

Company Number:1226001

BRYAD DEVELOPMENTS LIMITED
REPORT AND FINANCIAL STATEMENTS
31 MAY 1996



BRYAD DEVELOPMENTS LIMITED

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 31 May 1996.

1. ACTIVITIES

The principal activity of the company is the building and development of housing.

2. REVIEW OF ACTIVITIES

The company has performed satisfactorily given the general economic climate. Further details of the company's performance are given in the profit and loss account on page 4 and the notes on page 7. The position of the company at the end of the year is set out in the balance sheet on page 5 and the notes on pages 8 to 9. The directors consider that the company is well placed to continue to perform satisfactorily given a favourable trading climate. On 30 November 1995 the company became a wholly owned subsidiary of Bryant Group plc.

3. DIVIDENDS AND TRANSFER TO RESERVES

A dividend of £3,300,000 (1995 - £4,311,000) was paid in the year. The retained loss of £2,486,219 (1995 - £1,839,568) has been deducted from reserves brought forward.

4. DIRECTORS

The following were directors of the company during the year and their interests in the shares of the ultimate parent company were:-

	Ordinary shares of 25p each		Share options of 25p each	
	31 May 1996	1 June 1995	31 May 1996	1 June 1995
A. Mackenzie	*	*	*	*
J.P.E. Dennison	39,888	35,741	213,795	212,569
C.C. Gabb	41,283	36,361	151,992	138,806
D.S. George	1,051	1,005	71,631	70,591
R.S. Shearer (resigned 30 November 1995)	-	-	-	-
G.R. Menzies (resigned 30 November 1995)	-	-	-	-
B. Allinson (resigned 30 November 1995)	-	-	-	-
R.N. Price (resigned 30 November 1995)	-	-	-	-

*Interests in the shares of the ultimate parent company are shown in the directors report of Bryant Group plc. The directors have no other interest in the shares of the company or any other group companies.

5. CREDITOR PAYMENT POLICY

The company agrees terms and conditions for its business transactions with suppliers. Payment is then made on these terms subject to the terms and conditions being met by the suppliers.

6. AUDITORS

On 1 February 1996 our auditors changed the name under which they practise to Deloitte & Touche and, accordingly, have signed their report in their new name. A resolution for the reappointment of Deloitte & Touche as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors
and signed on behalf of the Board



J. P. E. Dennison
Secretary

BRYAD DEVELOPMENTS LIMITED

YEAR ENDED 31 MAY 1996

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

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

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

AUDITORS' REPORT TO THE MEMBERS

of

BRYAD DEVELOPMENTS LIMITED

We have audited the financial statements on pages 4 to 9 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 financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements 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 financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, 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 financial statements 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 information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 May 1996 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Deloitte & Touche 30 September 1996

Deloitte & Touche
Chartered Accountants and Registered Auditors
Colmore Gate
2 Colmore Row
Birmingham
B3 2BN

BRYAD DEVELOPMENTS LIMITED

PROFIT AND LOSS ACCOUNT

Year ended 31 May 1996

	Note	1996 £	1995 £
Turnover	1	8,486,414	9,996,147
Operating profit	1	1,343,533	1,994,385
Dividend received		-	1,309,954
Interest payable	3	(129,379)	(260,541)
Profit on ordinary activities before taxation	4	1,214,154	3,043,798
Tax on profit on ordinary activities	5	(400,373)	(572,366)
Profit on ordinary activities after taxation being the profit for the year		813,781	2,471,432
Dividend paid		(3,300,000)	(4,311,000)
Retained loss for the year		(2,486,219)	(1,839,568)
Retained profit brought forward		3,046,540	4,886,108
Retained profit carried forward		£ 560,321	£ 3,046,540

All material activities derive from continuing operations.

The company has no recognised gains or losses other than the profit for the year. Accordingly a statement of total recognised gains and losses has not been prepared.

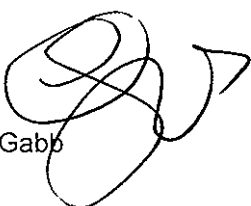
BRYAD DEVELOPMENTS LIMITED

BALANCE SHEET - 31 May 1996

	Note	1996 £	1995 £
FIXED ASSETS			
Investments	6	100	100
CURRENT ASSETS			
Stocks and work in progress		3,993,229	5,695,012
Debtors	7	103,527	2,546,510
Cash at bank		1,055,278	-
		5,152,034	8,241,522
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	8	(4,590,813)	(5,194,082)
NET CURRENT ASSETS		561,221	3,047,440
TOTAL ASSETS LESS CURRENT LIABILITIES		561,321	3,047,540
NET ASSETS		£ 561,321	£3,047,540
CAPITAL AND RESERVES			
Called up share capital	9	1,000	1,000
Profit and loss account		560,321	3,046,540
EQUITY SHAREHOLDERS' FUNDS		£ 561,321	£ 3,047,540

Approved by the Board of Directors on 18 September 1996.

Signed on behalf of the Board of Directors


C.C. Gabb

Director

BRYAD DEVELOPMENTS LIMITED

ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable accounting standards.

The particular accounting policies adopted are described below.

1 CONSOLIDATED ACCOUNTS

As the company is a wholly owned subsidiary no consolidated financial statements for the company and its subsidiary have been prepared.

2 BASIS OF ACCOUNTING

The financial statements are prepared on the historical cost basis of accounting.

3 TURNOVER AND PROFIT TAKING

Turnover represents sales of newly constructed homes and land. Profit is taken on legal completion.

4 STOCKS

Stocks and work in progress are valued at the lower of cost and net realisable value. Cost represents direct costs plus site and selling overheads.

5 INVESTMENTS

Investments held as fixed assets are stated at cost less provision for any permanent diminution in value.

BRYAD DEVELOPMENTS LIMITED

NOTES TO THE ACCOUNTS

Year ended 31 May 1996

1. TURNOVER AND OPERATING PROFIT

	1996 £	1995 £
Turnover	8,486,414	9,996,147
Cost of sales	7,142,881	8,001,762
	<hr/>	<hr/>
Gross profit	1,343,533	1,994,385
Administrative expenses	-	-
	<hr/>	<hr/>
Operating profit	1,343,533	1,994,385
	<hr/>	<hr/>

2. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

The Directors are remunerated for their services by Bryant Group Services Limited and Adwest Group plc. Details of the emoluments of directors are shown in the relevant companies Financial Statements, except for those directors who are also directors of the ultimate parent company, whose emoluments are shown in the Financial Statements of Bryant Group plc.

The company has no employees and was managed by Bryant Homes Southern Limited and Adwest Properties Limited until 30 November 1995. After 30 November 1995 the company became a wholly owned subsidiary of Bryant Group plc.

3. INTEREST PAYABLE

	1996	1995
Bank overdraft and loans repayable within five years	£129,379	£260,541
	<hr/>	<hr/>

4. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	1996	1995
After charging:		
Auditors' remuneration	£ 2,500	£ 2,450
	<hr/>	<hr/>

5. TAX ON PROFIT ON ORDINARY ACTIVITIES

	1996	1995
Corporation tax at a rate of 33% (1995 - 33%)	£400,373	£572,366
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BRYAD DEVELOPMENTS LIMITED

NOTES TO THE ACCOUNTS

Year ended 31 May 1996

6. INVESTMENTS HELD AS FIXED ASSETS

	1996	1995
Shares in dormant subsidiary at cost	£100	£100
	<u> </u>	<u> </u>

The company's subsidiary is Bryad Infrastructure Limited, which is wholly owned and incorporated in England and Wales.

7. DEBTORS

	1996	1995
	£	£
Trade debtors	99,647	75,626
Amounts owed by shareholders	-	2,460,475
Other debtors	3,880	10,409
	<u> </u>	<u> </u>
	£103,527	£2,546,510
	<u> </u>	<u> </u>

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	1996	1995
	£	£
Bank overdraft and loan	-	3,466,518
Trade creditors	167,800	-
Amounts owed to group companies	3,924,434	1,034,634
Corporation tax	400,373	572,366
Accruals	98,206	120,564
	<u> </u>	<u> </u>
	£ 4,590,813	£5,194,082
	<u> </u>	<u> </u>

9. CALLED UP SHARE CAPITAL

	1996	1995
	£	£
Authorised, called up allotted and fully paid		
'A' shares of £1 each	500	500
'B' shares of £1 each	500	500
	<u> </u>	<u> </u>
	1,000	1,000
	<u> </u>	<u> </u>

BRYAD DEVELOPMENTS LIMITED

NOTES TO THE ACCOUNTS

Year ended 31 May 1996

10. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS FUNDS

	1996 £	1995 £
Profit for the financial year	813,781	2,471,432
Dividends paid	(3,300,000)	(4,311,000)
	<hr/>	<hr/>
Net reduction in Shareholders' Funds	(2,486,219)	(1,839,568)
Opening shareholders funds	3,047,540	4,887,108
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Closing shareholders funds	£ 561,321	£3,047,540
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11. CONTINGENT LIABILITIES

The company has given unlimited guarantees on the bank borrowings of certain other group companies.

Performance bonds and other building guarantees have been entered into in the normal course of business.

12. ULTIMATE PARENT COMPANY

Bryant Group plc which is registered in England and Wales, is the company's ultimate parent company. Copies of the group financial statements can be obtained from The Secretary, Bryant Group plc, Cranmore House, Cranmore Boulevard, Solihull, West Midlands, B90 4SD.