

# Financial Statements

31 March 2026

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## INFORMATION

| Board Member                                                                                                            | Category                                                                                                                                                     | Changes in the year                                                |
|-------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|
| Steve Coffey<br>Peter Fieldsend<br>Christine Fallon<br>Mark Bousfield<br>Zamila Skingsley<br>John Keyes<br>Kate McClean | Executive Board Member<br>Executive Board Member<br>Board Member & Chair<br>Board Member & Chair<br>Board Member<br>Board Member<br>Independent Board Member | (To 25 September 2025)<br><br><br><br><br>(From 25 September 2025) |

| Director    | Category          | Changes in the year |
|-------------|-------------------|---------------------|
| Chris Bowen | Managing Director |                     |

| Company Secretary | Category          | Changes in the year |
|-------------------|-------------------|---------------------|
| Catherine Fearon  | Company Secretary |                     |

|                   |                                                                                       |
|-------------------|---------------------------------------------------------------------------------------|
| Registered office | Helena Central<br>4 Corporation Street<br>St Helens, Merseyside, WA9 1LD              |
| Registered number | 09687200                                                                              |
| Auditors          | BDO LLP<br>Eden Building,<br>Manchester, United Kingdom<br>M3 5EN                     |
| Solicitors        | Brabners LLP<br>Horton House<br>Exchange Flags<br>Liverpool, L2 3YL                   |
| Bankers           | National Westminster Bank PLC<br>5 Ormskirk Street<br>St Helens, Merseyside, WA10 1DR |

## REPORT OF THE BOARD

The Board presents its report and audited financial statements for the year ended 31 March 2026.

### Business Review

Torus62 Developments Limited (“the Company”) predominately provides development services for its parent company Torus62 Limited (“Torus”) to deliver new build affordable housing. On 1 January 2019 the Company became a subsidiary of Torus62 Limited. On 1 October 2021, the Company entered into a new five year contract with Torus62 Limited to deliver Development and Sales services up to 30 September 2026. In 2025/26, turnover stood at £131.4m (2025: £140.0m). Operating profits were £0.5m (2025: £0.9m).

In 2025/26, the Company completed 766 new homes of various tenures and 679 new homes started on site during the year. At year-end, Torus Developments had 55 live schemes building 2,575 new homes. Of these, 22 are actively on site building 2,066 new homes. This represents a solid level of consistent performance and provides a strong base for growth and delivery certainty in the future. The Company also provides the development services associated with projects where Torus62 Limited is the contracting party not Torus62 Developments Limited.

Programme delivery saw good performance in 2025/26 which was affected by two main factors, namely cost inflation and high mortgage rates. The year saw a levelling off of cost inflation but continued pressure on contractors to maintain efficiency and profit. Torus took a pragmatic approach to assisting with cost inflationary pressures on fixed price contracts which was welcomed by contractors and provided Torus with greater certainty of contractors’ ability to complete schemes in the future. The year only saw one scheme for 18 units affected by contractor insolvency. The Company has completed over 75% of the sites affected by previous contractor failure. Two more sites are due to complete in 2025/26 with the final two due to complete in 2027. The downturn seen in the outright sales market over the last few years remained a stubborn issue in 2025/26. The demand for Shared Ownership and Rent To Buy as stepping stones into sustainable home ownership continued to be high in 2025/26.

Where schemes on site have been affected by cost rises and delays contractor solvency became a reduced risk and 2025/26 only saw 18 units in the programme being affected compared to 26 in 2024/25 and this was limited to one project. The Company continued to take a pragmatic approach to supporting contractors experiencing financial uncertainty on the basis of awareness of future risk of insolvency. 2025/26 saw continuing growth in property-based transactions through volume house builders and partnerships with developers rather than land-led and works-contract projects. The Company completed new homes with Eric Wright, HMS, Castle Green Homes, Breck Homes, Seddon and Complete Construction across the year. Torus was able to buy stock from volume house builders as a consequence of the challenges being faced in the outright sale market, driven by higher mortgage rates and affordability. 2025/26 saw the second of three detailed planning consents being secured for the 1,200 home Peel Hall project in Warrington and this has enabled over 800 homes to start on site. The Company is delivering this scheme with Vistry Partnerships, involving investment and membership of a formal Joint Venture in the form of a Limited Liability Partnership. 2025/26 has continued to see some levelling off and even a slight reduction in construction costs, but throughout the year inflation remained a challenge, and this was factored into a number of works contracts. Based on the events of 2025/26 affecting schemes on site and the greater certainty factored into new commitments made in year, the Company has ended the financial year in a position where risks are far more visible and better mitigated.

## **REPORT OF THE BOARD (continued)**

Potential uncertainty in the construction market in 2026/27 is expected due to geopolitical and global economic turbulence but the Company is well placed to deal with impacts based on its contractual relationships and the Parent company Torus' prioritisation of lower risk, affordable housing development. The Torus Group as a whole ended 2025/26 with 30 schemes on site building 3,183 homes. Group performance and that of the Company is expected to exceed its 2025/26 levels in 2026/27.

### **Principal Activities**

Established in July 2015, the Company is a development company that delivers new-build housing developments and major conversion to deliver new supply services on behalf of the Group.

The Company supports the Group's Development and Sales Strategy which was updated in 2024/25. This aims to see the completion of at least 4,000 new homes by 2029 across North West England, predominately in the Liverpool City Region, Warrington and Cheshire. The Group benefits from two strategic partnership arrangements held between the Group and Homes England for delivery of 4,149 of Torus' Group overall Development Programme for delivery up to 2028. Torus has also submitted a bid to Homes England for funding under the Strategic Partner Plus route from the Social and Affordable Homes Programme 2026/36 to support its plans for increased delivery of new housing.

The Development Programme consists of a combination of Social Rent, Affordable Rent and Affordable Home Ownership options, such as Shared Ownership and Rent to Buy, as well as a small number of homes for outright sale to be delivered at Peel Hall through the joint venture with Vistry Partnerships.

### **Donations**

During 2025/26, the Company Gift Aided £0.9m to Torus Foundation (2025: £0.5m).

The Company has made no donations to political organisations during the period.

### **Post Balance Sheet Events**

The Directors consider that there are no other events since the year-end that have had a significant effect on the Company's financial position.

### **Board Members and Executive Directors**

Details of the Board members who served throughout the year and up to the date of this report are shown in the schedule above. Insurance policies indemnify Board members and officers against liability when acting for the Company.

### **Financial Risk Management**

The Company uses various financial instruments including cash, trade debtors and trade creditors that arise directly from its operations. The Company manages its credit risk through its customer onboarding procedures. It is not currently exposed to any currency risk. Primarily, the Company enters into Design & Build contracts with building contractors on a fixed price basis in order to deliver new homes. The Company considers the indexation of future cost inflation to take a more shared risk and reward approach to this factor. This has become more common across the sector on high value contracts and shows an approach to risk management that is more balanced between clients and contractors.

## **REPORT OF THE BOARD (continued)**

A working capital loan facility was entered into with Torus62 Ltd for £21m in 2020/21 to support outright sales activity with a margin of 4.25% above Bank of England base rate. The facility was increased in 2023/24 to £30m. It is a revolving credit facility ending 31 March 2030. The current balance drawn on this loan is £18.1m (2025: £26.4m). In 2022/23 a further facility was agreed with Torus62 Ltd to fund the investment into the Peel Hall joint venture. This loan facility is for £19m to be repaid by 30 June 2031. At the year-end £18.2m (2025: £15.2m) had been drawn against this facility.

### **Going Concern**

The Company is an inherently sound and profitable company with low risk as profits from developing affordable housing for Torus is based on a mark up against management costs. There are recognised pressures arising from the current economic position, but this has also opened up opportunities to grow the business through partnership with commercial developers. The Torus Developments business plan shows continued profitable and cash generating activity.

In the medium term, Torus Developments has a strong pipeline of committed schemes. Although the current five year contract with Torus62 Limited is due to expire in the next financial year, a review is currently underway to determine whether to pursue a full renewal or to exercise the extension provisions within the existing agreement. This supports the expectation that service provision will continue beyond the current contractual term. Together with Torus Group's Strategic Partner status with Homes England, this places Torus Developments in a strong position to secure further development opportunities. Outright sales activity exposes Torus Developments to increased risk, but volumes of outright sale are very low and apart from the Peel Hall joint venture, the Company has no other outright sale commitments and no pipeline projects involving outright sale. Rigorous controls are in place to monitor expenditure and progress. Robust appraisals would take place before any new schemes were accepted onto the programme.

Governance structures have been put in place to monitor Joint Venture performance including representation on the Joint Venture Board and quarterly reporting to the Company's Board.

Intragroup loan facilities have been agreed with Torus which will ensure cash is available to meet its commitments.

After consideration of the above points, Torus Developments Board have concluded that there are no material uncertainties that cast doubt on the ability of Torus Developments to remain a going concern and accounts have been prepared on this basis.

### **Annual General Meeting**

The Company is not required to hold an Annual General Meeting under its Articles of Association.

### **Approval**

The report of the Board was approved by the Company Board on 6th August 2026 and signed on its behalf by:



**Mark Bousfield**  
**Chair**

## STRATEGIC REPORT

### Background

The Company is a wholly owned subsidiary of Torus62 Limited and is a company limited by shares.

The Company has undertaken the provision of the following during the trading period:

- Building contract maintenance for the provision of new homes;
- Defect liability management; *and*
- Provision of multiple tenure types including rent to buy, shared ownership, affordable housing and outright sale.

### New Developments

At the end of 2025/26, the Company had 55 live schemes at the end of the year (2025: 60), of which two were at pre-development stage. During the financial year the Company completed 766 new homes out of the overall Torus performance of 1,009. The Company provided the development services to deliver the 243 homes that Torus62 Limited delivered directly through its own contractual relationships.

The business team continued to review opportunities to develop new homes across North West England, with schemes now live in the Liverpool, Knowsley, Sefton, St Helens, Warrington, Halton, Cheshire East, Cheshire West, Wigan and Wirral local authority areas.

### Objectives and Strategy

The 2026/27 Business Plan for the Company aligns with the new Corporate Plan agreed by Torus in 2024/25. In particular, the Company's Business Plan relates to all three of the new focuses, summarised below, which identify the strategic direction and focus of the organisation.

| Corporate Plan Focus  | Strategic Implementation                                                                                                                                                                                                                                                                                                 |
|-----------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| People and Services   | Providing development services to Torus<br><br>Providing sales services to Torus and to potential property buyers to ensure sustainable home ownership<br><br>Providing after care services to customers living in new build homes<br><br>Carrying out customer surveys to ensure high standards of service are achieved |
| Homes and Communities | Delivering over 1,000 new affordable homes every year<br><br>Meeting a range of housing needs and demands<br><br>Offering a range of rented and home ownership tenures to meet the needs of customers<br><br>Offering a range of supported housing options to meet the housing and care needs of vulnerable people       |

**STRATEGIC REPORT (continued)**

|                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
|------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Homes and Communities        | <p>Delivering new homes which contribute to regeneration of places and strengthen the housing offer and grow stronger communities</p> <p>Taking an intelligence-led approach to new build investment and participating in transformational projects that have a major impact on improving neighbourhoods and the lives of customers</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Viability and Sustainability | <p>Maximise the VAT efficiency for the Group on the building projects it undertakes.</p> <p>Meet business plan targets and deliver a positive rate of return.</p> <p>Ensure lean business and operational processes operate in association with effective IT systems.</p> <p>Deliver efficiency savings to maximise profit and commercial performance.</p> <p>Use the VAT efficiencies generated within the Company to support further projects within Group communities.</p> <p>Provide high performance by fulfilling the expectations of Torus and meeting contractual targets.</p> <p>Develop a range of services that offer flexible solutions to meet changing needs, expectations and demands of clients.</p> <p>Provide opportunities for local suppliers and service providers to support the local economy.</p> <p>Ensure compliance with statutory and industry regulators.</p> <p>Establish relationships within the Torus Group.</p> |

**Service Performance**

The approved Business Plan for 2025/26 forecast that net expenditure on works, fees and operating costs would reach £136.6m and that this could generate a total profit of £0.5m. The final costs for the year fell short of the target at £131.0m due to scheme delays but the full profit target of £0.5m was achieved due to sale of the Fence House site to Torus within the financial year. There remain no current outright sale commitments except the Peel Hall Joint Venture which contains outright sale and affordable tenures.

STRATEGIC REPORT (continued)

Risks to Delivery of the Business Plan

Torus are a leading house builder and provider of landlord services in the North West of England. With a strategic focus on driving growth and regeneration across Liverpool, St. Helens, Warrington and neighbouring areas of significant potential, it will build the right homes for the right people in the right places to create better places to live and to support economic growth and regeneration.

| KEY RISK AREA                                | KEY CONTROLS IN PLACE                                                                                                                                                                                                                                                                                                                                                                                                                  | MITIGATING ACTIONS                                                                                                                                                                                                                                                                                                                                                       |
|----------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Failure to deliver the Development Programme | <ul style="list-style-type: none"><li>• Annual Development Programme and Budget</li><li>• Development Strategy</li><li>• Development Committee</li><li>• Progress against targets is monitored and reported at appropriate levels</li><li>• Torus62 Limited is a strategic delivery partner for Homes England giving external oversight</li><li>• Skilled development team</li><li>• Due Diligence and contractor monitoring</li></ul> | <ul style="list-style-type: none"><li>• Torus Contractors Framework</li><li>• Re-forecast Development Programme</li><li>• Revised Business Plan</li><li>• Homes England Funding programme</li><li>• Developing a plan for decarbonising new build</li><li>• Social and Affordable Homes Programme 2026/36 bid</li><li>• Reduced first tranche sales assumption</li></ul> |

Approval

The Strategic Report was approved by the Board on 6<sup>th</sup> August 2026 and signed on its behalf by:



Mark Bousfield  
Chair

## **STATEMENT OF THE RESPONSIBILITIES OF THE DIRECTORS FOR THE REPORT AND FINANCIAL STATEMENTS**

The Directors are responsible for preparing the Strategic Report and Report of the Board 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 elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 and 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 judgments and accounting estimates that are reasonable and prudent; *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 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 confirm that:

- so far as each Director is aware, there is no relevant audit information of which the Company's auditor is unaware; *and*
- The Directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

### **Approval**

The Statement of the responsibilities of the Directors for the report and financial statements was approved by the Board on 6<sup>th</sup> August 2026 and signed on its behalf by:



**Mark Bousfield**  
**Chair**

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TORUS62 DEVELOPMENTS LIMITED**

**Opinion on the 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 2026 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.

We have audited the financial statements of Torus62 Developments Limited ("the Company") for the year ended 31 March 2026 which comprise the following:

- Statement of comprehensive income
- Statement of financial position
- Statement of changes in equity
- Notes 1 to 16 to the financial statements
- A summary of significant accounting policies

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

**Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

*Independence*

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

**Conclusions relating to going concern**

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TORUS62 DEVELOPMENTS LIMITED  
(CONTINUED)**

**Other information**

The Directors are responsible for the other information. The other information comprises the information included in the Strategic report and report of the Board, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**Other Companies Act 2006 reporting**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Report of the Board for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Report of the Board have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Report of the Board.

We have nothing to report in respect of the following matters in relation to which 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.

**Responsibilities of Directors**

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, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TORUS62 DEVELOPMENTS LIMITED  
(CONTINUED)**

the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

**Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the Company and management.

*Extent to which the audit was capable of detecting irregularities, including fraud*

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

*Non-compliance with laws and regulations*

Based on:

- Our understanding of the Company and the industry in which it operates;
- Discussion with management and those charged with governance; and
- Obtaining and understanding of the Company's policies and procedures regarding compliance with laws and regulations;

we considered the significant laws and regulations to be the applicable accounting framework, FRS 102, UK GAAP, the Companies Act 2006 and UK tax legislation, etc.

The Company is also subject to laws and regulations where the consequence of non-compliance could have a material effect on the amount or disclosures in the financial statements, for example through the imposition of fines or litigations. We identified such laws and regulations to be the health and safety legislation, employment equity act etc.

Our procedures in respect of the above included:

- Enquires of management whether there were any litigations and claims;
- Review of minutes of meeting of those charged with governance for any instances of non-compliance with laws and regulations;
- Review of correspondence with tax authorities for any instances of non-compliance with laws and regulations;
- Review of financial statement disclosures and agreeing to supporting documentation; and
- Review of legal expenditure accounts to understand the nature of expenditure incurred.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TORUS62 DEVELOPMENTS LIMITED  
(CONTINUED)**

*Fraud*

We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:

- Enquiry with management and those charged with governance regarding any known or suspected instances of fraud;
- Obtaining an understanding of the Company's policies and procedures relating to:
  - Detecting and responding to the risks of fraud; and
  - Internal controls established to mitigate risks related to fraud.
- Review of minutes of meeting of those charged with governance for any known or suspected instances of fraud;
- Discussion amongst the engagement team as to how and where fraud might occur in the financial statements; and
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;

Based on our risk assessment, we considered the areas most susceptible to fraud to be management override of controls, revenue recognition and error through journals to revenue.

Our procedures in respect of the above included:

- Testing a sample of journal entries throughout the year, which met a defined risk criteria, by agreeing to supporting documentation;
- Assessing significant estimates made by management for;
- Selecting and testing a sample of development income and agree to supporting documentation;
- Setting expectation of revenue journal posting and investigate any journal outside of our expectations, tracing journal entry to appropriate supporting documents; and
- Selection of income recognised before and after the financial year end in order to assess whether the income has been recognised in the correct period.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members who were all deemed to have appropriate competence and capabilities and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at:

<https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TORUS62 DEVELOPMENTS LIMITED  
(CONTINUED)**

**Use of our report**

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.

**BDO LLP**

Hamid Ghafoor (Senior Statutory Auditor)  
For and on behalf of BDO LLP, Statutory Auditor  
Manchester, UK  
Date

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

NOTES TO THE FINANCIAL STATEMENTS

STATEMENT OF COMPREHENSIVE INCOME

| For the year ended 31 March 2026                     | Note | 2026<br>£'000    | 2025<br>£'000    |
|------------------------------------------------------|------|------------------|------------------|
| Turnover                                             | 3    | 131,352          | 139,954          |
| Cost of sales                                        |      | <u>(130,985)</u> | <u>(139,180)</u> |
| <b>Gross profit</b>                                  | 4    | 367              | 774              |
| Interest receivable                                  | 5    | 1,366            | 876              |
| Interest payable                                     | 6    | <u>(1,206)</u>   | <u>(782)</u>     |
| <b>Profit on ordinary activities before taxation</b> |      | 527              | 868              |
| Tax on profit on ordinary activities                 | 8    | <u>85</u>        | <u>72</u>        |
| <b>Profit for the financial year</b>                 |      | 612              | 940              |
| <b>Other Comprehensive Income</b>                    |      | -                | -                |
| <b>Total Comprehensive Income for the year</b>       |      | <u>612</u>       | <u>940</u>       |

The accompanying notes form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS**

**STATEMENT OF CHANGES IN EQUITY**

|                                        | <b>Revenue<br/>Reserve</b> | <b>Share<br/>Capital</b> | <b>Total<br/>Reserves</b> |
|----------------------------------------|----------------------------|--------------------------|---------------------------|
|                                        | <b>£'000</b>               | <b>£'000</b>             | <b>£'000</b>              |
| Balance at 31 <sup>st</sup> March 2024 | 856                        | 250                      | 1,106                     |
| Profit for the year                    | 940                        | -                        | 940                       |
| Gift aid                               | (500)                      | -                        | (500)                     |
| Balance at 31 <sup>st</sup> March 2025 | 1,296                      | 250                      | 1,546                     |
| Profit for the year                    | 612                        | -                        | 612                       |
| Gift aid                               | (868)                      | -                        | (868)                     |
| Balance at 31 <sup>st</sup> March 2026 | 1,040                      | 250                      | 1,290                     |

Gift aid has been paid to Torus Foundation.

The accompanying notes form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS**

**STATEMENT OF FINANCIAL POSITION**

| <b>At 31 March 2026</b>                                        |             | <b>2026</b>     | <b>2025</b>     |
|----------------------------------------------------------------|-------------|-----------------|-----------------|
|                                                                | <b>Note</b> | <b>£'000</b>    | <b>£'000</b>    |
| <b>Current assets</b>                                          |             |                 |                 |
| Stock                                                          | 9           | 14,802          | 24,720          |
| Debtors - receivable after one year                            | 10          | 21,308          | 16,921          |
| Trade and other debtors                                        | 10          | 24,426          | 24,849          |
| Cash and cash equivalents                                      |             | 1,580           | 4,618           |
|                                                                |             | <u>62,116</u>   | <u>71,108</u>   |
| <b>Creditors:</b> amounts falling due within one year          | 11          | <u>(24,519)</u> | <u>(27,975)</u> |
| <b>Net current assets</b>                                      |             | <u>37,597</u>   | <u>43,133</u>   |
| <b>Total assets less current liabilities</b>                   |             | <u>37,597</u>   | <u>43,133</u>   |
| <b>Creditors:</b> amounts falling due after more than one year | 12          | (36,307)        | (41,587)        |
| <b>Net assets</b>                                              |             | <u>1,290</u>    | <u>1,546</u>    |
| <b>Reserves</b>                                                |             |                 |                 |
| Share capital                                                  | 13          | 250             | 250             |
| Revenue reserve                                                | 14          | <u>1,040</u>    | <u>1,296</u>    |
| <b>Total Funds</b>                                             |             | <u>1,290</u>    | <u>1,546</u>    |

The financial statements were approved by the Board on 6<sup>th</sup> August 2026 and signed on its behalf by:



**Mark Bousfield**  
**Chair**

**Company number: 09687200**

The accompanying notes form part of these financial statements.

## NOTES TO THE FINANCIAL STATEMENTS

### 1. Legal status

Torus62 Developments Limited ("the Company") is a company limited by shares and is registered in England under the Companies Act 2006. The company's registered office is 4 Corporation Street, St. Helens, Merseyside, WA9 1LD.

### 2. Accounting policies

#### Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with UK accounting standards, including Financial Reporting Standard 102, "the Financial Reporting standard applicable in the United Kingdom and the Republic of Ireland", and with the Companies Act 2006. The financial statements are presented in sterling (£).

The company has adopted the following disclosure exemptions as per FRS102:

- the requirement to present a statement of cash flows and related notes;
- the requirement to disclose key management personnel compensation; *and*
- financial instrument disclosures, including:
  - categories of financial instruments; *and*
  - items of income, expenses, gains or losses relating to financial instruments, and exposure to and management of financial risks.

This information is included in the consolidated financial statements of Torus62 Limited as at 31 March 2026 and these financial statements may be obtained from its registered office: 4 Corporation Street, St. Helens, Merseyside WA9 1LD.

#### Going Concern

Revised budgets and business plans have been produced, together with stress testing of the revised plan. It is projected that the company will remain profitable in 2026/27 and future years. The strong development pipeline, together with the expectation that service provision will continue through either a full renewal or the exercise of the extension provision within the existing agreement for the delivery of Development and Sales services to Torus, and Torus Group's Strategic Partner status with Homes England, provides confidence over the level of work in the medium term.

Stress testing indicates that the company can withstand further adverse scenarios around cost increases, reductions in property values and delays in development and sales and remain profitable.

After reviewing the Company's forecasts and projections, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future being a period of not less than 12 months from the date of approval of these financial statements. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

## **NOTES TO THE FINANCIAL STATEMENTS (continued)**

### Significant Judgements and Estimates

Preparation of the financial statements requires management to make significant judgements and estimates. There have been no significant judgements or estimates made in the preparation of these accounts.

### Rendering of services

Turnover from the rendering of services is recognised by reference to the stage of completion of the contract. The stage of completion of a contract is measured by comparing the costs incurred for work performed to date to the total estimated contract costs. Turnover is only recognised to the extent of recoverable expenses when the outcome of a contract cannot be estimated reliably.

### Stocks and work-in-progress

Stock and work-in-progress is stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price less all further costs to complete and all costs to be incurred in marketing and selling.

### Debtors

Short-term debtors are measured at transaction price, less any impairment.

### Creditors

Short term trade creditors are measured at the transaction price. Other financial liabilities, including intergroup loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

### Intra-group Loan

Torus62 Developments Limited has an intra-group loan with Torus62 Limited, its parent company. A working capital loan facility of £30m, this is a revolving credit facility ending 31 March 2030. A further facility was agreed with Torus62 Ltd to fund the investment into the Peel Hall joint venture. This loan facility is for £19m to be repaid by 30 June 2031. All drawn balances are detailed in the Financial Risk Management section of the Report of the Board.

### Taxation

The charge for taxation is based on the taxable profit for the year and takes into account taxation deferred or accelerated because of timing differences between the treatment of certain items for accounting and taxation purposes.

Deferred tax is recognised on all timing differences where the transactions or events that give the company an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance sheet date. Deferred tax balances are not discounted.

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

**3. Turnover and Other income**

All £131.4m turnover arose in the United Kingdom all relating to the rendering of services.

**4. Operating profit**

Auditor's remuneration for the company is included within the fees to Torus62 Limited and charged to Torus62 Developments Limited via the service level agreement.

The company has taken advantage of the exemption not to disclose amounts paid for non-audit services as these are disclosed in the group accounts of the parent company.

**5. Interest receivable**

|                                        | <b>2026</b>  | <b>2025</b>  |
|----------------------------------------|--------------|--------------|
|                                        | <b>£'000</b> | <b>£'000</b> |
| Interest receivable from Joint Venture | 1,366        | 876          |
|                                        | <u>1,366</u> | <u>876</u>   |

**6. Interest payable and financing costs**

|                                                                                   | <b>2026</b>  | <b>2025</b>  |
|-----------------------------------------------------------------------------------|--------------|--------------|
|                                                                                   | <b>£'000</b> | <b>£'000</b> |
| Intragroup loan                                                                   | 2,933        | 3,970        |
| Interest payable capitalised on housing properties under construction             | (1,727)      | (3,188)      |
|                                                                                   | <u>1,206</u> | <u>782</u>   |
| Capitalisation rate used to determine the finance costs capitalised in the period | <u>7.62%</u> | <u>8.24%</u> |

**7. Employees**

**Average monthly number of employees expressed in full time equivalents:**

**Employee costs:**

|             | <b>2026</b>   | <b>2025</b>   |
|-------------|---------------|---------------|
|             | <b>Number</b> | <b>Number</b> |
| Leadership  | 1             | 1             |
| Development | 60            | 51            |
|             | <u>61</u>     | <u>52</u>     |

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

| <b>Employee costs:</b> | <b>2026</b>  | <b>2025</b>  |
|------------------------|--------------|--------------|
|                        | <b>£'000</b> | <b>£'000</b> |
| Wages and salaries     | 3,182        | 2,769        |
| Social security costs  | 407          | 297          |
| Other pension costs    | 239          | 215          |
|                        | <u>3,828</u> | <u>3,281</u> |

**The full-time equivalent number of staff who received remuneration (excluding Executive directors):**

|                      | <b>2026</b>  | <b>2025</b>  |
|----------------------|--------------|--------------|
|                      | <b>£'000</b> | <b>£'000</b> |
| £60,001 to £70,000   | 4            | 5            |
| £70,001 to £80,000   | 5            | 2            |
| £80,001 to £90,000   | 1            | 2            |
| £90,001 to £100,000  | 3            | 4            |
| £100,001 to £110,000 | 3            | 1            |
| £110,001 to £120,000 | -            | -            |
| £120,001 to £130,000 | -            | -            |
| £130,001 to £140,000 | -            | -            |
| £140,001 to £150,000 | -            | -            |
| £150,001 to £160,000 | 1            | 1            |

Torus62 Developments Limited (formally LMH Developments Limited) operates a Stakeholder Money Purchase Pension Scheme supplied by AVIVA or employees are members of the Merseyside Pension Fund (MPF) or Cheshire Pension Fund (CPF). The charge for the year represents contributions payable by Torus62 Developments Ltd. Pension payments recognised as an expense during the year amount to £238,959 (2025: £214,572).

**Board Members and Executive Directors Remuneration**

The Chair of the Torus62 Developments Limited Board is employed as a member of the Torus Group Board; no emoluments have been made from Torus62 Developments Limited for their services. The five directors of Torus62 Developments Limited are employed by the Company's parent undertaking Torus62 Limited.

**8. Tax on ordinary activities**

|                                         | <b>2026</b>  | <b>2025</b>  |
|-----------------------------------------|--------------|--------------|
|                                         | <b>£'000</b> | <b>£'000</b> |
| <b>Tax charge/(credit) for the year</b> |              |              |
| UK corporation tax at 25%               | 132          | 217          |
| Adjustments in respect of prior periods | (217)        | (289)        |
| Tax on profit on ordinary activities    | <u>(85)</u>  | <u>(72)</u>  |

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

**Reconciliation of tax charge**

|                                                                     |       |       |
|---------------------------------------------------------------------|-------|-------|
| Profit on ordinary activities before tax                            | 527   | 868   |
| Tax on profit on ordinary activities at corporation tax rate of 25% | 132   | 217   |
| Effects of:                                                         |       |       |
| Adjustments to tax charge in respect of previous periods            | (217) | (289) |
| Tax credit for the period                                           | (85)  | (72)  |

Deferred tax has been calculated on the rate substantively enacted at the reporting date.

**9. Stock**

|                                        | <b>2026</b>   | <b>2025</b>   |
|----------------------------------------|---------------|---------------|
|                                        | <b>£'000</b>  | <b>£'000</b>  |
| Property for resale - work in progress | 14,802        | 24,720        |
|                                        | <u>14,802</u> | <u>24,720</u> |

**10. Debtors**

|                                    | <b>2026</b>   | <b>2025</b>   |
|------------------------------------|---------------|---------------|
|                                    | <b>£'000</b>  | <b>£'000</b>  |
| <b>Due within one year</b>         |               |               |
| Trade debtors                      | 142           | 122           |
| Prepayments and accrued income     | 247           | 1,220         |
| Amounts owed by group undertakings | 24,037        | 23,507        |
|                                    | <u>24,426</u> | <u>24,849</u> |

|                                     | <b>2026</b>   | <b>2025</b>   |
|-------------------------------------|---------------|---------------|
|                                     | <b>£'000</b>  | <b>£'000</b>  |
| <b>Due after more than one year</b> |               |               |
| Peel Hall JV LLP loan               | 18,307        | 15,287        |
| Peel Hall JV Loan interest          | 3,001         | 1,634         |
|                                     | <u>21,308</u> | <u>16,921</u> |
| <b>Total Debtors</b>                | <u>45,734</u> | <u>41,770</u> |

| <b>JV disclosure</b>             | <b>2026</b>   | <b>2025</b>   |
|----------------------------------|---------------|---------------|
|                                  | <b>£'000</b>  | <b>£'000</b>  |
| Balance at beginning of the year | 16,921        | 7,395         |
| Additions                        | 14,287        | 9,526         |
| Repayments                       | (9,900)       | -             |
| Impairment                       | -             | -             |
| Balance at end of the year       | <u>21,308</u> | <u>16,921</u> |

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

**11. Creditors: amounts falling due within one year**

|                                    | <b>2026</b>   | <b>2025</b>   |
|------------------------------------|---------------|---------------|
|                                    | <b>£'000</b>  | <b>£'000</b>  |
| Trade creditors                    | 4,555         | 4,095         |
| Amounts owed to Group undertakings | 4,149         | 4,499         |
| Other creditors                    | 86            | 76            |
| Accruals and deferred income       | 15,597        | 19,088        |
| Corporation tax                    | 132           | 217           |
|                                    | <u>24,519</u> | <u>27,975</u> |

**12. Creditors: amounts falling due after more than one year**

|                                   | <b>2026</b>   | <b>2025</b>   |
|-----------------------------------|---------------|---------------|
|                                   | <b>£'000</b>  | <b>£'000</b>  |
| Amounts due to Group undertakings | 36,307        | 41,587        |
|                                   | <u>36,307</u> | <u>41,587</u> |

|                                                | <b>2026</b>   | <b>2025</b>   |
|------------------------------------------------|---------------|---------------|
|                                                | <b>£'000</b>  | <b>£'000</b>  |
| <b>Amounts due to group undertakings</b>       |               |               |
| Due within two to five years                   | 18,100        | 26,400        |
| Due in more than five years                    | 18,207        | 15,187        |
| <b>Total amounts due to group undertakings</b> | <u>36,307</u> | <u>41,587</u> |

A revolving credit facility is in place with the balance due by the facility end date of 31 March 2030.

In 2022/23 a further facility was agreed with Torus62 Ltd to fund the investment into the Peel Hall joint venture. This loan facility must be repaid by 30 June 2031.

**13. Share Capital**

|                                                                              | <b>2026</b>   | <b>2026</b>    | <b>2025</b>   | <b>2025</b>    |
|------------------------------------------------------------------------------|---------------|----------------|---------------|----------------|
|                                                                              | <b>No. of</b> | <b>Share</b>   | <b>No. of</b> | <b>Share</b>   |
|                                                                              | <b>shares</b> | <b>Capital</b> | <b>shares</b> | <b>Capital</b> |
|                                                                              |               | <b>value</b>   |               | <b>value</b>   |
|                                                                              |               | <b>£'000</b>   |               | <b>£'000</b>   |
| At 31 March - Ordinary shares of £1 each, allotted, called up and fully paid | 250,000       | 250            | 250,000       | 250            |

The shares provide members with the right to vote at general meetings, but do not provide any rights to dividends.

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

**14. Reserves**

Share capital represents the nominal value of shares that have been issued. Revenue reserve includes all current and prior period retained profits and losses.

**15. Relationship with parent company**

The immediate and ultimate parent company and controlling party is Torus62 Limited (Community Benefit Society 7973). The registered office of Torus62 Limited is 4 Corporation Street, St Helens, Merseyside, WA9 1LD.

**16. Related parties**

The company has taken advantage of the exemption under Financial Reporting Standard 102 section 33 and not disclosed transactions with Torus62 Limited, Torus Foundation and Housing Maintenance Solutions Ltd on the grounds that all entities are wholly owned.

Torus62 Developments recognised £nil profit in the year (2025: £nil) from its joint venture with Peel Hall JV LLP

At the end of the period, there was a loan of £18.3m (2025: £15.3m) due from Peel Hall JV LLP. Loan interest receivable of £3.0m (2024/25: £1.6m) was accrued at the period end receivable from Peel Hall JV LLP.