McLean Homes Midland Limited

Directors' report and accounts 31 December 1996

Registration 2786679

A07 *A0TGBY3J* 484 COMPANIES HOUSE 09/08/97

Directors' Report Directors:

The Directors of the company are as follows: Mr K M Cushen; Mr P L Allen and Mr J G Gear.

The Directors present their report and the accounts for the year ended 31 December 1996 .

Principal activities

The company did not undertake business activities during the course of the year and there has been no income or expenditure and therefore no change in the company's position has arisen.

Directors

The board of Directors is shown above.

Mr K M Cushen was appointed as a Director on 1 March 1996. Mr R J Harrison and Ms T A Evans resigned as Directors on 1 March 1996.

Mr I D Dyke and Mr J B Gainham were appointed as Directors on 1 January 1997.

Interests of the Directors in the shares of the ultimate parent company at 31 December 1996 and at 1 January 1996 or date of appointment were:

			 -	Ordinary Shares	
		George Wimp 31 Dec 1996	1	March 1996 or date of appointment if la	Tarmac PLC 31 Dec 1995 iter)
Allen, P L	0			0	823
			Opt	ons over ordinary shares	S
	George Wimpey PLC				Tarmac PLC
	31 Dec 1996	Options granted during year	Options exercised during ye	. (4. 33.5 4.	31 Dec 1995
Allen, P L Gear, J G	16,586 6,634	16,586 6,634	0	0	76,223 2,973

All the interests were held beneficially.

All the options were granted under the terms of the ultimate parent company's schemes.

Interests of the Directors who are Directors of a parent company are shown in that company's financial statements.

No Director was materially interested during the year in any contract which was significant in relation to the business of the company.

Directors' responsibilities

The Directors are required by UK company law 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 for that period. In preparing the financial statements, appropriate accounting policies have been used and applied consistently, and reasonable and prudent judgements and estimates have been made. The financial statements are prepared in accordance with relevant applicable accounting standards and on a going concern basis. The Directors are responsible for maintaining adequate accounting records, for safeguarding the assets of the company, and for preventing and detecting fraud and other irregularities.

Auditors

During the year, KPMG resigned as auditors and Coopers & Lybrand were appointed in their place.

A resolution to re-appoint the auditors, Coopers & Lybrand, will be proposed at the forthcoming Annual General Meeting in accordance with Section 384 of the Companies Act 1985.

By order of the board

S E Bort Secretary

24 February 1997

Report of the auditors to the members of McLean Homes Midland Limited Year Ended 31 December 1996

We have audited the financial statements on pages 4 to 5.

Respective responsibilities of directors and auditors

As described on page 1 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 Standard 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 1996 and of its profit/loss, total recognised gains/losses, and cash flows for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Coopers & Lybrand

Chartered Accountant and Registered Auditors

London

24 February 1997

Balance sheet

At 31 December 1996

	Note	1996 £	1995 £
Current assets Debtors receivable after more than one year	4	2	2
Equity shareholders' funds			<u>-</u> -
Represented by:			
Capital and reserves			
Called-up share capital	5	2	•
Profit and loss account	.	2	2
	·	2	2

The company was dormant within the meaning of Section 250 of the Companies Act 1985 throughout the financial year ended on 31 December 1996.

The accounts appearing on pages 4 and 5 were approved by the board on 24 February 1997 and signed on their behalf by:

J B Gainham Director

Notes on Accounts

1 Profit and Loss Account

During the financial year and the preceding financial year the company did not trade and received no income and incurred no expenditure. Consequently during those periods the company made neither a profit or a loss.

2 Accounting Policies

The accounts are based on the historical basis of accounting.

3 Parent Company

The company's ultimate parent company is George Wimpey PLC which is incorporated in Great Britain.

Accounts of George Wimpey PLC may be obtained from the Company Secretary at 3 Shortlands, London, W6 8EZ.

4 Debtors : Amounts due after more than one year	1996 £	1995 £
Amounts owed by parent undertakings	2	2
	2	2

5 Share Capital				
Ordinary shares of £ 1 each	NUMBER OF SHARES		£	
Authorised	1996	1995	1996	1995
Admonsed	100	100	100	100
Allotted, called-up and fully paid				
1 January and 31 December	2	2	2	2