

Company No. 02444254

NOTTING HILL DEVELOPMENTS LIMITED

REPORT AND FINANCIAL STATEMENTS 31 MARCH 2014



NOTTING HILL DEVELOPMENTS LIMITED

Report and financial statements for the year ended 31 March 2014

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NOTTING HILL DEVELOPMENTS LIMITED

Company No. 02444254

List of officers and professional advisers

Directors

Paul Phillips
Kate Davies
Andrew Belton
John Hughes
Kath King
Andrew Muir
Mark Vaughan (Appointed: 5 August 2013)

Corporate management team

Chief Executive	Kate Davies
Group Finance Director	Paul Phillips
Group Development Director	John Hughes
Group Corporate Services Director	Andrew Muir
Chief Operating Officer	Andrew Belton
Group Director of Asset Management	Kath King
Group director of NHHT and NH Pathways	Mark Vaughan

Company secretary

Andrew Nankivell

Registered office

Bruce Kenrick House
2 Killick Street
London
United Kingdom
N1 9FL

Bankers

Barclays Bank PLC
Business Banking
Floor 28
1 Churchill Place
London
E14 5HP

Principal solicitors

Devonshires
30 Finsbury Circus
London
EC2M 7DT

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
7 More London Riverside
London
SE1 2RT

NOTTING HILL DEVELOPMENTS LIMITED

Strategic report

The strategic report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013.

Principal activities

The Company's principal activity during the year, which it intends to continue, has been the selling of residential and commercial properties in the open market.

Result for the year

There was a profit on ordinary activities before gift aid and taxation for the year of £15,000 (2013: £5,145,000).

Dividends and transfers to reserves

The directors do not recommend the declaration of a dividend for the year (2013: nil).

Principle risks and uncertainties

From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of the Group and are not managed separately. Accordingly, the principal risks and uncertainties of Notting Hill Housing Trust, which include those of the Company, are discussed on page 14 of the Group's annual report which does not form part of this report.

Key performance indicators

The directors of Notting Hill Housing Trust manage the Group's operations on a divisional basis. For this reason, the Company's directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of Notting Hill Development Ltd. The development, performance and position of the commercial properties division of Notting Hill Housing Trust, which includes the Company, are discussed on page 7 of the Group's annual report, which does not form part of this report.

Bruce Kenrick House
2 Killick Street
London
United Kingdom
N1 9FL

Authorised and approved by the board of
directors and signed
by order of the board



Andrew Nankivell
Company secretary
15 July 2014

NOTTING HILL DEVELOPMENTS LIMITED

Directors' report

The directors present their report and the audited financial statements for the year ended 31 March 2014.

Directors

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

Paul Phillips
Kate Davies
Andrew Belton
John Hughes
Kath King
Andrew Muir
Mark Vaughan (Appointed: 5 August 2013)

No director had any beneficial interest in shares of the Company or any fellow subsidiary Company.

Independent auditors

The Company's auditors are automatically reappointed on an annual basis, and PricewaterhouseCoopers LLP has expressed willingness to continue in office.

Disclosure of information to auditors

At the date of making this report each of the Company's directors, as set out on page 2, confirm the following:

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

Directors' indemnities

As permitted by the Articles of Association, the directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The Company also purchased and maintained throughout the financial year directors' and officers' liability insurance in respect of itself and its directors.

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Andrew Nankivell
Company secretary
15 July 2014

NOTTING HILL DEVELOPMENTS LIMITED

Statement of directors' responsibilities

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 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.

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.

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- he 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 auditors are aware of that information.

NOTTING HILL DEVELOPMENTS LIMITED

Independent auditors' report to the members of Notting Hill Developments Limited

Report on the financial statements

Our opinion

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the company's affairs as at 31 March 2014 and of its profit 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.

This opinion is to be read in the context of what we say in the remainder of this report.

What we have audited

The financial statements, which are prepared by Notting Hill Developments Limited, comprise:

- the balance sheet as at 31 March 2014;
- the profit and loss account for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

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).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

What an audit of financial statements involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). 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 report and financial statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on other matter prescribed by the Companies Act 2006

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

NOTTING HILL DEVELOPMENTS LIMITED

Independent Auditors' report to the members of Notting Hill Developments Limited (continued)

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the statement of directors' responsibilities set out on page 5, 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 ISAs (UK & 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.



Kim Green (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
18 July 2014

NOTTING HILL DEVELOPMENTS LIMITED

Profit and loss account

For the year ended 31 March 2014

	Note	2014 £000	2013 £000
Turnover		-	14,606
Cost of sales		-	(9,288)
Gross result/profit		-	5,318
Administrative expenses		(1)	(15)
Operating (loss)/profit		(1)	5,303
Interest receivable and similar income	3	16	44
Interest payable and similar charges	4	-	(202)
Profit on ordinary activities before taxation	5	15	5,145
Tax on profit on ordinary activities	6	-	-
Charitable donations	7	265	(5,145)
Profit/result for the financial year	13	280	-

The turnover and profit/result for the financial years are derived from continuing operations in the United Kingdom.

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

The Company has no recognised gains and losses or movements in shareholders' funds, for the financial year other than as stated in the profit and loss account above and therefore no separate statement of total recognised gains and losses has been prepared.

NOTTING HILL DEVELOPMENTS LIMITED

Company No. 02444254

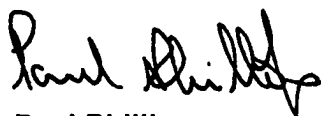
Balance sheet

As at 31 March 2014

	Note	2014 £000	2013 £000
Current assets			
Debtors	8	314	32
Cash at bank and in hand		10	10
		<u>324</u>	<u>42</u>
Current liabilities			
Creditors: amounts falling due within one year	9	(321)	(319)
		<u>(321)</u>	<u>(319)</u>
Net current assets/(liabilities)		<u>3</u>	<u>(277)</u>
Net assets/(liabilities)		<u>3</u>	<u>(277)</u>
Capital and reserves			
Called up share capital	10	-	-
Profit and loss account	11	3	(277)
Total shareholders' funds/(deficit)		<u>3</u>	<u>(277)</u>

Notes on page 10 to 14 form part of these financial statements.

The financial statements on pages 8 to 14 were authorised and approved by the Board of Directors on 15 July 2014 and signed on its behalf by:



Paul Phillips
Director

NOTTING HILL DEVELOPMENTS LIMITED

Notes to the financial statements

For the year ended 31 March 2014

1. Accounting policies

The financial statements are prepared on the going concern basis, 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.

Basis of accounting

The financial statements have been prepared under the historical cost convention.

Turnover

All turnover is derived in the UK. It represents sale proceeds net of any sales discounts and ancillary costs on the sale of completed homes sold in the open market and is recognised on completion of the sale. Sales of properties have been transacted through the partner developer but sold in the name of Notting Hill Developments Limited.

Cost of sales

Cost of sales includes an apportionment of the original cost of the land acquired for the development, plus the costs of building the property and any associated overhead costs incurred either by the developer or Notting Hill Developments Limited. In addition certain incentives that are due and paid to a developer partner are recognised in the profit and loss account, on completion of a sale of a completed home to a third party in the open market.

Going concern

The directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued support of the ultimate controlling party Notting Hill Housing Trust.

Staff costs

There were no employees in Notting Hill Developments Limited during the year (2013: nil).

Taxation

The Company is subject to corporation tax on its profits; however, these are normally paid as gift aid to Notting Hill Housing Trust.

The Company is registered for VAT as a separate entity.

2. Directors' emoluments

The emoluments of the directors are paid by Notting Hill Housing Trust (the Trust) which makes no recharge to the Company. They are directors of the Trust and a number of subsidiaries and it is not possible to make an accurate apportionment of his/her emoluments in respect of each of the subsidiaries. Accordingly, the above details include no emoluments in respect of these directors. His/her total emoluments are included in the aggregate of directors' emoluments disclosed in the financial statements of the Trust.

NOTTING HILL DEVELOPMENTS LIMITED

Notes to the financial statements (continued)

For the year ended 31 March 2014

3. Interest receivable and similar income

	2014 £000	2013 £000
Interest receivable from external parties	-	32
Interest receivable from other parent undertakings	16	12
	<u>16</u>	<u>44</u>

4. Interest payable and similar charges

	2014 £000	2013 £000
Interest payable to other group undertakings	-	202
	<u>-</u>	<u>202</u>

5. Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging:

	2014 £000	2013 £000
Fees payable to the Company auditors for the audit of the financial statements	2	2

6. Tax on profit on ordinary activities

	2014 £000	2013 £000
UK tax on profit	-	-

The tax assessed for the year is lower (2013: lower) than the standard rate of corporation tax in the UK of 23% (2013: 24%).

NOTTING HILL DEVELOPMENTS LIMITED

Notes to the financial statements (continued)

For the year ended 31 March 2014

6. Tax on profit on ordinary activities (continued)

	2014 £000	2013 £000
Current tax reconciliation		
Profit before tax	15	5,145
Corporation tax at 23% (2013: 24%)	3	1,235
Gift of cash to Notting Hill Housing Trust	(3)	(1,235)
	-	-

7. Charitable donations

	2014 £000	2013 £000
Gift of cash to Notting Hill Housing Trust	-	(5,145)
Refund of cash from Notting Hill Housing Trust	265	-

8. Debtors

	2014 £000	2013 £000
Amounts owed by parent undertaking	16	-
Amounts owed by group undertakings	294	-
Other debtors	4	32
	314	32

9. Creditors: amounts falling due within one year

	2014 £000	2013 £000
Trade creditors	-	14
Gift of cash to Notting Hill Housing Trust	15	-
Accruals and deferred income	306	305
	321	319

NOTTING HILL DEVELOPMENTS LIMITED

Notes to the financial statements (continued)

For the year ended 31 March 2014

10. Called up share capital

	2014 £	2013 £
Allotted and fully paid:		
100 (2013: 100) ordinary shares of £1 each	<u>100</u>	<u>100</u>

The shares do not have a right to any dividend or distribution in a winding up, and are not redeemable. Each share has full voting rights.

11. Profit and loss account

	2014 £000	2013 £000
As at 1 April	(277)	(277)
Profit/result for the financial year	<u>280</u>	<u>-</u>
As at 31 March	<u>3</u>	<u>(277)</u>

12. Capital commitments

	2014 £000	2013 £000
Capital expenditure that has been contracted for but has not been provided for in the financial statements	-	-
Capital expenditure that has been authorised by the board but has not yet been contracted for	<u>-</u>	<u>-</u>

13. Related party transactions

The Company is entitled to the exemption allowed by Financial Reporting Standard No. 8 in relation to the disclosure of transactions with other companies in the group as it is a wholly owned subsidiary and its results are consolidated in the financial statements of Notting Hill Housing Trust.

NOTTING HILL DEVELOPMENTS LIMITED

Notes to the financial statements (continued)

For the year ended 31 March 2014

14. Ultimate parent undertaking

The immediate parent undertaking is Notting Hill Commercial Properties Limited.

The ultimate parent undertaking and controlling party is Notting Hill Housing Trust, an Industrial and Provident Society registered in England and Wales.

Notting Hill Housing Trust is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 31 March 2014. The consolidated financial statements of Notting Hill Housing Trust are available from Bruce Kenrick House, 2 Killick Street, London, United Kingdom, N1 9FL or on our website www.nottinghillhousing.org.uk

15. Cash flow statement

The Company is exempt from preparing a cash flow statement under Financial Reporting Standard 1 as consolidated financial statements for its ultimate parent undertaking are available.