

## **3ED Holdings Limited**

### **DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2008**

**SATURDAY**



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**04/07/2009**

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**COMPANIES HOUSE**

**Registered Number: SC190329**

**DIRECTORS AND ADVISORS**

**Directors**

M T Smith

D B Marshall

J M Linney

N Smith (resigned 11th October 2007)

I R Gethin

K A McLellan

M A Donn

**Company secretary and registered office**

R Miller

Sixth Floor

Newton House

457 Sauchiehall Street

Glasgow G2 3LG

**Auditors**

Ernst & Young

George House

50 George Square

Glasgow

G2 1RR

**Principal bankers**

HBoS

Edinburgh Branch

New Uberior House

Edinburgh

EH3 9BN

## Directors' Report

The Directors present their report and audited accounts for the year ended 30 September 2008.

The group was formed to design, construct, refurbish and provide lifecycle maintenance, facilities management and information technology and telecommunications services to schools within the Glasgow area over a 30 year period. Included within the project are 29 secondary schools and 1 primary school. The partnership with Glasgow City Council is currently the largest schools project in the UK under the government's Public-Private Partnership.

During the year to 30th September 2008 the 3ED consortium refinanced a proportion of their senior debt, no changes were made to the principal lending bank. As at the 30th September 2008 none of the senior loan that remains with HBoS has been syndicated.

As at 30 September 2008 the 3ED consortium is comprised of John Laing Social Infrastructure Ltd, Trillium PPP Investment Partners No2 Ltd, and Uberior Infrastructure Investments Ltd.

### Results for the Period

The results for the period are set out in the attached profit and loss account. The profit for the period of £3,876,000 (2007 – profit of £5,494,000) has been transferred to reserves.

A dividend was declared and paid in year of £27,622,000 (2007 - nil) to the shareholders.

The company's principal financial instruments comprise of cash and cash equivalents, bank and shareholder loans. Other financial assets such as trade creditors and debtors arise directly from the operating activities.

### Interest Rate Risk

The company holds surplus cash in a floating interest rate current account. Bank loans have been hedged via swaps entered into at the date of refinancing.

### Credit Risk

All creditors and debtors are monitored on a monthly basis.

### Liquidity Risk

The common terms agreement states that certain debt covers ratios must be covered and reviewed every six months via a model update. If these ratios are not met for the following eight six month periods the subordinated debt remains unpaid until the bank release the company from 'lock up'.

### Key Performance Indicators

Both the ICT and the FM contractor are subject to deductions based on performance. In the year 2007/08 no major deductions were taken, none of which were borne by 3ED.

### Auditors

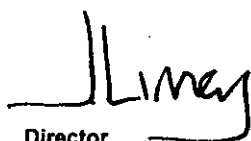
A resolution to re-appoint Ernst & Young LLP as the Company's auditor will be put to the forthcoming Annual General Meeting.

### Directors' statement as to disclosure of information to auditors

The directors who were members of the board at the time of approving the directors' report are listed on page 1. Having made enquires of fellow directors and of the company's auditors, each of these directors confirms that:

- To the best of each director's knowledge and belief, there is no information relevant to the preparation of their
- Each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the group's auditors are aware of that information

By order of the board

  
Director

3rd July 2009

## STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable United Kingdom law and United Kingdom Generally Accepted Accounting Practice.

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 group and company, of the group profit or loss for that period.

In preparing those financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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 financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 group, for safeguarding the assets, for taking reasonable steps for the prevention and detection of fraud and other irregularities and for the preparation of a Directors' report which complies with the Companies Act 1985.

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF 3ED Holdings Limited

We have audited the group's financial statements for the year ended 30 September 2008 which comprise of Group Profit and Loss Account, Group Balance Sheet, Company Balance Sheet, Group Cash Flow Statement, and related notes 1 to 24. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' 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.

### Respective responsibilities of Directors and auditors

The directors' responsibilities for the preparation of the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the directors' report is consistent with the financial statements.

In addition, we also report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' other transactions is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

### Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgments 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, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the group's and company's affairs as at 30 September 2008 and of the groups profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the directors' report is consistent with the financial statements.



Ernst & Young LLP  
Registered auditor  
Glasgow  
3rd July 2009

**GROUP CONSOLIDATED PROFIT AND LOSS ACCOUNT**
**FOR THE YEAR ENDED 30 SEPTEMBER 2008**

	Notes	2008 £'000	2007 £'000
Turnover	1, 2	24,168	27,760
Cost of sales		(18,807)	(22,543)
<b>Gross Profit</b>		<b>5,361</b>	<b>5,217</b>
Administrative expenses		(5,014)	(2,843)
<b>Operating Profit</b>	3	<b>347</b>	<b>2,374</b>
Interest receivable	6	21,659	22,628
Interest payable	7	(19,302)	(19,566)
<b>Profit on ordinary activities before taxation</b>		<b>2,704</b>	<b>5,436</b>
Tax on profit on ordinary activities	8	1,172	58
<b>Retained profit for the year transferred to reserves</b>		<b>3,876</b>	<b>5,494</b>

A reconciliation of movements in equity shareholders' funds is given in note 19.

All items in the profit and loss account relate to continuing operations.

There is no material difference between the results stated in the profit and loss account and their historical cost equivalents.

GROUP CONSOLIDATED BALANCE SHEET AS AT 30 SEPTEMBER 2008

	Notes	2008 £'000	2007 £'000
<b>Current assets</b>			
Amounts falling due within one year	10	7,312	7,177
Amounts falling due after one year	10	262,190	270,075
Cash at bank and in hand		13,508	33,848
		<u>283,010</u>	<u>311,100</u>
<b>Current liabilities</b>			
<b>Creditors:</b> amounts falling due within one year	11	(12,246)	(20,580)
<b>Net current assets</b>		<u>270,764</u>	<u>290,520</u>
<b>Total assets less current liabilities</b>		270,764	290,520
<b>Creditors:</b> amounts falling due after more than one year	12	(256,825)	(252,157)
Deferred taxation	14	(32,088)	(31,332)
Provisions for liabilities and charges	14	-	(1,434)
<b>Net assets</b>		<u>(18,149)</u>	<u>5,597</u>
<b>Capital and reserves</b>			
Called up share capital	17	20	20
Profit and loss account	18	(18,169)	5,577
<b>Equity shareholders' funds</b>	19	<u>(18,149)</u>	<u>5,597</u>

The financial statements were approved by the Board of Directors on 15th May 2009 and were signed on its behalf by:

Director  
3rd July 2009



COMPANY BALANCE SHEET AS AT 30 SEPTEMBER 2008

	Notes	2008 £'000	2007 £'000
<b>Fixed assets</b>			
Unlisted investments	9	<u>1</u>	<u>20</u>
<b>Current assets</b>			
Intercompany debtor with 3Ed Glasgow Limited		26	-
Cash in hand		<u>-</u>	<u>5</u>
<b>Net current assets</b>		<u>26</u>	<u>5</u>
<b>Creditors:</b> amounts falling due after more than one year		(7)	-
<b>Net assets</b>		<u>20</u>	<u>25</u>
<b>Capital and reserves</b>			
Called up share capital	17	20	20
Profit and loss account	18	-	5
<b>Equity shareholders' funds</b>	19	<u>20</u>	<u>25</u>

The financial statements were approved by the board of directors on 15th May 2009 and were signed on behalf by:

  
Director  
3rd July 2009

**GROUP CASH FLOW STATEMENT**
**CASH FLOW STATEMENT**
**FOR THE YEAR ENDED 30 SEPTEMBER 2008**

	Notes	2008 £'000	2007 £'000
<b>Net cash inflow from operating activities</b>	22	27,359	25,551
<b>Capital expenditure and financial investment</b>			
Purchase of assets for use in finance lease		(542)	(1,606)
Bank Fees for Refinancing debt		(11,110)	-
<b>Returns on investments and servicing of finance</b>			
Interest received		1,705	2,071
Interest and other financing costs paid		(19,302)	(18,878)
Dividend Paid		(27,622)	-
<b>Net cash outflow from returns on investments and servicing of finance</b>		<u>(45,219)</u>	<u>(16,807)</u>
<b>Taxation</b>			
Corporation Tax		(2,478)	-
Sale of tax losses		451	-
<b>Net cash inflow before use of liquid resources and financing</b>		<u>(31,540)</u>	<u>7,138</u>
<b>Management of liquid resources</b>			
Repayment of short term loans		-	-
<b>Financing</b>			
Loan repayments		(148,034)	(10,408)
Loan drawdown		159,234	-
<b>Net cash inflow from financing</b>		<u>11,200</u>	<u>(10,408)</u>
<b>(Decrease) in cash in the year</b>	23	<u>(20,340)</u>	<u>(3,270)</u>
<b>Reconciliation to net debt</b>			
Net debt at 1 October		(229,992)	(237,131)
Increase/(decrease) in cash in the year		(20,340)	(3,270)
Movement in borrowings		(11,200)	10,408
<b>Net debt at 30 September</b>	23	<u>(261,532)</u>	<u>(229,992)</u>

**Notes to the financial statements at 30 September 2008**

**1 Basis of preparation of accounts**

- a) The accounts have been prepared under the historical cost accounting rules and in accordance with applicable Accounting Standards. The accounts have been prepared on the going concern basis as the financial projections indicate that sufficient funds will be generated to allow ongoing obligations to be met as they fall due.

b) Turnover

Turnover represents the value of work done and services rendered, excluding sales related taxes. All turnover originates in the United Kingdom.

The company recognises income when it has fully fulfilled its contractual obligations. In accordance with Financial Reporting Standard 5 - Application Note G, the company includes sales and purchase transactions related to variations under the original contract where the benefits and risks are retained by the company, within the financial statements as turnover and operating costs.

Transactions to which the company does not have access to all the significant benefits and risks and excluded from the financial statements.

c) Finance debtor

In accordance with Financial Reporting Standard (FRS) 5 Application Note F the costs incurred in building the Glasgow Schools have been treated as a finance debtor. This treatment arose from applying guidance with the Application Note which indicated that the project's principal agreements transfer substantially all the risks and rewards relating to the property to the customer.

d) Finance debtor and income recognition

Upon the asset becoming operational, the costs are transferred to the finance debtor. During the operational phase, income is allocated between interest receivable and turnover using a constant operating margin on costs. The remainder of the PFI income will be allocated to the finance debtor.

e) Deferred tax

Deferred tax is recognised in respect of all timings differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse based on tax rates and laws enacted or substantially enacted at the balance sheet date.

f) Operating leases

Rentals applicable to operating lease where substantially all of the benefits and risks of ownership remain with the lessor are charged against the profits on a straight line basis over the term of the lease.

## Notes to the financial statements at 30 September 2008 (continued)

## 2 TURNOVER

Turnover, which is stated net of value added tax, represents amounts invoiced to third parties. Turnover is attributable to one continuing activity, being the provision of construction, refurbishment, facilities management and information technology services to schools.

## 3 OPERATING PROFIT

	Group 2008 £'000	Group 2007 £'000
Operating loss is stated after charging:		
Auditors' remuneration	14	14
Operating leases: land and buildings	16	16

## 4 DIRECTORS' REMUNERATION

No Directors received any remuneration for services to the Company during the current or prior year. The Company is managed by secondees from the shareholder John Laing Social Infrastructure.

## 5 STAFF NUMBERS

The Company had no employees during the year (2007 - nil).

## 6 INTEREST RECEIVABLE

	Group 2008 £'000	Group 2007 £'000
Interest receivable and similar income		
Interest receivable on finance debtor	19,954	20,557
Interest receivable on bank deposits	1,214	2,071
Interest receivable on swaps	491	-
	<u>21,659</u>	<u>22,628</u>

## 7 INTEREST PAYABLE

	2008 £'000	2007 £'000
Interest payable and similar charges		
Sub debt interest	2,782	2,970
Loan interest	16,374	16,596
Other interest	146	-
	<u>19,302</u>	<u>19,566</u>

## Notes to the financial statements at 30 September 2008 (continued)

## 8 TAX ON PROFIT ON ORDINARY ACTIVITIES

	Group 2008 £'000	Group 2007 £'000
<u>Analysis of charge for the year</u>		
<b>Current tax</b>		
UK corporation tax	70	(1,436)
Sale of tax losses	451	
Adjustments in respect of previous periods	1,407	-
<b>Total current tax</b>	<u>1,928</u>	<u>(1,436)</u>
<b>Deferred tax</b>		
Origination and reversal timing differences	(756)	1,494
<b>Total deferred tax</b>	<u>(756)</u>	<u>1,494</u>
<b>Total tax charge on profit on ordinary activities</b>	<u>1,172</u>	<u>58</u>

*Factors affecting the tax charge for the current year*

The differences between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax are as follows:

	Group 2008 £'000	Group 2007 £'000
Profit on ordinary activities before tax	<u>2,704</u>	<u>5,436</u>
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 29% (2007 - 30%)	(784)	(1,631)
<b>Effects of:</b>		
Items disallowed for tax purposes	-	(549)
Capital allowances in excess of amortisation	-	-
Other short term timing differences	880	744
Sale of tax losses	451	-
Tax at marginal rates	(26)	-
Adjustments to tax charge in respect of prior periods	1,407	-
<b>Total current tax charge for the year</b>	<u>1,928</u>	<u>(1,436)</u>

On 1 April 2008, the UK rate of corporation tax fell from 30% to 28% giving the Group an effective tax rate of 29% for the year.

## 9 INVESTMENTS

## COMPANY

	2008 £'000	2007 £'000
As at 1st October 2007	20	-
Additions during year	1	-
Disposals during the year	(20)	-
<b>As at 30th September 2008</b>	<u>1</u>	<u>-</u>

Subsidiary Undertaking	Holding	Aggregate Capital & Reserves	Profit for the year
		£000	£000
3ED Holdings 2 Limited	100% ordinary shares	1	312

The principle activity of the subsidiaries is the design, construction and refurbishment and lifecycle maintenance & facilities management services to schools in the Glasgow area.

## Notes to the financial statements at 30 September 2008 (continued)

## 10 DEBTORS

	Group 2008 £'000	Group 2007 £'000
<u>Amounts falling due within one year</u>		
Trade debtors	5,247	4,929
Prepayments and accrued income	1,995	2,248
Corporation tax repayable	70	-
	<u>7,312</u>	<u>7,177</u>
<u>Amounts falling due after one year</u>		
Finance Debtor	262,190	270,075
	<u>262,190</u>	<u>270,075</u>

## 11 CREDITORS: amounts falling due within one year

	Group 2008 £'000	Group 2007 £'000
<u>Amounts falling due within one year</u>		
Trade creditors	3,007	1,961
Other taxes	441	517
Corporation tax payable	-	3,885
Other creditors	826	1,164
Accruals	467	1,368
<u>Current instalments due on bank loans:</u>		
Senior bank loan	6,931	7,640
£16,750,000 Shareholders loan "A" - 10% coupon	1,010	4,045
Less: Amortised Debt Issue Costs	(436)	-
	<u>12,246</u>	<u>20,580</u>

## 12 CREDITORS: amounts falling due after one year

## GROUP

	Group 2008 £'000	Group 2007 £'000
<u>Wholly repayable within five years:</u>		
None	-	-
<u>Not wholly repayable within five years:</u>		
Senior Bank Loan	252,704	241,417
£16,750,000 Shareholders loan "A" - 10% coupon	5,725	5,725
£16,750,000 Shareholders loan "B" - 13.25% coupon	16,611	16,700
	<u>275,040</u>	<u>263,842</u>
Less: included in creditors, amounts falling due within	7,941	11,685
Less: Amortised Debt Issue Costs	10,274	-
	<u>256,825</u>	<u>252,157</u>
<u>The maturity of debt is as follows:</u>		
In one year or less or on demand	7,941	11,685
Between one and two years	8,010	8,695
Between two and five year	30,002	26,559
In five years or more	229,087	216,903
	<u>275,040</u>	<u>263,842</u>

Notes to the financial statements for the year ended 30 September 2008 (continued)

**13 LOANS**

Shareholders Loans are as follows:

£16,750,000 Shareholders loan note "A" – 10% coupon rate, repayments commenced 30 September 2004, until 30 September 2022.

£16,750,000 Shareholders loan note "B" – 13.25% coupon rate, first repayment 30 September 2004, until 30 September 2030.

During February 2008 3ED Limited completed refinancing the proportion for senior debt held by Bank of Scotland Corporate. The EIB portion of senior debt remained unchanged. Total loans repaid £148,034,411 total loan drawdown £159,232,628. The refinancing was completed using the 'code of conduct' as outlined by the Scottish Government giving rise to a 70/30 gainshare with Glasgow City Council. Total gainshare made to Glasgow City Council was £8,215,800.

Bank loans have been hedged via swaps entered into at the date of refinancing. Swaps result in 100% of outstanding Senior Debt being fixed.

All bank loans have been assigned to Bank Of Scotland Plc as security trustee via Scots Law.

The bank loans are secured by a debenture/first ranking fixed and floating charge, assignment of all project documents, first ranking equitable charge over shares and direct agreements granting step in rights under the project agreement.

**14 PROVISIONS FOR LIABILITIES AND CHARGES**

	Group Lifecycle £'000	Group Deferred Tax £'000
At 1 October 2007	1,434	31,332
Increase during the year	-	756
Utilised in year	(1,434)	-
At 30 September 2008	-	32,088

The lifecycle provision relates to maintaining the schools to their contractual specification. This work is subcontracted out over a 30 year period and represents the maximum amount that can be claimed at the balance sheet date for all maintenance work to date

**15 OBLIGATIONS UNDER OPERATING LEASES**

At 30 September 2008 the company had annual commitments under non-cancellable operating leases, relating to land and buildings, as follows:

	Group 2008 £'000	Group 2007 £'000
Operating Leases which expire:		
Within one year	16	16

## Notes to the financial statements at 30 September 2008 (continued)

## 16 CAPITAL COMMITMENTS

The Company has entered into the following other financial commitments:

With Amey Business Services Limited to provide facilities management and maintenance services to the project schools for the duration of the contract, which finishes on 30 June 2030. Payments due in the next financial year amount to £12,573,000. This amount is indexed annually until 1 April 2030.

With Mitel Telecom Limited to provide information and communication technology services to the project Schools for the duration of the contract, which finishes on 31 July 2012. Payments due in the next financial year amount to £4,030,000. This amount is indexed annually until 1 April 2012.

With Amey Miller Lifecycle Services Limited to provide asset maintenance and replacement services to the project schools for the duration of the Contract. Payments due in the next financial year amount to £2,255,000. Over the duration of the contract payments amounting to £119,862,000 indexed are due.

## 17 CALLED UP SHARE CAPITAL

	Company and Group 2008 no's	Company and Group 2007 no's
<b>Authorised:</b>		
100,000 Ordinary Shares of £1 each	100	100
	£'000	£'000
<b>Allotted, called up and fully paid:</b>		
20,000 Ordinary Shares of £1 each	20	20

## 18 MOVEMENT IN RESERVES

	Company Profit and loss account £'000	Group Profit and loss account £'000
At 1 October 2007	5	5,577
Retained profit for the year	27,617	3,876
Dividends declared and paid (note 21)	(27,622)	0
At 30 September 2008	-	9,453

## 19 RECONCILIATION OF SHAREHOLDERS' FUNDS

	Company 2008 £'000	Group 2008 £'000
Opening equity shareholders' funds	25	5,597
Profit for the financial year	27,617	3,876
Dividends declared and paid (note 21)	(27,622)	(27,622)
Closing equity shareholders' funds	20	(18,149)

## Notes to the financial statements at 30 September 2008 (continued)

## 20 TRANSACTIONS WITH RELATED PARTIES

During the year, the company purchased services in the normal course of business from the shareholders of 3ED Holdings Limited, the ultimate holding company, in the following amounts:

**Trillium PPP Investment Partners No2 Ltd**

During the year, the company purchased services and loan interest and fees payable to Trillium PPP Investment Partners No2 Ltd for £945,370.34 (2007 – £972,081). At the balance sheet date the amount due was £6,924,091 (2007 – £6,951,750).

**John Laing Social Infrastructure Limited**

During the year, the company purchased services and loan interest and fees payable to Argon Ventures Limited a related party of John Laing Social Infrastructure Limited for £918,855.07 (2007 - £893,787).

At the balance sheet date the amount due to both companies was £4,467,254 (2007 – £4,482,000).

**Uberior Infrastructure Investments Limited**

Uberior Infrastructure Investments Limited is a related party of HBoS PLC. During the year, the company incurred loan interest and fees payable to related parties of HBoS PLC, some of which relates to a syndicated loan, for which HBoS PLC acts as agent, for £10,943,923 (2007 - £10,991,400). At the balance sheet date the amount due to related parties of HBoS PLC, some of which relates to a syndicated loan, for which HBoS PLC acts as agent, was £158,006,538 (2007 - £153,837,772).

## 21 DIVIDENDS

	Company and Group 2008 £000	Company and Group 2007 £000
Declared and paid during the year		
Equity dividends on ordinary shares:		
Final dividend for 2008	(27,622)	-
	<u>(27,622)</u>	<u>-</u>

## 22 RECONCILIATION OF OPERATING PROFIT TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES

	Company and Group 2008 £'000	Company and Group 2007 £'000
Operating profit	352	2,374
Allocation of unitary charge to finance debtor	(22,699)	(20,473)
Amortisation	399	-
Received from unitary charge	50,102	46,248
(Increase)/Decrease in debtors	(84)	167
(Decrease) in creditors	(711)	(2,765)
<b>Net cash inflow from operating activities</b>	<b>27,359</b>	<b>25,551</b>

## 23 RECONCILIATION OF MOVEMENT IN NET DEBT

	Group At 30 Sept 2007 £'000	Cashflow £'000	At 30 Sept 2008 £'000
Cash at bank and in hand	33,848	(20,340)	13,508
Loans	(263,840)	(11,200)	(275,040)
	<u>(229,992)</u>	<u>(31,540)</u>	<u>(261,532)</u>

## 24 Profit attributable to members of the parent company

The profit dealt with in the financial statements of the parent company is £27,599,000 (2007 - nil).