

Gentoo Art of Living

Financial statements for the period ended 31 March 2016

Registered number: 31960R

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## Report of the Board for the period ended 31 March 2016

The Board presents its report and the audited financial statements of Gentoo Art of Living for the year ended 31 March 2016.

### Board members and their interests

The members who held office during the period were as follows:

Ian Self

Julie Kelly (resigned 6 November 2015)

Julie Shipley (appointed 25 February 2016, resigned 22 June 2016)

Louise Bassett (appointed 27 June 2016)

Simon Walker (resigned 25 February 2016)

Stephen Lanaghan (appointed 6 November 2015)

### Principal activities

The Society's principal activities during the year were providing and managing housing and social housing and providing assistance to help house people and associated facilities and amenities or services for poor people or for the relief of aged, disabled (whether physically or mentally) or chronically sick people.

### Society status

Gentoo Art of Living is a Registered Society under the Co-operative and Community Benefit Society Act 2014 and is a subsidiary of Gentoo Group Limited.

### Results for the year

The results for the year are set out on page 7. Other non-operating income comprises amounts derived from a donation from a subsidiary within the Gentoo Group.

### Political contributions

The Society made no political donations (2015: £nil) and incurred no political expenditure (2015: £nil) during the financial year.

### Disclosure of information to auditor

The Board members who held office at the date of approval of this Board Report confirm that, so far as they are each aware, there is no relevant audit information of which the Society's auditor is unaware; and each Board member has taken all of the steps that they ought to have taken as a Board member to make themselves aware of any relevant audit information and to establish that the Society's auditor is aware of that information.

### Auditor

The auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the Board:

  
**Stephen Lanaghan**  
Board Member  
1 August 2016

  
**Ian Self**  
Board Member  
1 August 2016

  
**Julie Shipley**  
Secretary  
1 August 2016

Emperor House  
2 Emperor Way  
Doxford International  
Business Park  
Sunderland  
SR3 3XR

## **Statement of Board's responsibilities in respect of the Board Report and the financial statements**

The Board is responsible for preparing the Board Report and the Society's financial statements in accordance with applicable law and regulations.

Co-operative and Community Benefit Society law requires the Board to prepare financial statements for each financial year. Under that law the Board has elected to prepare the financial statements in accordance with UK Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

The financial statements are required by law to give a true and fair view of the state of affairs of the Society and of the income and expenditure the Society for that period.

In preparing the Society's financial statements, the Board is 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 Society will continue in business.

The Board is responsible for keeping proper books of account that disclose with reasonable accuracy at any time the financial position of the Society and enable them to ensure that its financial statements comply with the Co-operative and Community Benefit Societies Act 2014. The Board has general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Society and to prevent and detect fraud and other irregularities.

The Board is responsible for the maintenance and integrity of the corporate and financial information included on the Gentoo Group's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.



KPMG LLP  
Quayside House  
110 Quayside  
Newcastle upon Tyne  
NE1 3DX

## **Independent auditor's report to Gentoo Art of Living**

We have audited the financial statements of Gentoo Art of Living for the year ended 31 March 2016 set out on pages 7 to 15. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

This report is made solely to the Society in accordance with section 87 of the Co-operative and Community Benefit Societies Act 2014 and, in respect of the reporting on corporate governance, on terms that have been agreed. Our audit work has been undertaken so that we might state to the Society those matters we are required to state to it in an auditor's report and, in respect of the reporting on corporate governance, those matters we have agreed to state to it in our 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 Society for our audit work, for this report, or for the opinions we have formed.

### **Respective responsibilities of Board and auditor**

As more fully explained in the Statement of Board's Responsibilities set out on page 4 the society's Board is responsible for the preparation of financial statements which 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 website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the Society's affairs as at 31 March 2016 and of the income and expenditure of the Society for the year then ended; and
- comply with the requirements of the Co-operative and Community Benefit Societies Act 2014.

## **Independent auditor's report to Gentoo Art of Living (continued)**

### **Matters on which we are required to report by exception**

We have nothing to report in respect of the following.

Under the Co-operative and Community Benefit Societies Act 2014 we are required to report to you if, in our opinion:

- the Society has not kept proper books of account; or
- the Society has not maintained a satisfactory system of control over its transactions; or
- the financial statements are not in agreement with the Society's books of account; or
- we have not received all the information and explanations we need for our audit.



**Mick Thompson**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
Chartered Accountants  
Quayside House  
110 Quayside  
Newcastle upon Tyne  
NE1 3DX  
8 August 2016

**Profit and loss account and other comprehensive income**  
for the year ended 31 March 2016

	Note	2016 £'000	2015 £'000
Other non-operating income	2	6,500	7,200
Interest receivable and similar income	4	708	521
<b>Surplus on ordinary activities before taxation</b>		<b>7,208</b>	<b>7,721</b>
Tax on surplus on ordinary activities	6	-	-
<b>Surplus for the financial year</b>		<b>7,208</b>	<b>7,721</b>
Other comprehensive income		-	-
<b>Total comprehensive income for the year</b>		<b>7,208</b>	<b>7,721</b>



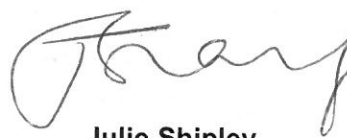
**Stephen Lanaghan**  
Board Member

1 August 2016



**Ian Self**  
Board Member

1 August 2016



**Julie Shipley**  
Secretary

1 August 2016

**Statement of financial position**  
at 31 March 2016

	Note	2016 £'000	2015 £'000
<b>Current assets</b>			
Debtors	7	57,200	50,700
Cash at bank and in hand		1,541	833
<b>Net assets</b>		<u>58,741</u>	<u>51,533</u>
<b>Capital and reserves</b>			
Revenue reserves		<u>58,741</u>	<u>51,533</u>
		<u>58,741</u>	<u>51,533</u>

These financial statements from pages 7 to 15 were approved by the Board of Members on 1 August 2016 and signed by:

  
**Stephen Lanaghan**  
Board Member  
1 August 2016

  
**Ian Self**  
Board Member  
1 August 2016

  
**Julie Shipley**  
Secretary  
1 August 2016

Registered number: 31960R



**Statement of changes in equity**

	<b>Revenue reserve £'000</b>
Balance at 1 April 2014	43,812
<b>Total comprehensive income for the period</b>	
Surplus	7,721
<b>Balance at 31 March 2015</b>	<b>51,533</b>
Balance at 1 April 2015	51,533
<b>Total comprehensive income for the period</b>	
Surplus	7,208
<b>Balance at 31 March 2016</b>	<b>58,741</b>

## Notes to the financial statements

For the period ended 31 March 2016

### 1. Accounting policies

Gentoo Art of Living (the "Society") is a Registered Society under the Co-operative and Community Benefit Society Act 2014 and domiciled in the UK. The Society also has charitable status with HM Revenue & Customs, reference number XT39442.

These financial statements were prepared in accordance with Financial Reporting Standard 102 *The Financial Reporting Standard* applicable in the UK and Republic of Ireland ("*FRS 102*") as issued in August 2014. The amendments to FRS 102 issued in July 2015 and effective immediately have been applied. The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

In the transition to FRS 102 from old UK GAAP, the Society has made no measurement and recognition adjustments. An explanation of how the transition to FRS 102 has affected financial position and financial performance of the Society is provided in note 10.

The Society's parent undertaking, Gentoo Group Limited includes the Society in its consolidated financial statements. The consolidated financial statements of Gentoo Group Limited are available to the public and may be obtained from Emperor House, 2 Emperor Way, Doxford International Business Park, Sunderland, Tyne and Wear, SR3 3XR. In these financial statements, the Society is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Cash Flow Statement and related notes

As the consolidated financial statements of Gentoo Group Limited include the equivalent disclosures, the Society has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- The disclosures required by FRS 102.11 *Basic Financial Instruments* and FRS 102.12 *Other Financial Instrument Issues* in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The Society proposes to continue to adopt the reduced disclosure framework of FRS 102 in its next financial statements.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

#### 1.1. Measurement convention

The financial statements are prepared on the historical cost basis.

#### 1.2. Going concern

The Society's business activities are set out in the Board Report on page 3.

## **Notes to the financial statements (continued)**

For the period ended 31 March 2016

### **1. Accounting policies (continued)**

#### **1.2 Going concern (continued)**

The Society's business activities are set out in the Board Report on page 3. The Society has net assets of £58,741k and has sufficient cash, £1,541k, to meet its day to day working capital requirements.

After making enquiries, the Board have a reasonable expectation that the Society will have adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to prepare the financial statements on a going concern basis.

#### **1.3. Classification of financial instruments issued by the Society**

In accordance with FRS 102.22, financial instruments issued by the Society are treated as equity only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the society to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the society; and
- (b) where the instrument will or may be settled in the society's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the society's own equity instruments or is a derivative that will be settled by the society's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Society's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

#### **1.4. Basic financial instruments**

##### *Trade and other debtors*

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

##### *Cash and cash equivalents*

Cash and cash equivalents comprise cash balances and call deposits.

## Notes to the financial statements (continued)

For the period ended 31 March 2016

### 1. Accounting policies (continued)

#### 1.5. Other non-operating income

Other non-operating income represents amounts derived from a donation payment from a subsidiary within the Gentoo Group.

#### 1.6. Expenses

##### *Interest receivable and Interest payable*

Interest payable and similar charges include interest.

#### 1.7. Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries, to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax. Goodwill is adjusted by the amount of such deferred tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

## Notes to the financial statements (continued)

For the period ended 31 March 2016

### 2. Other non-operating income

Other non-operating income represents amounts derived from a donation payment from a subsidiary within the Gentoo Group.

### 3. Expenses and auditor's remuneration

The auditor's remuneration of £2k (2015: £2k) is borne by the Group.

### 4. Interest receivable and similar income

	2016	2015
	£'000	£'000
Interest receivable from group companies	<u>708</u>	<u>521</u>

### 5. Staff numbers and costs

The Society has no employees other than the board members, who did not receive any remuneration, as remunerated via Gentoo Group, another group company.

### 6. Taxation

#### Recognised in the profit and loss account

	2016	2015
	£'000	£'000
<i>UK corporation tax</i>		
Current tax on surplus for the period	-	-
Total current tax	-	-
Tax on surplus / (deficit) on ordinary activities	-	-

The current tax charge for the year is lower (2015: lower) than the UK standard corporation tax rate of 20% (2015: 21%).

Gentoo Art Of Living is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK corporation tax purposes. Accordingly, the charity is exempt from taxation in respect of income or capital gains received within the categories covered by Chapter 3 Part 11 Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

**Notes to the financial statements (continued)**

For the period ended 31 March 2016

**6. Taxation (continued)**

**Reconciliation of effective tax rate**

	<b>2016</b>	2015
	<b>£'000</b>	£'000
Surplus for the financial year	<b>7,208</b>	7,721
Total tax expense	-	-
Surplus excluding taxation	<b>7,208</b>	7,721
Tax using the UK corporation tax rate of 20% (2015: 21%)	<b>1,441</b>	1,621
Charitable tax exemptions	<b>(1,441)</b>	(1,621)
<b>Total tax expense included in profit or loss</b>	<b>-</b>	-

Reductions in the UK corporation tax rate from 23% to 21% (effective from 1 April 2014) and 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. In the Budget on 8 July 2015, the Chancellor announced additional planned reductions to 18% by 2020. This will reduce the society's future current tax charge accordingly.

**7. Debtors**

	<b>2016</b>	2015
	<b>£'000</b>	£'000
Amounts owed by group undertakings	<b>57,200</b>	50,700

**8. Related parties**

*Identity of related parties with which the Society has transacted*

The Society is a wholly owned subsidiary of Gentoo Group Limited.

	<b>Debtors outstanding 2016 £'000</b>	Debtors outstanding 2015 £'000
Gentoo Sunderland Limited	<b>57,200</b>	50,700

**Notes to the financial statements (continued)**

For the period ended 31 March 2016

**9. Ultimate parent undertaking**

The Society is a subsidiary undertaking of Gentoo Group Limited which is the ultimate controlling party. This is the only group in which the results of the Society are consolidated. The consolidated financial statements of Gentoo Group Limited are available to the public and can be obtained from the Company Secretary, Gentoo Group Limited, Emperor House, 2 Emperor Way, Doxford International Business Park, Sunderland, SR3 3XR.

**10. Explanation of transition to FRS 102 from old UK GAAP**

As stated in note 1, these are the Society's first financial statements prepared in accordance with FRS 102.

The accounting policies set out in note 1 have been applied in preparing the financial statements for the year ended 31 March 2016 and the comparative information presented in these financial statements for the year ended 31 March 2015 and in preparation of an opening FRS 102 balance sheet at 1 April 2014 (the Society's date of transition).

In preparing its FRS 102 balance sheet, there were no recognition or measurement adjustments as a result of transition to FRS 102.