

Lemington Estates Limited
Annual report
for the year ended 31 December 1995

Registered no: 1458612



Coopers
& Lybrand

Lemmington Estates Limited

Annual report for the year ended 31 December 1995

	Pages
Directors' report	1 - 2
Report of the auditors	3
Profit and loss account	4
Balance sheet	5
Notes to the financial statements	6 - 9

**Directors' report
for the year ended 31 December 1995**

The directors present their report and the audited financial statements for the year ended 31 December 1995.

Principal activities and business review

The company's principal activity is the provision of site labour to other group companies.

In the opinion of the directors the state of the company's affairs and its future prospects are satisfactory.

Results and dividends

The company made neither a profit nor a loss in the year (1994: £Nil) and no dividend is proposed (1994: £Nil).

Directors

The directors of the company, at 31 December 1995, all of whom have been directors for the whole of the year ended on that date, are listed below:

J R Anderson
G Hall
W I Waites
M P Windle

Directors' interests

None of the directors held any shares in the issued share capital of the company at 31 December 1995.

Mr W I Waites is a director of the ultimate parent company. His interest in the shares of the ultimate parent company are disclosed in that company's financial statements.

The remaining directors' interests in the issued share capital of Cussins Property Group plc, of which they are not themselves directors, are as follows:

	Cussins Property Group plc Ordinary shares of 20p each			
	31 December 1995		1 January 1995	
	Fully paid	Under option	Fully paid	Under option
G Hall	11,368	5,327	11,368	5,327
J R Anderson	54,366	39,018	54,366	39,018
M P Windle	1,875	29,564	1,875	29,564

Details of the above interests in the executive share option scheme are shown in note 3.

Statement of directors' responsibilities

The directors are required by UK company law to prepare financial statements for each financial year that 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.


The directors confirm that suitable accounting policies have been used and applied consistently and reasonable and prudent judgements and estimates have been made in the preparation of the financial statements for the year ended 31 December 1995. The directors also confirm that applicable accounting standards have been followed and that the financial statements have been prepared on the going concern basis.

The directors are responsible for keeping proper accounting records, for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

A resolution to reappoint the auditors, Coopers & Lybrand, will be proposed at the annual general meeting.

By order of the board


Secretary
29 April 1996

Report of the auditors to the members of Lemington Estates Limited

We have audited the financial statements on pages 4 to 9.

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 at 31 December 1995 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Cospen & Lyford

Chartered Accountants and Registered Auditors
Newcastle upon Tyne
29 April 1996

**Profit and loss account
for the year ended 31 December 1995**

	Notes	1995 £'000	1994 £'000
Turnover		3,313	3,409
Cost of sales		(3,313)	(3,409)
		<u> </u>	<u> </u>
Profit on ordinary activities before taxation		-	-
Taxation	4	-	-
		<u> </u>	<u> </u>
Retained profit for the financial year		<u> </u>	<u> </u>

All of the company's activities are continuing.

The company has no recognised gains and losses other than those included in the profits above and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the profit on ordinary activities before taxation and the profit for the financial year stated above, and their historical cost equivalents.

**Balance sheet
at 31 December 1995**

	Notes	1995 £'000	1994 £'000
Current assets			
Debtors	5	343	383
Creditors: amounts falling due within one year	6	(343)	(383)
Net assets		<u>-</u>	<u>-</u>
Capital and reserves			
Called-up share capital	7	-	-
Profit and loss account	8	-	-
Equity shareholders' funds	9	<u>-</u>	<u>-</u>

The financial statements on pages 4 to 9 were approved by the board of directors on 29 April 1996 and were signed on its behalf by:

W. I. Waite

Director

Notes to the financial statements for the year ended 31 December 1995

1 Principal accounting policies

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently, is set out below.

Basis of accounting

The financial statements are prepared in accordance with the historical cost convention.

Cash flow

The company is a wholly owned subsidiary of Cussins Property Group plc and the cash flows of the company are included in the consolidated cash flow statement of that company. Consequently, the company is exempt under the terms of Financial Reporting Standard No 1 from the requirement to publish a cash flow statement.

Turnover

Turnover represents labour costs recharged to other group companies.

Deferred taxation

Provision is made for deferred taxation, using the liability method, on all material timing differences to the extent that it is probable a liability or asset will crystallise.

2 Employee information

The average weekly number of persons (including executive directors) employed during the year was:

	1995 Number	1994 Number
Administration and sales	18	19
Building and development	224	220
	<u>242</u>	<u>239</u>
	<u>242</u>	<u>239</u>
	1995	1994
	£'000	£'000
Staff costs (for the above persons):		
Wages and salaries	3,043	3,125
Social security costs	270	284
	<u>3,313</u>	<u>3,409</u>
	<u>3,313</u>	<u>3,409</u>

3 Directors' emoluments

No emoluments were paid to any directors by the company during the year (1994: £Nil).

The emoluments of Mr W I Waites are paid by the ultimate parent company, Cussins Property Group plc, and are disclosed in that company's financial statements.

The emoluments of Mr J R Anderson and Mr G Hall are paid by various group companies and are disclosed in the financial statements of Cussins Homes Limited and Cussins Homes (North) Limited respectively.

The emoluments of Mr M P Windle are paid by Cussins Property Group plc and are disclosed in the financial statements of Cussins Homes Limited.

Share options

Options held by the directors over the ordinary shares of the ultimate parent company, Cussins Property Group plc, which were outstanding at 31 December 1995 were as follows:

Date of grant	Exercise price £	Period of option	G Hall	J R Anderson	M P Windle
6 April 1990	1.47	April 1993 - April 2000	5,327	23,442	19,180
24 May 1991	0.56	May 1994 - May 2001	-	15,576	10,384
			<u>5,327</u>	<u>39,018</u>	<u>29,564</u>

During the period no options were exercised or granted.

No performance related criteria are associated with the exercise of options.

The market price of the shares at 31 December 1995 was £0.78 (1994: £0.97) and the range during the year was £0.70 to £0.98.

4 Taxation

The company's corporation tax charge for the year ended 31 December 1995 was £Nil (1994: £Nil).

5 Debtors

	1995 £'000	1994 £'000
Amounts falling due within one year:		
Amounts owed by the parent company and fellow subsidiary undertakings	342	381
Other debtors	1	2
	<u>343</u>	<u>383</u>

6 Creditors: amounts falling due within one year

	1995 £'000	1994 £'000
Bank overdraft	157	175
Amounts owed to the parent company and fellow subsidiary undertakings	-	31
Other taxation and social security payable	99	107
Other creditors	87	70
	<u>343</u>	<u>383</u>

The bank overdraft is secured by a floating charge over all of the assets of the company.

7 Called-up share capital

	1995 £	1994 £
Authorised, allotted, called-up and fully paid		
100 (1994: 100) ordinary shares of £1 each	100	100
	<u>100</u>	<u>100</u>

8 Profit and loss account

	1995 £'000	1994 £'000
At 1 January 1995 and 31 December 1995	-	-
	<u>-</u>	<u>-</u>

9 Reconciliation of movement in equity shareholders' funds

	1995 £'000	1994 £'000
Profit for the financial year	-	-
Opening equity shareholders' funds	-	-
	<u>-</u>	<u>-</u>
Closing equity shareholders' funds	-	-
	<u>-</u>	<u>-</u>

10 Contingent liability

The company has guaranteed the overdrafts of other group companies amounting to £3,618,000 at 31 December 1995 (1994: £4,562,000).

These overdrafts have been secured by fixed and floating charges over all of the company's assets.

11 Ultimate and immediate parent companies

The company's immediate parent company is Cussins Homes Limited and the ultimate parent company is Cussins Property Group plc. Both companies are registered in England and Wales. Cussins Homes Limited has not prepared consolidated financial statements as it is exempt from this requirement under the Companies Act 1985. Copies of the consolidated financial statements of the ultimate parent company may be obtained from Cussins Property Group plc, Great North Road, Gosforth, Newcastle upon Tyne, NE3 2DA.