

A. R. COPY

YUILL DEVELOPMENTS LIMITED

REPORT AND ACCOUNTS

30 MARCH 1996



COMPANY NUMBER: 1023545

**YUILL DEVELOPMENTS LIMITED**  
**DIRECTORS' REPORT**  
**FOR THE PERIOD ENDED 30 MARCH 1996**

<b>DIRECTORS</b>	D C Bates P G Yuill D Grieveson	Chairman
------------------	---------------------------------------	----------

The directors present their report and accounts for the 52 weeks ended 30 March 1996.

**PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS**

The principal activity of the company is that of property development. During the year the company continued to search for and consider potential development opportunities. A shortage of favourable opportunities resulted in turnover being significantly lower than in previous years and on 28 March 1996 the trade, assets and liabilities of the company were transferred to Cecil M Yuill Limited.

**RESULTS AND DIVIDENDS**

(Loss) for the period after taxation

£

(66,649)

**DIRECTORS AND THEIR INTERESTS**

The directors holding office during the period were as follows:

D C Bates  
P G Yuill  
P A Darcy (resigned 27 July 1996)  
D Grieveson

None of the directors had any interest in the £1 ordinary shares of the company, apart from P G Yuill who held 2 shares in a non-beneficial capacity, at the beginning or end of the financial period. The interests of the directors in the share capital of the ultimate holding company, Yuill Group Limited, as recorded in the register of directors interests, are disclosed in the directors' report of that company.

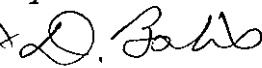
**DIRECTORS INSURANCE**

The company maintains insurance policies on behalf of all the directors against liability arising from negligence, breach of duty and breach of trust in relation to the company.

**AUDITORS**

On 18 November 1993 the company passed an elective resolution under Section 386 of the Companies Act 1985 dispensing with the holding of annual general meetings and with the obligation to appoint auditors annually. Clark Whitehill have expressed their willingness to continue in office.

By order of the board

x  x D C B  
D C Bates  
Director  
x ... 1/10/96 ... date x

YUILL DEVELOPMENTS LIMITED  
STATEMENT OF DIRECTORS' RESPONSIBILITIES

---

The purpose of this statement is to distinguish the directors' responsibility for the accounts from those of the auditors as stated in their report.

Company law requires the directors to prepare accounts for each financial period which give a true and fair view of the state of affairs of the company and of the profit or loss for that period. In preparing those accounts the directors are required to:

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

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud or other irregularities.

A. R. COPY

AUDITORS' REPORT  
TO THE SHAREHOLDERS OF YUILL DEVELOPMENTS LIMITED

---

We have audited the accounts on pages 4 to 8 which have been prepared under the accounting policies set out on page 6.

**Respective responsibilities of directors and auditors**

As described on page 2 the company's directors are responsible for the preparation of accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

**Basis of opinion**

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of the information in the accounts.

**Unqualified opinion**

In our opinion the accounts give a true and fair view of the state of the company's affairs as at 30 March 1996 and of its loss for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

*Clark Whitehill*  
CLARK WHITEHILL  
Chartered Accountants  
and Registered Auditor

Hartlepool  
7. October 1996. date

YUILL DEVELOPMENTS LIMITED  
 PROFIT AND LOSS ACCOUNT  
 FOR THE PERIOD ENDED 30 MARCH 1996

	Notes	1996 £	1995 £
TURNOVER	2	-	2,673,369
Cost of sales		(32,395)	(2,451,369)
GROSS (LOSS)/PROFIT		(32,395)	222,000
Administrative expenses		(128,705)	(96,960)
OPERATING (LOSS)/PROFIT	3	(161,100)	125,040
Other interest receivable and similar income	6	94,651	23,210
Interest payable and similar charges	6	-	8,617
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2	(66,449)	156,867
Tax on loss/profit on ordinary activities	7	(200)	(6,282)
(LOSS)/PROFIT FOR THE FINANCIAL PERIOD	13	(66,649)	150,585

There are no recognised gains or losses other than as shown above.

The trading results for 1995 and 1996 all relate to the company's operations which ceased with the transfer of the trade to a group company in March 1996, and therefore relate to discontinued operations in this company.

The notes on pages 6 to 8 form part of these accounts.

## YUILL DEVELOPMENTS LIMITED

## BALANCE SHEET

30 MARCH 1996

	Notes	1996 £	1995 £
<b>CURRENT ASSETS</b>			
Stocks	8	-	765,598
Debtors	9	1,042,339	111,870
Cash at bank and in hand		-	1,413,387
		<u>1,042,339</u>	<u>2,290,855</u>
<b>CREDITORS: amounts falling due within one year</b>	10	-	(546,867)
<b>NET CURRENT ASSETS</b>		1,042,339	1,743,988
<b>CREDITORS: amounts falling due after more than one year</b>	11	-	(635,000)
<b>NET ASSETS</b>		<u>1,042,339</u>	<u>1,108,988</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	12	10,000	10,000
Profit and loss account	13	1,032,339	1,098,988
<b>SHAREHOLDERS' FUNDS</b>	13	<u>1,042,339</u>	<u>1,108,988</u>

Approved by the board on 11/10/96.... /date  
and signed on its behalf:

D C Bates  
Director

X *D C Bates*

X DCB

P G Yuill  
Director

X *P G Yuill*

X PGY

The notes on pages 6 to 8 form part of these accounts.

YUILL DEVELOPMENTS LIMITED  
NOTES TO THE ACCOUNTS  
FOR THE PERIOD ENDED 30 MARCH 1996

1. ACCOUNTING POLICIES

(a) Basis of accounting

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards.

(b) Turnover

Turnover represents the proceeds of contracts completed and sales effected during the period.

(c) Stocks

Stock of property for development, land and land options are valued at direct cost.

2. TURNOVER AND (LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The turnover and profit are wholly attributable to the company's main activity. Turnover includes £Nil (1995 £2,615,369) to group companies, and arises entirely in the UK.

3. OPERATING (LOSS)/PROFIT is stated after charging:

	1996 £	1995 £
Auditors' remuneration - audit fees	1,000	1,150
- other fees	-	-
	<u>1,000</u>	<u>1,150</u>

4. EMPLOYEE INFORMATION

	1996	1995
Directors	4	4
Management	-	1
	<u>4</u>	<u>5</u>
Employment costs	£	£
Wages and salaries	-	39,250
Social security costs	-	3,340
Other pension costs	-	3,925
	<u>-</u>	<u>46,515</u>

5. DIRECTORS REMUNERATION

The directors received no remuneration from the company during the period.

YUILL DEVELOPMENTS LIMITED  
 NOTES TO THE ACCOUNTS (CONTINUED)  
 FOR THE PERIOD ENDED 30 MARCH 1996

6.	INTEREST	1996	1995
		£	£
	(a) Interest receivable		
	From sundry investments and deposits	<u>94,651</u>	<u>23,210</u>
	(b) Interest payable		
	On bank overdrafts	<u>-</u>	<u>(8,617)</u>
7.	TAXATION	1996	1995
		£	£
	UK current year taxation		
	Corporation Tax	-	6,282
	Prior years		
	UK Corporation Tax	<u>200</u>	<u>-</u>
	Tax on loss/profit on ordinary activities	<u>200</u>	<u>6,282</u>
8.	STOCKS	1996	1995
		£	£
	Interests in development property	<u>-</u>	<u>765,598</u>
9.	DEBTORS	1996	1995
		£	£
	Amounts owed by group undertakings	<u>1,042,339</u>	<u>111,870</u>
10.	CREDITORS: amounts falling due within one year	1996	1995
		£	£
	Amounts owed to group undertakings	-	1,435
	Corporation tax	-	6,282
	Other creditors	-	538,000
	Accruals	-	1,150
		<u>-</u>	<u>546,867</u>
11.	CREDITORS: amounts falling due after more than one year	1996	1995
		£	£
	Amounts owed to parent company	<u>-</u>	<u>635,000</u>



YUILL DEVELOPMENTS LIMITED  
 NOTES TO THE ACCOUNTS (CONTINUED)  
 FOR THE PERIOD ENDED 30 MARCH 1996

12. SHARE CAPITAL

	Authorised		Allotted, called up and fully paid	
	1996 Number	1995 Number	1996 £	1995 £
£1 Ordinary shares	2,000,000	2,000,000	10,000	10,000

13. SHAREHOLDERS' FUNDS

	Share capital £	Profit and loss account £	Total £
2 April 1994	10,000	948,403	958,403
Retained profit for period	-	150,585	150,585
1 April 1995	10,000	1,098,988	1,108,988
Retained (loss) for period	-	(66,649)	(66,649)
30 March 1996	10,000	1,032,339	1,042,339

14. CONTINGENT LIABILITIES

The company is joined with other group companies in an unlimited multilateral guarantee to Midland Bank plc in respect of collective facilities afforded to the group totalling £20m. These facilities are secured in this company by a first floating charge, a fixed charge over book debts and a legal charge over land held for development. As at 30 March 1996 the total bank borrowings of the group amounted to £11,925,636.

15. ULTIMATE PARENT COMPANY

The immediate parent company is Yuill Heritage Homes Limited and the ultimate parent company is Yuill Group Limited. On 1 April 1996, following a group reorganisation, the company became a direct subsidiary of Yuill Group Limited.