Miller East Kilbride Limited

Directors' report and financial statements

For the year ended 31 December 2013

Registered number SC217614

Contents

Directors' report

The directors have pleasure in presenting their annual report and financial statements for the year ended 31 December 2013.

Principal activity

The principal activity of the company is that of residential property development.

Results for the year

The profit for the year ended 31 December 2013 is set out in the profit and loss account on page 4. The directors are unable to recommend the payment of a dividend (2012: £nil).

Directors

The directors of the company during the year and to the date of this report were as follows:

Ian Murdoch	
Julie M Jackson	
Richard Hodsden	(appointed 21 November 2013)
David J E Knight	(resigned 28 August 2013)
John S Richards	(resigned 18 November 2013)

Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that he/she ought to have taken as a director to make himself/herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

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

Julie Jackson
Director
12 June 2014

Miller House
2 Lochside View
Edinburgh
EH12 9DH

Statement of directors' responsibilities in respect of the Directors' report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 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; 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 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 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.

Independent auditor's report to the members of Miller East Kilbride Limited

We have audited the financial statements of Miller East Kilbride Limited for the year ended 31 December 2013 set out on pages 4 to 10. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 auditor

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

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's web-site at www.frc.org.uk/auditscopeukprivate.

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 2013 and of its profit for the year then ended;
- have been properly prepared in accordance with UK 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 Director's 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; or
- the directors were not entitled to take advantage of the small companies exemption in not preparing a Strategic report.

13 June 2014

Hugh Harvie (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
Saltire Court, 20 Castle Terrace, Edinburgh, EH1 2EG

Profit and loss account
For the year ended 31 December 2013

	Note	2013 £	2012 £
Turnover	*1*	**4,477,137**	4,420,705
Cost of sales - recurring		**(4,052,546)**	(3,889,922)
- exceptional		**(89,679)**	(86,995)
Gross profit		**334,912**	443,788
Administrative expenses		**(3,200)**	(4,800)
Operating profit		**331,712**	438,988
Interest payable and similar charges	*3*	**(240,804)**	(298,033)
Profit on ordinary activities before taxation	*2*	**90,908**	140,955
Tax on profit on ordinary activities	*4*	**-**	-
Profit for the financial year	*10*	**90,908**	140,955

There are no recognised gains or losses other than those disclosed above.

The results for the financial year have been derived from continuing activities.

The notes on pages 6 to 10 form part of these financial statements.

Balance sheet
As at 31 December 2013

	Note	2013 £	2012 £
Current assets			
Stocks and work in progress	5	**4,042,412**	5,639,677
Debtors	6	**1**	89,996
		4,042,413	5,729,673
Creditors: amounts falling due within one year	7	**(198,585)**	(372,963)
Total assets less current liabilities		**3,843,828**	5,356,710
Creditors: amounts falling outwith one year	8	**(7,049,820)**	(8,653,610)
Net liabilities		**(3,205,992)**	(3,296,900)
Capital and reserves			
Called up share capital	9	**1**	1
Profit and loss account	10	**(3,205,993)**	(3,296,901)
Shareholders' deficit	11	**(3,205,992)**	(3,296,900)

The notes on pages 6 to 10 form part of these financial statements.

These financial statements were approved by the board of directors on 12 June 2014 and were signed on its behalf by:

Ian Murdoch

Ian Murdoch
Director

Notes

(Forming part of the financial statements)

1. Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of accounting

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

The financial statements have been prepared on the going concern basis, which the directors believe to be appropriate for the following reasons. The day to day working capital requirements of the company are provided through a combination of funds provided by its fellow subsidiary company, Miller Homes Limited and bank borrowings. The directors of Miller Homes Limited have indicated that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company, and in particular will not seek repayment of the amounts currently made available. The directors consider that this should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so. Based on this subsidiary company support the directors believe that it remains appropriate to prepare the financial statements on a going concern basis.

As the company's results are consolidated within its ultimate parent company, The Miller Group (UK) Limited, the company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of The Miller Group (UK) Limited, within which this company is included, can be obtained from the address in note 12.

The company is exempt from the requirement of Financial Reporting Standard 1 to prepare a cash flow statement as it is a wholly owned subsidiary undertaking of The Miller Group (UK) Limited and its cash flows are included within the consolidated cash flow statement of that company.

Turnover

Turnover represents the amounts (excluding value added tax) derived from the sale of new houses and is based on the selling price for the unit, net of any cash incentives, and is recognised on legal completion and receipt of cash. The incentives offered to customers affect the recognition of turnover. Where cash incentives are given the full cash amount is deducted from turnover. Where properties are sold under a shared equity scheme, up to 25% of the value of the property is offered to the customer by way of an interest free loan from a fellow subsidiary undertaking. In recognising the initial sale of the properties sold under shared equity schemes, the company includes the relevant value in turnover and in balances with fellow subsidiary undertakings.

Development work in progress

Stocks and work in progress are stated at the lower of cost and net realisable value. Net realisable value in relation to housing stocks is assessed by taking account of estimated selling price less all estimated costs of completion and appropriate attributable overheads.

Notes *(continued)*

1. Accounting policies *(continued)*

Taxation

The charge for taxation is based on the result for the year and takes in to account taxation deferred or accelerated because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred taxation is recognised, without discounting, in respect of all timing differences which have arisen but not reversed by the balance sheet date, except as otherwise required by Financial Reporting Standard 19. Deferred tax assets are recognised to the extent that these amounts are considered more likely than not to be recoverable in the foreseeable future.

Dividend on shares presented within shareholders' funds

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the company. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

2. Profit on ordinary activities before taxation

	2013	2012
	£	£
This is stated after charging:		
Auditor's remuneration:		
Audit of these financial statements	**2,500**	2,500
Amounts receivable by auditors and their associates in respect of:		
Other services relating to taxation	**700**	700
Exceptional charge:		
Write down of land and housing stock	**89,679**	86,995

The company has no employees (2012: nil). The directors did not receive any remuneration from the company during the year (2012: £nil).

3. Interest payable and similar charges

	2013	2012
	£	£
Interest payable on bank loan	**240,804**	298,033

Notes *(continued)*

4. Taxation

Analysis of charge for the year

	2013	2012
UK corporation tax:	**£**	£
Total current tax charge	**-**	-

Factors affecting tax charge for year
The current tax charge on the profit on ordinary activities for the year is lower (2012: lower) than the standard rate of corporation tax in the UK of 23.25% (2012: 24.50%).

Current tax reconciliation	**2013**	2012
	£	£
Profit on ordinary activities before tax	**90,908**	140,955
Current tax at 23.25% (2012: 24.50%)	**21,153**	34,534
Effect of:		
Utilisation of tax losses brought forward	**(21,153)**	(34,534)
Total current tax charge	**-**	-

The UK government's budget for 2013 announced that the main rate of UK corporation tax was reduced from 24%, for the tax year ending 31 March 2013, to 23% for the tax year commencing 1 April 2013, then a reduction to 21% will be effective from 1 April 2014 with a further reduction to 20% effective from 1 April 2015.

There are tax losses carried forward of £3,421,000 (2012: £3,416,000) in respect of which no deferred tax asset has been recognised because it is not possible to confirm with reasonable assurance that sufficient future taxable profit will be available against which the company can utilise its tax losses.

5. Stocks and work in progress

	2013	2012
	£	£
Work in progress	**4,042,412**	5,639,677

6. Debtors

	2013	2012
	£	£
Unpaid share capital	**1**	1
Trade debtors	-	89,995
	1	89,996

Notes *(continued)*

7. Creditors: amounts falling due within one year

	2013 £	2012 £
Accruals and deferred income	**36,625**	34,588
Amounts from fellow subsidiary undertaking	**161,960**	338,375
	198,585	372,963

8. Creditors: amounts falling outwith one year

	2013 £	2012 £
Bank loan due 2-5 years (secured)	**3,867,790**	5,471,580
Loan from fellow subsidiary undertaking	**3,182,030**	3,182,030
	7,049,820	8,653,610

Final repayment of the bank loan is due to be made by 31 January 2015. The bank loan is secured against the company's assets and bears interest at commercial rates.

The loan from the fellow subsidiary undertaking is not subject to any interest charge and repayment is due subsequent to the repayment of the bank loan and, only then, on the basis that the company has sufficient resources available to it to make such repayment. Under the terms of the loan agreement there is no set repayment date.

9. Called up share capital

	2013 £	2012 £
Allotted, called up, and unpaid:		
1 ordinary share of £1 each	**1**	1

10. Profit and loss account

	2013 £	2012 £
At beginning of year	**(3,296,901)**	(3,437,856)
Profit for the year	**90,908**	140,955
At end of year	**(3,205,993)**	(3,296,901)

Notes *(continued)*

11. Reconciliation of movement in shareholders' deficit

	2013	2012
	£	£
Profit for the year	**90,908**	140,955
Shareholders' deficit at beginning of year	**(3,296,900)**	(3,437,855)
Shareholders' deficit at end of year	**(3,205,992)**	(3,296,900)

12. Immediate and ultimate parent company

The company's immediate parent company is Miller Homes Holdings Limited and its ultimate parent company is The Miller Group (UK) Limited. Both companies are registered in Scotland and incorporated in Great Britain.

The largest group in which the results of the company are consolidated is that headed by The Miller Group (UK) Limited. The smallest group in which they are consolidated into is that headed by Miller Homes Holdings Limited. The consolidated financial statements of these groups are available to the public and may be obtained from The Registrar of Companies, Companies House, 4th Floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, EH3 9FF.

At the date of approval of these financial statements the company was ultimately controlled by GSO Capital Partners LP, a division of the Blackstone Group LP.