

**ORBIT NEW HOMES LIMITED**

**FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 MARCH 2012**

**Company Registration  
Number 2875508**



# ORBIT NEW HOMES LIMITED

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**Company Registration  
Number 2875508**

## **ORBIT NEW HOMES LIMITED**

### **EXECUTIVE OFFICERS AND AUDITORS**

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#### **DIRECTORS**

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were: -

##### **Name**

Paul Tennant	Executive Director/Chair	
Anne Turner	Executive Director/Secretary	
Paul High	Executive Director	
Michael Marron	Non Executive Director	
Richard Reynolds	Non Executive Director	Resigned 31 October 2011

#### **EXECUTIVE OFFICERS**

The Company had no employees during the year other than directors (2011: Nil). The Executive Officers and staff of the parent association provide services to Orbit New Homes Limited through a Service Agreement. The Executive Officers of Orbit Group Limited, the parent association, are listed in their financial statements. The Directors benefit from a qualifying third party indemnity provision indemnifying them against legal claims from third parties, that has been in place throughout the financial year and up to and including the date that the financial statements are signed.

#### **INDEPENDENT AUDITORS**

PricewaterhouseCoopers LLP  
Cornwall Court  
19 Cornwall Street  
Birmingham  
B3 2DT

#### **REGISTERED OFFICE**

Garden Court  
Harry Weston Road  
Binley Business Park  
Coventry, West Midlands, CV3 2SU

#### **PRINCIPAL SOLICITORS**

Trowers & Hamlins  
Sceptre Court  
40 Tower Hill  
London, EC3N 4DX

# ORBIT NEW HOMES LIMITED

## DIRECTORS' REPORT

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The Directors present their annual report on the affairs of the Company, and the audited financial statements for the year ended 31 March 2012.

### Principal Activities

The principal activity of the Company comprises the development of homes for sale within the UK.

### Review of Developments and Future Prospects

#### Business Review

The Company previously worked in partnership with English Partnerships and another private developer, Leach Homes Limited, to create a mixture of private and affordable homes in the Westcroft area of Milton Keynes. The Company acted as the lead developer on three mixed tenure sites creating a total of 172 homes. All homes were completed and the last home was sold in the year ended 31 March 2007.

In the year to 31 March 2012, the Company made a loss before tax of £29k (2011: £5k), after provision of a £122k Gift Aid donation to the parent company Orbit Group Limited (2011: £Nil). There are currently no future plans for this company to resume trading, and apart from the payment of existing creditors it is anticipated that the company will be dormant from 1 April 2012.

#### Treasury Policy

The Board recognises that its high degree of debt makes it important to consider its treasury policy. The treasury function operates within a framework of clearly defined Group Board approved policies, procedures and delegated authorities. The fundamental principle underlying the Company's approach is to treat treasury activities as a means of controlling risk rather than for profit generation. For Orbit New Homes Limited this involves minimising loans drawn, cash held at bank and investing surplus cash in short-term cash deposits.

### Results and Dividends

The loss for the year was £29k (2011: £5k). The Directors do not recommend payment of a Dividend.

### Directors

The Directors who served during the year are shown on page 2. The Company is a wholly owned subsidiary of Orbit Group Limited.

### Statement of Directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with 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 judgements 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;

# ORBIT NEW HOMES LIMITED

## DIRECTORS' REPORT

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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.

The directors are responsible for the maintenance and integrity of the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

### Disclosure of information to auditors

Each of the persons who is a director at the date of approval of this report confirms that:

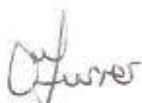
- (1) so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- (2) each director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

### Independent Auditors

During the year KPMG LLP resigned as auditors to the company, and the directors have appointed PricewaterhouseCoopers LLP. A resolution to re-appoint PricewaterhouseCoopers LLP as the Company's auditor for external audit services will be proposed at the Annual General Meeting.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.



**Anne Turner**  
**Company Secretary**  
**30<sup>th</sup> July 2012**

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ORBIT NEW HOMES LIMITED

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We have audited the financial statements of Orbit New Homes Limited for the year ended 31 March 2012 which comprise the Profit and Loss Account, the Balance Sheet, the Cash Flow Statement, and the related notes. 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).

### Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement on page 3, 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.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

### 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 March 2012 and of its loss and cash flows 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.

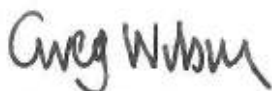
### Opinion on other matter prescribed by the Companies Act 2006

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.

### 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.



Greg Wilson (Senior Statutory Auditor)  
For and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Birmingham  
B3 2DT

Date: 21/09/2012

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ORBIT NEW HOMES LIMITED

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### **Notes:**

- The financial statements for Orbit New Homes Limited are published on the Orbit Group website [www.orbit.org.uk](http://www.orbit.org.uk). The maintenance and integrity of the Orbit Group website is the responsibility of the directors; the work carried out by the auditors does not involve consideration of these matters and, accordingly, the auditors accept no responsibility for any changes that may have occurred to the financial statements since they were initially presented on the website.
- Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

## ORBIT NEW HOMES LIMITED

### PROFIT AND LOSS ACCOUNT For the Year Ended 31 March 2012

	NOTES	2012 £'000	2011 £'000
<b>Turnover</b>		-	-
Administrative expenses		93	(5)
Gift Aid Donation		(122)	-
<b>Loss on Ordinary Activities before taxation</b>	3	(29)	(5)
Tax on loss on ordinary activities	4	-	-
<b>Loss for the financial year</b>		(29)	(5)
Revenue Reserves at 1 April		29	34
<b>Revenue Reserves at 31 March</b>		-	<b>29</b>

All activities derive from continuing operations. The Company has no recognised gains and losses other than those included in the results above, and therefore no separate statement of total recognised gains and losses has been presented.

There is no material difference between the loss on ordinary activities before taxation and the loss for the financial year stated above and their historical costs equivalents.



# ORBIT NEW HOMES LIMITED

## BALANCE SHEET

At 31 March 2012

	NOTES	2012		2011	
		£'000	£'000	£'000	£'000
<b>Current Assets</b>					
Debtors	5	-		122	
Cash at bank and in hand		4		15	
		<u>4</u>		<u>137</u>	
<b>Creditors: amounts falling due within one year</b>	6	<u>(4)</u>		<u>(108)</u>	
<b>Net Current Assets</b>			-		29
<b>Total assets less current liabilities</b>			<u>-</u>		<u>29</u>
<b>Capital and Reserves</b>					
Called up share capital	7		-		-
Profit and loss account			<u>-</u>		<u>29</u>
<b>Total Shareholders' Funds</b>	11		<u>-</u>		<u>29</u>

The financial statements on pages 7 to 12 were approved by the Board of Directors on 30<sup>th</sup> July 2012 and signed on its behalf by:

  
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PAUL TENNANT  
CHAIR

Company Registration  
Number 2875508

**ORBIT NEW HOMES LIMITED**

**CASH FLOW STATEMENT**

**For the Year Ended 31 March 2012**

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	<b>2012</b> <b>£'000</b>	<b>2011</b> <b>£'000</b>
<b>Net cash outflow from operating activities</b> <b>(Note 8)</b>	(11)	-
	<hr/>	<hr/>
<b>Decrease in cash (Note 9)</b>	<b>(11)</b>	<b>-</b>
	<hr/> <hr/>	<hr/> <hr/>

# ORBIT NEW HOMES LIMITED

## NOTES TO THE FINANCIAL STATEMENTS For the Year Ended 31 March 2012

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### 1 PRINCIPAL ACCOUNTING POLICIES

#### Basis of Accounting

These financial statements are prepared on the going concern basis, under the historical cost convention, and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year are set out below.

#### Turnover

Turnover represents amounts receivable for the sale of land and properties, net of VAT and other sales related taxes. All turnover arises in the UK only.

#### Taxation

Current tax, including UK Corporation Tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted by the balance sheet date.

Deferred tax is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date at rates expected to apply when they crystallise based on current taxes and law. Timing differences arise from inclusion of items of income and expenditure in tax computations different from those in which they are included in financial statements.

Deferred tax assets are recognised to the extent that it is regarded as more likely than not they will be recovered. Deferred tax assets and liabilities are not discounted.

### 2 DIRECTORS' AND EXECUTIVE OFFICERS' EMOLUMENTS

The Executive Directors and Non-Executive Directors are employed by the parent company, Orbit Group Limited. The remuneration paid by the parent company in respect of the directors' services to Orbit New Homes Limited for the year was £Nil (2011: £Nil).

### 3 LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

	2012 £'000	2011 £'000
<b>Operating Loss is stated after charging</b>		
<b>Auditors' remuneration:</b>		
- In their Capacity as Auditors	2	2

# ORBIT NEW HOMES LIMITED

## NOTES TO THE FINANCIAL STATEMENTS For the Year Ended 31 March 2012

### 4 TAX ON LOSS ON ORDINARY ACTIVITIES

#### (a) Analysis of charge in period:

	2012 £'000	2011 £'000
<b>Current tax:</b>		
UK corporation tax on profits of the period	-	-
Total current tax	<u>-</u>	<u>-</u>

There is no deferred tax for the year, either recognised or unrecognised (2011: £Nil).

#### (b) Factors affecting the tax charge for the period:

The current tax charge for the year is lower (2011: higher) than the standard rate of Corporation Tax in the UK of 24% (2011: 26%). The differences are explained below:

	2012 £'000	2011 £'000
Loss on ordinary activities before tax	<u>(29)</u>	<u>(5)</u>
Tax due at 24% thereon	-	(1)
Losses Brought Forward	(1)	-
Losses Surrendered to Group Companies	1	-
Losses Carried Forward	<u>-</u>	<u>1</u>
Total current tax charge	<u>-</u>	<u>-</u>

### 5 DEBTORS

	2012 £'000	2011 £'000
Amounts owed by Group Undertakings	<u>-</u>	<u>122</u>
	<u>-</u>	<u>122</u>

### 6 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2012 £'000	2011 £'000
Trade Creditors	-	104
Amounts owed to Group Undertakings	2	-
Accruals and Deferred Income	<u>2</u>	<u>4</u>
	<u>4</u>	<u>108</u>

### 7 CALLED UP SHARE CAPITAL

	2012		2011	
	No.	£	No.	£
Authorised ordinary shares of £1 each	<u>2</u>	<u>2</u>	<u>2</u>	<u>2</u>
Issued and fully paid ordinary shares of £1 each	<u>2</u>	<u>2</u>	<u>2</u>	<u>2</u>

## ORBIT NEW HOMES LIMITED

### NOTES TO THE FINANCIAL STATEMENTS For the Year Ended 31 March 2012

#### 8 RECONCILIATION OF OPERATING PROFIT TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES

	2012 £'000	2011 £'000
Operating Loss	(29)	(5)
Decrease in Debtors	122	9
(Decrease) in Creditors	(104)	(4)
<b>Net Cash Outflow from Operating Activities</b>	<b>(11)</b>	<b>-</b>

#### 9 RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT

	2012 £'000	2011 £'000
Decrease in Cash in the Year	(11)	-
Net Debt at 1 April	15	15
<b>Net Debt at 31 March</b>	<b>4</b>	<b>15</b>

#### 10 ANALYSIS OF CHANGES IN NET DEBT

	1 April 2011 £'000	Cash Flows £'000	31 March 2012 £'000
Cash at Bank and in Hand	15	(11)	4

#### 11 RECONCILIATION OF MOVEMENT IN TOTAL SHAREHOLDERS' FUNDS

	2012 £'000	2011 £'000
Loss for the Financial Year	(29)	(5)
Opening Shareholders' Funds	29	34
<b>Closing Shareholders' Funds</b>	<b>-</b>	<b>29</b>

#### 12 ULTIMATE PARENT COMPANY AND ULTIMATE CONTROLLING PARTY

The immediate parent undertaking and the ultimate parent undertaking and controlling party is Orbit Group Limited, an Industrial and Provident Society registered in England and Wales.

Orbit Group Limited is the parent undertaking of the only group of undertakings to consolidate these financial statements at 31 March 2012. The consolidated financial statements of Orbit Group Limited are published on the Orbit Group website [www.orbit.org.uk](http://www.orbit.org.uk) and are also available from Garden Court, Harry Weston Road, Binley Business Park, Coventry, CV3 2SU.

#### 13 RELATED PARTY TRANSACTIONS

Orbit New Homes Limited is a wholly owned subsidiary of Orbit Group Limited, As permitted by paragraph 3(c) FRS8 (Related Party Disclosures), the company has taken advantage of the exemption for wholly owned subsidiaries not to disclose related party transactions with group entities. There were no other related party transactions disclosable under FRS8.