Report and Financial Statements

Year Ended

31 December 2011

Company number 2706348

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Annual report and financial statements for the year ended 31 December 2011

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Officers and professional advisors for the year ended 31 December 2011

Directors

C K Hurley B P Chambers P R Burslem J A Spring D J C Clark

Secretary and registered office

A D Brindle 140 Aldersgate Street London EC1A 4HY

Company number

2706348

Solicitors

Peter Brown & Co 1st Floor, Comer House 19 Station Road New Barnet Hertfordshire EN5 1QJ

Bankers

Bank of Ireland plc Bow Bells House 1 Bread Street London EC4M 9BE

Auditors

BDO LLP 55 Baker Street London W1U 7EU

Report of the directors for the year ended 31 December 2011

The directors present their report together with the audited financial statements for the year ended 31 December 2011

Results and dividends

The company's profit for the year before taxation was £1,600,000 (2010 £2,250,000), as detailed on page 7

The directors do not recommend the payment of a dividend (2010 £Nil)

Principal activities, trading review and future developments

The principal activity of the company was that of specialist design and build contractor and related development activities

Directors

The directors of the company during the year and up to the date of this report were

C K Hurley

B P Chambers

P Burslem

J A Spring

DJC Clark

Review of the business and future developments

The turnover in Mount Anvil Limited, the group's construction arm, was £52 3m (2010 £53 5m) and profit before taxation was £1 6m (2010 £2 3m) The company is the main contractor on all of Mount Anvil's schemes as well as Registered Provider contracts for the affordable elements of schemes under development Mount Anvil's ethos of listening to its clients and reacting to their needs has been at the centre of our approach, allowing us to consistently provide high quality and innovative design solutions. Looking forward, the external Registered Provider order book has a value of £34 2m and the intra-group private build contracts add a further £178 2m.

This continues to be a very important part of our business as it gives us control over the build quality of the homes that we produce and is cash generative

People

Investing in our people is a central tenet of Mount Anvil's strategy. We achieve this through effective communication, intensive leadership and management development and structured health and safety training. Mount Anvil believes in maximising the potential of all of its employees, maintaining clear objectives and stimulating creativity that in turn leads to a constantly evolving product offer for customers. This reflects the group's philosophy that engaged, positive, proactive people deliver excellent results and superior customer service.

Report of the directors for the year ended 31 December 2011 (continued)

During the year the group made its third issue of shares to all employees under the Share Incentive Plan Unique to our industry, all Mount Anvil employees are shareholders in the business

With the increasing scale and complexity of the schemes under development, the senior team in both precontract and delivery has been strengthened, with a number of very experienced individuals recruited, complimenting and increasing the depth of resource in the business

The group also received external recognition of the quality of this engagement during the year with a number of awards. The group was delighted to be recognised for the sixth successive year in the Sunday Times 100 Best Small Companies to Work For listing and additionally this year, receiving the award for Best Innovation in Engagement Practice. A special three star status award for excellence in the workplace in the Best Companies Accreditation was also received for the third year running. This puts the group in the top 7% of 1,082 companies, ranging from small to large and across all sectors, who entered this Best Companies sponsored accreditation process. The group is the only London developer to have this accreditation

Importantly, the culture of rigorous health and safety discipline across all of the group's sites remains key Procedures are constantly evaluated to ensure that the group respects the need for site staff to work in a safe environment. Our Accident Incidence Rate puts us in the top 3% of all major contractors in terms of our health and safety outcomes in 2011 and in May 2012 we were delighted to reach the significant milestone of 3 million hours of work without any reportable accidents

Charitable and political donations

The aggregate amount of charitable donations made during the year was £21,000 (2010 £80,000) There were no political donations

Policy and practice on the payment of creditors

It is the policy of the company to negotiate appropriate terms and conditions for its transactions with suppliers by means ranging from standard written terms to individually negotiated contracts. Trade creditors represent both invoices received from material suppliers and accruals for subcontractor payment applications not yet received. At 31 December 2011 trade creditors represented 52 days of purchases (2010) 41 days)

Financial risk management

The Board regularly reviews the financial requirements of the company and the risks associated therewith Company operations are primarily financed from retained earnings and intercompany borrowings. The company does not use complicated financial instruments nor does it use derivative financial instruments for trading purposes.

The Board regularly reviews and updates the forecasted performance of the company in conjunction with a detailed cash flow model. This ensures that working capital is continually optimised and requirements are identified at an early stage.

Report of the directors for the year ended 31 December 2011 (continued)

Directors' responsibilities

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

Company law requires the directors to prepare financial statements for each financial year which 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 year In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and to 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.

Auditors

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in office and a resolution to reappoint them will be proposed at the next annual general meeting

By order of the Board

A D Brindle Secretary

Date 31 May 2012

Independent auditor's report to the members of Mount Anvil Limited

We have audited the financial statements of Mount Anvil Limited for the year ended 31 December 2011 which comprise the profit and loss account, the balance sheet 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)

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

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. 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 (APB's) Ethical Standards for Auditors

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www frc org uk/apb/scope/private cfm

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2011 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

Opinion on other matters 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

Independent auditor's report to the members of Mount Anvil Limited (continued)

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

Richard Kelly (senior statutory auditor)

For and on behalf of BDO LLP, statutory auditor

London

United Kingdom

Date 31 May 2012

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

MOUNT ANVIL LIMITED Profit and loss account for the year ended 31 December 2011

	Note	2011	2010
		£'000	£'000
Turnover	2	52,300	53,481
Cost of sales		(45,429)	(46,941)
Gross profit		6,871	6,540
Administrative expenses		(5,285)	(4,319)
Operating profit	3,4	1,586	2,221
Interest receivable and similar income	6	16	34
Interest payable and similar charges	7	(2)	(5)
		1.600	
Profit on ordinary activities before taxation		1,600	2,250
Tax on profit on ordinary activities	8	(451)	(689)
			
Profit on ordinary activities after taxation	17	1,149	1,561
		· · · · · · · · · · · · · · · · · · ·	

All amounts relate to continuing activities

All recognised gains and losses in the current and preceding year are included in the profit and loss account.

The notes on pages 9 to 18 form part of these financial statements.

Balance sheet at 31 December 2011 Company number 2706348

	Note		2011 £'000		2010 £'000
Fixed assets			£ 000		£ 000
Tangible assets	9		235		197
Current assets					
Stock	II	498		287	
Debtors	12	23,669		11,873	
Investments	13	4,389		5,775	
Cash at bank and in hand		6,966		4,049	
		35,522	_	21,984	
Creditors: amounts falling due					
within one year	14	(29,077)		(13,900)	
Net current assets			6,445		8,084
Total assets less current liabilities			6,680		8,281
Provisions for liabilities and charges	15		(1,102)		(1,556)
Net assets			5,578	_	6,725
Capital and reserves					
Called up share capital	16		550		550
Capital contribution reserve	17		2,500		
Profit and loss account	17		2,528		6,175
Shareholder's funds	18		5,578		6,725

The notes on pages 9 to 18 form part of these financial statements

These financial statements were approved by the board of directors and authorised for issue on 31 May 2012

C K Hurley

Director

Notes to the financial statements for the year ended 31 December 2011

1 Accounting policies

The financial statements have been prepared under the historical cost convention and are in accordance with Companies Act 2006 and applicable accounting standards. The following principal accounting policies have been applied

Consolidation

The company has taken advantage of the exemption granted under section 399 of Companies Act 2006 not to provide group accounts. These financial statements present information about the company as an individual undertaking and not about its group.

Turnover

Turnover represents the value of measured works net of value added tax

Depreciation

Tangible fixed assets are depreciated on a straight line basis at the following rates to reduce the cost to the anticipated residual value at the end of the expected useful lives of these assets

Leasehold improvements

- over the remaining life of the relevant lease

Motor vehicles

- 25% per annum

Fixtures and fittings

- 33 3% per annum

Stock and long-term contracts

Stock is stated at the lower of cost and net realisable value. Net realisable value is based on estimated selling price less additional cost to completion and disposal

Long-term contracts are assessed on a contract by contract basis and are reflected in the profit and loss account by recording turnover and related costs as contract activity progresses. Where the outcome of each long-term contract can be assessed with reasonable certainty before its conclusion, the attributable profit is recognised in the profit and loss account as the difference between the reported turnover and related costs for the contract

Where losses are foreseen a provision for the loss is provided for immediately in the profit and loss account

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that the recognition of deferred tax assets is limited to the extent that the company anticipates to make sufficient taxable profits in the future to absorb the reversal of the underlying timing differences

Deferred tax balances are not discounted

Notes to the financial statements for the year ended 31 December 2011 (continued)

1 Accounting policies (continued)

Contribution to share incentive plan ("SIP")

In accordance with UITF 38, contributions to the group SIP are not recognised in the profit and loss account until such time as the shares vest unconditionally with the employees. Until that time, the employee share ownership plan trust's investment in the shares of the parent company is shown as a current asset investment.

Share-based payment

The value of share awards granted by the SIP trustee to the employees of the company is calculated using a generally accepted valuation methodology allowing for the lack of an observable market price as the company is an unlisted limited company

Current asset investments

Assets held by the company's SIP are included in the company's balance sheet as current asset investments, subject to any provision for diminution in value, until they are unconditionally distributed to beneficiaries

Leases

Assets obtained under finance leases and hire purchase contracts are capitalised at their fair value on acquisition and depreciated over their estimated useful lives. The finance charges are allocated over the period of the lease in proportion to the capital element outstanding

All other leases are treated as operating leases. Their annual rentals are charged to the profit and loss account in the year in which they become payable.

Cash flow statement

The company has taken advantage of the exemption conferred by FRS 1 'Cash Flow Statements' not to prepare a cash flow statement as it is included in the consolidated financial statements prepared by its ultimate parent company

Post retirement benefits

The group operates a defined contribution pension scheme The assets of the scheme are held separately from those of the group in an independently administered fund. The amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period.

2 Turnover

The turnover and pre-tax profit, all of which arises in the United Kingdom, is attributable to the activities of specialist design and build contractor and related development activities

3 Operating profit	2011	2010
Operating profit is after charging:	£'000	£'000
Depreciation of tangible fixed assets Auditors' remuneration	67	68
Auditors remuneration Audit fee	47	40
Tax compliance	21	18
Other services	34	7
Operating lease charges		
Land and buildings	682	197
Other	11	9
Employees		
	2011	2010
Staff costs (including directors) consist of	£'000	£,000
starr costs (including directors) consist or		
Wages and salaries	4,962	5,085
Social security costs	532	478
Other pension costs	20	22
Share-based payment charge	97	96
	5,611	5,681
	·	
	2011	2010
	No.	No
The average number of employees (including directors) during the year was as follows		
Site	49	50
Administration	26	24
		
	75	74

2011 £'000 633 8 641 2011 £'000	2010 £'000 898 6 —————————————————————————————————
633 8 641 2011	904
641	904
641	904
2011	2010
£'000	
	£'000
189	280
	
2011	2010
£'000	£'000
16	34
	
2011	2010
£'000	£'000
2	1
-	4
	5

8 Tax on profit on ordinary activities	2011 £'000	2010 £'000
UK corporation tax Current tax on profits of the year Adjustments in respect of previous periods	443	579 (2)
Total current tax charge	443	577
Deferred tax Utilisation of losses/origination of timing differences	8	112
Taxation on profit on ordinary activities	451	689
The tax assessed for the year is not the same as the standard rate are explained below	of corporation tax in the UK	The differences
	2011 £'000	2010 £'000
Profit on ordinary activities before tax	1,600	2,250
Profit on ordinary activities at the standard rate of	 	
Corporation tax in the UK of 26 5% (2010 28 0%)	424	630
Expenses not deductible for tax purposes	30	66
Expenses not deductible for tax purposes – fixed assets	1	2
Capital allowances in excess of depreciation	(13)	(7)
Other short-term timing differences Group relief claimed before payment	1	(570)
Payment for group relief	(258) 258	(579) 579
Adjustment in respect of prior year	430	(2)
Losses utilised in the period	-	(113)
Current tax charge for the year	443	577

Notes to the financial statements for the year ended 31 December 2011 (continued)

9 Tangible fixed assets	Leasehold	Motor	Fixtures and	
Cost	improvements £'000	vehicles £'000	fittings £'000	Total £'000
At 1 January 2011 Additions	102	41	554 105	697 105
At 31 December 2011	102	41	659	802
Depreciation At 1 January 2011 Charge for the year	6 11	39 2	455 54	500 67
At 31 December 2011	17	41	509	567
Net book value				
At 31 December 2011	85	-	150	235
At 31 December 2010	96	2	99	197

10 Fixed asset investments

The company owns 100% of the ordinary share capital in the following companies for the total cost of £5 (2010 £5), both of which are registered in England and Wales

Company name	% of shares held	Type of business
Mount Anvil (Liverpool) Limited	100	Dormant
Mount Anvil (SGS) Limited	100	Dormant

Notes to the financial statements for the year ended 31 December 2011 (continued)

I1 Stock	2011 £'000		2010 £'000
Work in progress	498		287
12 Debtors			
	2011		2010
	£'000		£,000
Trade debtors	1,955		1,066
Amounts due from group undertakings	17,154		7,153
Amounts due from group's joint venture undertakings	981		2,032
Amounts recoverable on contracts	2,051		853
Other taxes and social security	246		101
Other debtors	785		197
repayments and accrued income	497		471
	23,669		11,873
3 Current asset investments	2011 £'000		2010 £'000
nvestment in holding company's shares	4,389		5,775
Mount Anvil Group Limited established a Share Incentive Plof employees of the group	Shares held	Nominal	Total
	in trust	value	Cost
nvestment in holding company shares	Number	£'000	£'000
At 1 January 2011	164,154	164	5,775
Allocation of shares to employees	(48,742)	(49)	(1,386)
At 31 December 2011	115,412	115	4,389

In respect of the deferred taxation relating to the SIP please refer to note 15

14 Creditors: amounts falling due within one year		
• • • • • • • • • • • • • • • • • • •	2011	2010
	£'000	£,000
Trade creditors	C 148	5 221
	6,417	5,331
Amounts due to group undertakings Other loans	13,144	- 12
Corporation tax	185	13
Other taxes and social security	287	286
Payments on account		
Accruals and deferred income	1,954	3,698
Accidais and deferred income	7,090	4,572
	29,077	13,900
	20,011	15,700
15 Provisions for liabilities and charges At 1 January 2011		Deferred tax £'000
Deferred tax released on allocation of SIP shares Charge to profit and loss account		(462)
At 31 December 2011		1,102
	2011	2010
	£'000	£'000
Deferred tax	***	230
SIP relief timing difference	1,097	1,559
Other timing differences	5	(3)

Notes to the financial statements for the year ended 31 December 2011 (continued)

Authorised 1,000,000 Ordinary shares of £1 each 1,000 1,402 200,000 Deferred shares of 1p each 1,002 1,402 Allotted, called up and fully paid 550,000 Ordinary shares of £1 each 550 17 Reserves Capital contribution reserve £'000 Profit a contribution reserve £'000 At 1 January 2011 - 6, Profit for the year - 1, Waiver of amounts due from group undertakings 2,500 Allocation of SIP shares (net of deferred tax) 2,500 At 31 December 2011 2,500 18 Reconciliation of movements in shareholder's funds 2011 £'000 Opening shareholder's funds 6,725 7, Profit for the year Waiver of amounts due from group undertakings 3,871 1,149 Waiver of amounts due to group undertakings 3,871 1,149 Waiver of amounts due to group undertakings 2,500	16 Share capital	2011		2010
1,000,000 Ordinary shares of £1 each 2 2 2 2 2 2 2 2 2		£'000		£,000
Allotted, called up and fully paud 550,000 Ordinary shares of £1 each The Reserves Capital contribution reserve £'000 £'0 At 1 January 2011 At 1 January 2011 At 2 January 2011 At 3 January 2011 A	1,000,000 Ordinary shares of £1 each			1,000 2
17 Reserves Capital contribution reserve £'000 £'0 At 1 January 2011 - 6, Profit for the year - 1, Waiver of amounts due from group undertakings 2,500 At 31 December 2011 2,500 2, 18 Reconciliation of movements in shareholder's funds Opening shareholder's funds 6,725 7, Profit for the year 1,149 1,149 Waiver of amounts due from group undertakings 2,500 At 31 December 2011 2,500 Opening shareholder's funds 6,725 7, Profit for the year 1,149 1,149 Waiver of amounts due to group undertakings (3,871) Waiver of amounts due to group undertakings (3,871)		1,002		1,002
At 1 January 2011 At 1 January 2011 At 1 January 2011 Profit for the year Waiver of amounts due from group undertakings Waiver of amounts due to group undertakings Allocation of SIP shares (net of deferred tax) At 31 December 2011 Reconciliation of movements in shareholder's funds Opening shareholder's funds Profit for the year 2011 2012 2013 2014 2016 2017 2017 2018 2017 2018 2019 2019 2019 2019 2019 2019 2019 2019		550		550
Profit for the year - 1, Warver of amounts due from group undertakings - (3,8) Warver of amounts due to group undertakings 2,500 Allocation of SIP shares (net of deferred tax) - (9) At 31 December 2011 2,500 2,500 18 Reconciliation of movements in shareholder's funds 2011 2,500 £'000 £'000 Opening shareholder's funds 6,725 7, Profit for the year 1,149 1,500 Waiver of amounts due from group undertakings (3,871) Waiver of amounts due to group undertakings 2,500	17 Reserves	cont	ribution reserve	Profit and loss account
Waiver of amounts due from group undertakings Waiver of amounts due to group undertakings Allocation of SIP shares (net of deferred tax) 2,500 At 31 December 2011 2,500 2,500 2,500 2,500 2,500 2,500 2,500 2,500 At 31 December 2011 2,500 2,500 2,500 2,500 2,500 2,500 2,500 2,500 2,500	At 1 January 2011		-	6,175
18 Reconciliation of movements in shareholder's funds 2011 £'000 £'0 Opening shareholder's funds Profit for the year Waiver of amounts due from group undertakings Waiver of amounts due to group undertakings 2011 201 201 201 201 201 201 201 201 2	Waiver of amounts due from group undertakings Waiver of amounts due to group undertakings		2,500	1,149 (3,871) - (925)
2011 £'000 £'C Opening shareholder's funds 6,725 7, Profit for the year 1,149 1,5 Waiver of amounts due from group undertakings (3,871) Waiver of amounts due to group undertakings 2,500	At 31 December 2011	-	2,500	2,528
Profit for the year 1,149 1,5 Waiver of amounts due from group undertakings (3,871) Waiver of amounts due to group undertakings 2,500	18 Reconciliation of movements in shareholder's funds			2010 £'000
Allocation of SIP shares (net of deferred tax) (925) (2,0	Profit for the year Waiver of amounts due from group undertakings Waiver of amounts due to group undertakings	1,149 (3,871) 2,500		7,178 1,561 -
Closing shareholder's funds 5,578 6,	, , , , , , , , , , , , , , , , , , ,			6,725

During the year the company waived debts of £3,871,000 (2010 £nil) due from fellow subsidiary companies.

During the year a fellow subsidiary company waived £2,500,000 (2010 £nil) of debt due from the company

Notes to the financial statements for the year ended 31 December 2011 (continued)

19 Commitments under operating leases

The company had annual commitments under non-cancellable operating leases which expire as follows

Operating leases which expire	2011 Land and buildings £'000	2011 Other £'000	2010 Land and buildings £'000	2010 Other £'000
In less than one year	-	_	107	-
In two to five years	-	9	-	9
After five years	90	-	90	-
	90	9	197	9

20 Related party transactions

The company has taken advantage of the exception conferred by FRS 8 "Related party disclosures" not to disclose transactions with wholly owned entities that are part of Mount Anvil Group Limited

21 Ultimate parent company

The immediate parent company is Mount Anvil (Old Co) Limited The ultimate parent company of both the smallest and largest groups of which the company is a member is Mount Anvil Group Limited At 31 December 2011 the company's ultimate controlling party was C K Hurley Copies of the group financial statements are available from Companies House