovereign Square  
Sovereign Street  
Leeds  
LS1 4DA  
21 December 2022

Viva Bidco Holdings Limited

**Income Statement for the period ended 7 July 2022**

	Note	Period ended 7 July 2022 £'000
Management recharges		1,395
<b>Operating income</b>		<b>1,395</b>
Finance income	5	61,072
Finance costs	5	(61,072)
<b>Profit before income tax</b>		<b>1,395</b>
Exceptional items	3	(3,472)
<b>Loss before income tax</b>		<b>(2,077)</b>
Income tax credit	6	-
<b>Loss for the period</b>		<b>(2,077)</b>

All amounts relate to continuing activities.

There were no other comprehensive income or losses in either financial period other than the result for the periods as shown above. Accordingly, no separate statement of other comprehensive income has been prepared.

The accompanying notes form an integral part of these financial statements.

Viva Bidco Holdings Limited

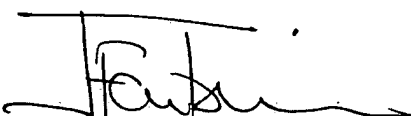
Balance Sheet as at 7 July 2022

	Note	7 July 2022 £'000
<b>ASSETS</b>		
<b>Non-current assets</b>		
Investments in subsidiary undertakings	7	85,590
		<b>85,590</b>
<b>Current assets</b>		
Amounts owed by group undertakings	8	465,654
		<b>465,654</b>
<b>LIABILITIES</b>		
<b>Current liabilities</b>		
Amounts owed to group undertakings	9	483,321
		<b>483,321</b>
<b>Net assets</b>		<b>67,923</b>
<b>CAPITAL AND RESERVES</b>		
Called up share capital	10	700
Share premium		69,300
Accumulated losses		(2,077)
<b>Shareholders' funds</b>		<b>67,923</b>

The accompanying notes form an integral part of these financial statements.

The financial statements on pages 11 to 22 were authorised for issue by the board of directors on 21 December 2022 and were signed on its behalf by:

J Fairburn  
Director



Viva Bidco Holdings Limited  
Company number: 13207493  
Avant House  
6 and 9 Tallys End  
Barlborough  
Chesterfield  
S43 4WP

Viva Bidco Holdings Limited

Statement of Changes in Equity as at 7 July 2022

	Ordinary shares	Share premium	Accumulated loss	Total
	£'000	£'000	£'000	£'000
Opening balance at 17 February 2021	-	-	-	-
Shares issued on 19th April 2021	700	69,300	-	70,000
<b>Total shares issued</b>	<b>700</b>	<b>69,300</b>	<b>-</b>	<b>70,000</b>
<b>Comprehensive Income</b>				
Result for the period	-	-	(2,077)	(2,077)
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>(2,077)</b>	<b>(2,077)</b>
<b>Balance at 7 July 2022</b>	<b>700</b>	<b>69,300</b>	<b>(2,077)</b>	<b>67,923</b>

The accompanying notes form an integral part of these financial statements.

## Viva Bidco Holdings Limited

### Notes to the financial statements for the period ended 7 July 2022

#### 1. General information

Viva Bidco Holdings Limited ("the Company") is an investment holding company for a group of businesses principally engaged in the building and sale of residential properties, commercial developments, and strategic land.

The Company is a private limited company limited by shares and is incorporated and domiciled in England in the United Kingdom. The address of its registered office is Avant House, 6 and 9 Tallys End, Barlborough, Chesterfield S43 4WP. The Company's registered number is 08114978.

#### 2. Summary of significant accounting policies

The principal accounting policies applied in the presentation of these financial statements are set out below. These policies have been consistently applied to all periods presented, unless otherwise stated.

##### 2.1 Basis of preparation

The Directors consider it appropriate to adopt Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101).

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of the international accounting standards in conformity with the requirements of the Companies Act 2006 (Adopted IFRS) but makes amendments where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions have been taken.

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006. The preparation of the financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the company's accounting policies.

The Company's parent undertaking Viva Midco Limited (registered office: Avant House, 6 and 9 Tallys End, Barlborough, Chesterfield S43 4WP) includes the company in its consolidated financial statements. The consolidated financial statements of Viva Midco Limited are prepared in accordance with international financial reporting standard and are available to the public from Companies House.

The following exemptions from the requirements of International Financial Reporting Standards (IFRS) have been applied in the preparation of these financial statements, in accordance with FRS 101:

- IFRS 7, '*Financial Instruments: Disclosures*';
- Paragraphs 91 to 99 of IFRS 13, '*Fair value measurement*' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities);
- Paragraph 38 of IAS 1, '*Presentation of financial statements*' comparative information requirements in respect of paragraph 79(a)(iv) of IAS 1, '*Presentation of financial statements*';
- The following paragraphs of IAS 1, '*Presentation of financial statements*':
  - (i) 10(d) (statement of cash flows);
  - (ii) 16 (statement of compliance with all IFRS);
  - (iii) 38A (requirement for minimum of two primary statements, including cash flow statements);
  - (iv) 38B-D (additional comparative information);
  - (v) 111 (cash flow statement information);
  - (vi) 134 – 136 (capital management disclosures);



## Notes to the financial statements for the period ended 7 July 2022 (continued)

### 2. Summary of significant accounting policies (continued)

#### 2.1 Basis of preparation (continued)

- IAS 7, '*Statement of cash flows*' and related notes;
- Paragraph 30 and 31 of IAS 8 '*Accounting policies, changes in accounting estimates and errors*' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective);
- Paragraphs 17 and 18A of IAS 24, '*Related party disclosures*' (key management compensation); and
- The requirements in IAS 24, '*Related party disclosures*' to disclose related party transactions entered into between two or more members of a group.

The company proposes to continue to adopt the reduced disclosure framework of FRS101 in its next financial statements.

#### 2.2 Going concern

The financial statements have been prepared on a going concern basis which the Directors consider to be appropriate for the following reasons.

The Company is reliant on the trading and cash generation of the Group to enable it to meet its day-to-day expenses and liabilities due for payment during the period of at least twelve months from the date of approval of these financial statements. The directors have considered that the Company will have sufficient funds to meet these requirements. In making this assessment the Directors have obtained written assurance from the group and fellow group entities that group will provide additional funding where necessary and will not seek repayment in the forecast period of the amounts owed to group and fellow group entities nor interest which will accrue in the forecast period.

The Group meets its day to day working capital requirements through the cash flow generated from the sale of residential properties, while also being reliant on funding from debt facilities with its bankers.

At 7 July 2022, the Group had access to total banking facilities of £267.8m in the form of a revolving credit facilities. £250m of which is due to expire on 31 July 2024, £15m expiring in December 2022, and £2.8m is due to expire September 2022. These were increased and their maturity extended during the period.

Net debt at 7 July 2022 was £55.58m. The undrawn banking facility amount at 7 July 2022 was £160.6m.

The shareholder loans that are provided are repayable on demand, the undrawn amount at 7 July 2022 was £nil.

The Directors have prepared forecasts and projections, including reasonable downside sensitivities, which show that the Group should be able to operate within the level of its banking facilities and meet all its banking covenants for at least 12 months from the date of signing these consolidated financial statements.

Within this assessment, severe but plausible downside scenarios have been considered. This financial modelling indicated that the Group would still be able to operate with comfortable levels of headroom against its covenants and borrowing facilities, even in the severe downside scenarios. In addition, the modelling did not consider the cash benefit of the postponement of land expenditure as part of more extreme cash conservation strategies, which would be available to management if required.

## Notes to the financial statements for the period ended 7 July 2022 (continued)

### 2. Summary of significant accounting policies (continued)

#### 2.2 Going Concern (continued)

Based on the Group's projected trading and forecast cash-flows for a period of at least 12 months from the date of signing these consolidated financial statements, the Directors are satisfied that the Company and Group will have sufficient funds to continue to meet its liabilities as they fall due for this period.

As with any company placing reliance on group, the directors acknowledge that there can be no certainty that this intention will not change although, at the date of approval of these financial statements, they have no reason to believe that such a change in the intention of the Group will occur.

Consequently, the Directors continue to adopt the going concern basis in preparing the Directors' Report and the financial statements.

#### 2.3 Functional and presentational currency

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the company operates ('the functional currency'). The financial statements are presented in 'Pounds Sterling' (£) which is also the company's functional currency.

#### 2.4 Share capital

Ordinary shares are classified as equity.

#### 2.5 Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholders' funds. In this case, the tax is also recognised in other comprehensive income or directly in shareholders' funds, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the company and its subsidiaries operate and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the company's financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; or arise from the initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

**Notes to the financial statements for the period ended 7 July 2022 (continued)**

**2. Summary of significant accounting policies (continued)**

**2.6 Interest income**

Interest income is recognised using the effective interest method. When a loan and receivable is impaired, the company reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest income on impaired loan and receivables is recognised using the original effective interest rate.

**2.7 Investment in subsidiaries**

Investment in subsidiaries are held at cost less accumulated impairment losses.

**2.8 Interest bearing receivables**

Interest bearing receivables are loan arrangements whereby the Company is lender and receives interest in accordance with the lending agreement. Interest bearing receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

**2.9 Interest bearing loans**

Interest bearing loans are recognised initially at fair value, net of transaction costs incurred. Interest bearing loans are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

**Notes to the financial statements for the period ended 7 July 2022 (continued)**

**2. Summary of significant accounting policies (continued)**

**2.9 Consolidated financial statements**

The Company is exempt under section 400 of the Companies Act 2006 from preparing consolidated financial statements on the grounds that results of the Company and its subsidiaries are incorporated in the consolidated financial statements of Viva Midco Limited. The consolidated financial statements of Viva Midco Limited are prepared in accordance with the International Financial Reporting Standards and are available to the public and may be obtained from Companies House.

**2.10 Critical accounting estimates and judgements**

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

*Carrying value and impairment of investments*

The company owns investments in subsidiaries with a significant carrying value. These values are monitored for impairment by regularly reviewing the trading results and cashflows of the subsidiaries. Any indicators of impairment would lead to the directors undertaking detailed impairment tests.

**3. Operating result**

Audit fees of £5,000 for the period ended 7 July 2022 were borne by Avant Homes Limited.

Exceptional items of £3,452,000 relate to the costs associated with the acquisition of Berkeley De Veer (Holdings) Limited and a subsidiary's acquisition of Avant SA and its subsidiary undertakings.

**4. Directors' remuneration**

Both directors are also executives of the immediate parent company, Viva Midco Limited and other group companies. It is not practical to allocate their total remuneration between their services as executives of the Company and their services as directors of the other group companies. The Directors are remunerated on behalf of the Company by Viva Midco Limited. Details of the directors' remuneration can be found in the financial statements of Viva Midco Limited.

**5. Finance income and costs**

	Period ended 7 July 2022 £'000
Interest receivable on loan to subsidiary undertaking	61,072
Interest payable on loan to parent undertaking	(61,072)
<b>Finance costs</b>	<b>-</b>

Viva Bidco Holdings Limited

Notes to the financial statements for the period ended 7 July 2022 (continued)

6. Income tax

	Period ended 7 July 2022 £'000
Recognised in the Income Statement	
Current tax	
UK corporation tax on loss for the period	-
<b>Tax credit for the period</b>	<b>-</b>

The tax expense for the period was lower than the standard rate of corporation tax in the UK for the period ended 7 July 2022 of 19%. The differences are explained below:

	Period ended 7 July 2022 £'000
Reconciliation of effective tax rate	
Loss for the period	(2,077)
Loss excluding taxation	(2,077)
Expected tax credit based on the standard rate of corporation tax in the UK of 19%	(395)
Effects of:	
Transfer pricing adjustment	(335)
Expenses not deductible for tax purposes	637
Group relief surrendered	93
<b>Tax credit</b>	<b>-</b>

7. Investment in subsidiary undertakings

	7 July 2022 £'000
Opening balance at 17 February 2021	-
Acquired on business combination	85,590
<b>Closing balance at 7 July 2022</b>	<b>85,590</b>

Investment in subsidiary undertakings relates to two entities, £25.4m in Berkeley De Veer Holdings Limited and £60.2m in Viva Bidco Limited.

**Viva Bidco Holdings Limited**

**Notes to the financial statements for the period ended 7 July 2022 (continued)**

**7. Investment in subsidiary undertakings (continued)**

Details of subsidiary company undertakings during the period, all of which are incorporated in Great Britain, are as follows:

Name of company	Nature of business	Description of shares held	Proportion of nominal value of issued shares held by the Company
Viva Bidco Limited	Intermediate parent	Ordinary shares	100%
Berkeley De Veer Holdings Limited	Intermediate parent	Ordinary shares	100%

The registered office of the Group's subsidiary undertaking is Avant House, 6 and 9 Tallys End, Barlborough, Chesterfield, S43 4WP.

**8. Amounts owed by group undertakings**

	7 July 2022
	£'000
Interest bearing amounts owed by group undertakings	445,597
Loan notes owed by group undertakings	9,312
Amounts owed by group undertakings	10,745
	<b>465,654</b>

Interest bearing amounts owed by group undertakings includes a loan of £384,526,000 made to Viva Bidco Limited ("VBL") and capitalised interest receivable of £61,071,000. The loan to VBL bears interest at 12% plus SONIA, compounded quarterly. The loan is unsecured and is repayable on demand.

Loan notes owed by group undertakings of £9,312,000 are made to Berkeley De Veer Holdings Limited, are nil interest bearing, unsecured and repayable on demand.

The amounts owed by group undertakings have arisen through trading, are nil interest bearing, unsecured and repayable on demand.

**9. Amounts owed to group undertakings**

	7 July 2022
	£'000
Interest bearing amounts owed to parent undertaking	445,597
Loan notes owed to parent undertakings	36,599
Amounts owed to group undertakings	1,125
	<b>483,321</b>

Interest bearing amounts owed to group companies includes a loan of £384,526,000 made by Viva Midco Limited ("VML") to Viva Bidco Holdings Limited ("VBHL") and capitalised interest payable of £61,071,000. The loan from VML bears interest at 12% above the SONIA rate, compounded quarterly. The loan is unsecured and is repayable on demand.

## Viva Bidco Holdings Limited

### Notes to the financial statements for the period ended 7 July 2022 (continued)

#### 9. Amounts owed to group undertakings (cont.)

Loan notes owed to parent undertakings are made by VML, are nil interest bearing, unsecured and repayable on demand. The amounts owed to group undertakings have arisen through trading, are nil interest bearing, unsecured and repayable on demand.

#### 10. Called up share capital

	7 July 2022 Number	7 July 2022 £'000
<b>Allotted, called up and fully paid:</b>		
Ordinary shares of £1 each	700,000	700

#### 11. Dividends

No dividends were paid during the period ended 7 July 2022 and the Directors do not recommend the payment of a final dividend in respect of the period ended 7 July 2022.

#### 12. Subsidiary undertakings

The indirectly held subsidiary and associate undertakings of Viva Bidco Holdings Limited are shown below:

Name	Nature of business	Class of issued share capital	Proportion of ordinary shares held
Viva Bidco Limited *	Intermediate parent	Ordinary	100%
Berkeley De Veer Holdings Limited *	Intermediate parent	Ordinary	100%
Avant SA	Intermediate parent	Ordinary	100%
Avant Homes Group Limited *	Intermediate parent	Ordinary	100%
Avant Homes Holdings Limited *	Intermediate parent	Ordinary	100%
Avant Homes Group No.2 Limited *	Intermediate parent	Ordinary	100%
Avant Homes (No.2) Limited *	Intermediate parent	Ordinary	100%
Avant Homes Limited *	Intermediate parent	Ordinary	100%
Avant Homes (England) Limited *	Housebuilding	Ordinary	100%
Avant Homes (Yorkshire) Limited *	Dormant	Ordinary	100%
Avant Homes (Sunderland) Limited *	Dormant	Ordinary	100%
Avant Homes (BBH) Limited *	Dissolved 4 October 2022	Ordinary	100%
Avant Homes (Scotland) Limited ^	Housebuilding	Ordinary	100%
Avant Homes (Scotland MK) Limited ^	Dormant	Ordinary	100%
Freeport Scotland Limited ^^	Letting of commercial property	Ordinary	14%
Strada Developments Limited ^^^	Holds shared equity portfolio	Ordinary	50%
Gladedale (South East) Limited *	Dormant	Ordinary	100%
Avant Estates Limited *	Dormant	Ordinary	100%
Laing/Gladedale (Hastings) Holdings Limited ~	Property investment	Ordinary	50%

## Viva Bidco Holdings Limited

### Notes to the financial statements for the period ended 7 July 2022 (continued)

#### 12. Subsidiary undertakings (continued)

Name	Nature of business	Class of issued share capital	Proportion of ordinary shares held
Avant Homes (Central) Limited *	Dormant	Ordinary	100%
Laing/Gladedale (Hastings) Limited ~	Property investment	Ordinary	50%
Gladedale (Home Counties) Limited *	Dormant	Ordinary	100%

The Company also holds a controlling interest in the shareholding or controls the voting rights of a number of management companies which provide management property services to residential developments completed by the Group in recent periods. The companies are controlled subsidiaries of the Company but are dormant in nature and have been listed below for completeness.

#### Management Company

Alpine House Management Company Limited \*\*  
 Cavalry Hill Management Company Limited \*  
 Mistley Quayside Management Limited \*  
 St Mary's Ridge Estate Management Company Limited \*  
 St Mary's Walk (Wickford) Management Company Limited \*  
 Shoebury Garrison Management Company Limited #  
 The Old Courthouse (Epsom) Limited \*  
 Aslacr Park Management Company Limited \*  
 Brickhill Sands Management Company Limited \*  
 Cildes Croft Management Company Limited \*  
 Collingsgate Residents Management Company Limited \*  
 Cotchett Village Management Company Limited \*  
 Cotton Yard Management Company Limited \*  
 Damstead Park Management Company Limited \*  
 Danetre Place Management Company Limited \*  
 Heathfields (Hethersett) Management Company Limited \*  
 Life Two (Bletchley) Management Company Limited \*  
 Martins Reach Management Company Limited \*  
 Pomegranate Park Management Company Limited \*  
 Purbeck Village Management Company Limited \*  
 Redhouse Park (CP) Limited \*  
 Rufford Oaks (Ollerton) Management Company Limited \*  
 Ten Locks Village Management Company Limited \*  
 Shelton Village Management Company Limited \*

#### Interest held by the Avant Group

Control by voting right majority  
 Control by guarantee without share capital  
 Control by voting right majority  
 Control by voting right majority  
 Control by guarantee without share capital  
 Control by voting right majority  
 Control by guarantee without share capital  
 Control by guarantee without share capital  
 Control by guarantee without share capital  
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 Control by guarantee without share capital  
 Control by guarantee without share capital  
 Control by guarantee without share capital  
 Control by guarantee without share capital  
 Control by voting right majority  
 Control by guarantee without share capital  
 Control by guarantee without share capital  
 Control by guarantee without share capital



## Viva Bidco Holdings Limited

### Notes to the financial statements for the period ended 7 July 2022 (continued)

#### 12. Subsidiary undertakings (continued)

Management Company	Interest held by the Avant Group
Sandhill Croft (Idle) Management Company Limited *	Control by guarantee without share capital
Sorby Village (Waverley) Management Company Limited *	Control by guarantee without share capital
Sorby Village (Waverley 3A) Management Company Limited *	Control by guarantee without share capital
Babington Quarter Management Company Limited ##	Control by guarantee without share capital
The Edge (Clowne) Management Company Limited *	Control by guarantee without share capital
Wedgewood Gardens Management Company Limited *	Control by voting right majority
Wharf View (Kilnhurst) Management Company Limited *	Control by guarantee without share capital
Willow Tree Park Management Company Limited *	Control by guarantee without share capital
Wilbur Chase Management Company Limited *	Control by guarantee without share capital
Magdalene Gardens Management Company Limited *	Control by guarantee without share capital
De Rhodes Point (Woodthorpe) Management Company Limited *	Control by guarantee without share capital
Portlands (Cresswell) Management Company Limited *	Control by guarantee without share capital
Hawfinch Place Management Company Limited ##	Control by guarantee without share capital
Waterside Quarter Management Company Limited ##	Control by guarantee without share capital
Woodyard Park (Wollaton) Management Company Limited ##	Control by guarantee without share capital
Riverside Road Residents Management Company Limited ~~	Control by guarantee without share capital

The registered office of the Companies subsidiary undertakings is as indicated.

\* Avant House, 6 and 9 Tallys End, Barlborough, Chesterfield S43 4WP

\*\* 4 Hayland Industrial Park, Maunsell Road, St Leonards-on-Sea, TN38 9NN

\*\*\* Queensway House, 11 Queensway, New Milton, Hampshire, BH25 5NR

# Suite 5 Market Square Chambers, 4 West Street, Rochford, Essex, SS4 1AL

## Unit 7 Portal Business Park, Eaton Lane, Tarporley, CW6 9DL

^ Argyll Court, The Castle Business Park, Stirling, Scotland, FK9 4TT, acquired post the period end

^^ County Buildings, (Financial Service) Wellington Square, Ayrshire, KA7 2PL

^^^ Unit C, Group Floor, Cirrus Glasgow Airport Business Park, Marchburn Drive, Paisley, PA3 2SJ

~ 1 Kingsway, London, WC2B 6AN

~~ Allerton Property Management, Unit 11 Omega Business Park, Thurston Road, DL6 2NJ

#### 13. Related party transactions

The Company is a wholly owned subsidiary of Viva Midco Limited. Viva Midco Limited, is the largest and smallest group to which the company belongs and has prepared consolidated financial statements for the period ended 7 July 2022. The Company has relied on the exemptions contained within FRS 101 in respect of the disclosure of related party transactions in accordance with IAS 24.

There are no other related parties' transactions that require disclosure in these financial statements.

**Viva Bidco Holdings Limited**

**Notes to the financial statements for the period ended 7 July 2022 (continued)**

**14. Ultimate parent undertaking**

The Directors consider the ultimate parent undertaking to be Elliot Investment Management, a global fund manager. The Directors do not consider there to be any ultimate controlling party. Viva Midco Limited (Avant House, 6 & 9 Tallys End, Barlborough, Chesterfield S43 4WP) was the largest and smallest group of which the Company was a member, and for which consolidated financial statements are prepared. Copies of the financial statements of Viva Midco Limited are available from Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.

**15. Post balance sheet events**

On 26 July 2022 the Company's indirectly held subsidiary, Avant Homes Limited, acquired the whole of the issued share capital of SF Scotland Limited (SF) for a consideration of £3.75m to £4m, dependant on completion accounts. SF which trades as Structural Timber Frames is a manufacturer and supplier of timber frames into the house building sector.