

RT (Bridgend) Limited

**Directors' report and financial
statements**

Registered number 2910692

Year ended 31 December 2006



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Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2006

Principal activity and business review

The principal activity of the company is that of a property investment holding company

Through the company's interest in associates it continued during the year to receive income from its investments in Designed Outlet Centres in Bridgend

Profits and dividends

The profit on ordinary activities before taxation was £147,753 (2005 profit £307,946)

The directors do not recommend the payment of a dividend (2005 £9,000,000)

Directors and directors' interests

The directors who served throughout the financial year and their interests in the ordinary share capital of the company are set out below

	Number of £1 ordinary shares	
	2006	2005
MG Richardson	-	-
LS Richardson	-	-
RN Richardson	-	-
DB Richardson	-	-
SP Eastwood	1	1
CFG Girling	-	-

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution for the re-appointment of KPMG Audit Plc as auditors of the company will be proposed at the Annual General Meeting

Approved by the Board on 7 March 2007 and signed on its behalf by



SP Eastwood
Director

Birch Street
Wolverhampton
WV1 4HY

Statement of directors' responsibilities in respect of the directors' report and the financial statements

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period

In preparing these 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 UK 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 company will continue in business

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities



KPMG Audit Plc

2 Cornwall Street
Birmingham
B3 2DL

Independent auditors' report to the members of RT (Bridgend) Limited

We have audited the financial statements of RT (Bridgend) Limited for the year ended 31 December 2006 which comprise the profit and loss account, the balance sheet and the related notes. 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 auditor's 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 preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 2.

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. 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' remuneration and 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.

Independent auditors' report to the members of RT (Bridgend) Limited *(continued)*

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its 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



KPMG Audit Plc
Chartered Accountants
Registered Auditor

7 March 2007

Profit and loss account
for the year ended 31 December 2006

	<i>Note</i>	2006 £	2005 £
Administrative expenses		(8,337)	5,500
Operating (loss)/profit on ordinary activities	3	(8,337)	5,500
Income from investments in associated undertakings		61,875	190,192
Interest receivable and similar income	4	95,321	112,254
Interest payable and similar charges	5	(1,106)	-
Profit on ordinary activities before taxation		147,753	307,946
Tax on profit on ordinary activities	6	(35,000)	(229,628)
Profit for the financial year	11	112,753	78,318

The above results are all derived from continuing operations

There were no recognised gains or losses in either the current or the preceding financial year other than those disclosed in the profit and loss account

Balance sheet
at 31 December 2006

	<i>Note</i>	2006 £	£	2005 £	£
Fixed assets					
Investments	7		67,619		67,619
Current assets					
Debtors	8	2,158,722		2,232,009	
Cash at bank		1,176,472		1,139,451	
			3,335,194		3,371,460
Creditors Amounts falling due within one year	9		(240,672)		(389,691)
Net current assets			3,094,522		2,981,769
Net assets			3,162,141		3,049,388
Capital and reserves					
Called up share capital	10		100		100
Profit and loss account	11		3,162,041		3,049,288
Equity shareholders' funds	12		3,162,141		3,049,388

These financial statements were approved by the Board of Directors on 7 March 2007 and were signed on its behalf by



SP Eastwood
Director

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable UK accounting standards

Cash flow statement

Under Financial Reporting Standard 1, the company is exempt from the requirement to prepare a cash flow statement on the grounds that it qualifies as a small company, as defined by the Companies Act, s246-249

Investments

Fixed asset investments are stated at cost less provision for impairment

Taxation

The charge for taxation is based on the result for each year and takes into account deferred taxation, calculated in accordance with the requirements of FRS19 "Deferred taxation". Deferred tax assets or liabilities, which arise from timing differences between the recognition of gains and losses in the financial statements and their recognition in the tax computation, are calculated on a non-discounted full provision basis. Assets are calculated on the same basis, but are recognised only to the extent that it is probable that they will be recovered

2 Directors' emoluments

The directors, who were the only employees of the company, have neither received nor waived any emoluments during the year (2005 £Nil)

3 Operating profit on ordinary activities

	2006 £	2005 £
<i>Operating profit on ordinary activities before taxation is stated</i>		
<i>after charging</i>		
Audit fee	4,225	4,500
	<hr/>	<hr/>

4 Interest receivable and similar income

	2006 £	2005 £
On loans to and other interest from associated undertakings	35,000	38,000
Other interest receivable	60,321	74,254
	<hr/>	<hr/>
	95,321	112,254
	<hr/>	<hr/>

Notes (continued)

5 Interest payable and similar charges

	2006 £	2005 £
Bank loans and overdrafts	148	-
Other interest payable	958	-
	<u>1,106</u>	<u>-</u>

6 Taxation

(a) Analysis of taxation charge in the year

	2006 £	2005 £
<i>UK corporation tax</i>		
Corporation tax	(35,000)	(214,465)
Adjustments in respect of previous periods		
Corporation tax	-	(15,163)
	<u>(35,000)</u>	<u>(229,628)</u>

(b) Reconciliation of current taxation charge

The UK standard rate of corporation tax for the year is 30% (2005 30%) The actual tax rate differs to the standard rate for the reasons set out below

	2006 £	2005 £
<i>Current tax reconciliation</i>		
Profit on ordinary activities before tax	147,753	307,946
	<u>147,753</u>	<u>307,946</u>
Tax on profit on ordinary activities at UK standard rate of corporation tax of 30% (2005 30%)	(44,340)	(92,384)
Non-taxable income	17,350	55,429
Taxable share of limited partnership profits	(8,010)	(177,510)
Adjustments in respect of previous periods	-	(15,163)
	<u>(35,000)</u>	<u>(229,628)</u>

Notes (continued)

7 Investments

	Other investments £
<i>Cost</i>	
At 1 January 2006 and 31 December 2006	67,619
<i>Net book value</i>	
31 December 2006	67,619
At 31 December 2005	67,619

At 31 December 2006, the principal trading associated undertakings (all of which are incorporated in Great Britain and registered in England and Wales) in which the company had a beneficial interest were as follows

Name of limited partnership	Beneficial share
The Bridgend Limited Partnership	3 125%
The BAA - McArthur/Glen (Bridgend phases II and III) Limited Partnership	25%
The BAA - McArthur/Glen (Swindon phases II and III) Limited Partnership	21%

8 Debtors

	2006 £	2005 £
Amounts falling due within one year		
Amounts due from parent undertakings	100	100
Amounts due from associated undertakings	2,070,872	2,110,772
Accrued revenue	87,750	54,800
Group relief	-	66,337
	<u>2,158,722</u>	<u>2,232 009</u>

Amounts due from associated undertaking includes development loans of £535,497 (2005 £575,397) which yield interest at 2% over LIBOR. All other amounts due from associated undertakings are interest free

9 Creditors amounts falling due within one year

	2006 £	2005 £
Amounts due to shareholders	4,613	8,725
Corporation tax	66,834	214,466
Accruals	169,225	166,500
	<u>240,672</u>	<u>389,691</u>

Notes (continued)

10 Share capital

	2006 £	2005 £
<i>Authorised, issued, allotted, called up and fully paid.</i>		
Ordinary shares of £1 each	100	100
	<u>100</u>	<u>100</u>

11 Reconciliation of movement on reserves

	2006 £	2005 £
At beginning of the financial year	3,049,288	11 970,970
Profit for the financial year	112,753	78,318
Dividends paid to shareholders	-	(9,000,000)
	<u>3,162,041</u>	<u>3,049,288</u>
At end of the financial year	<u>3,162,041</u>	<u>3,049,288</u>

12 Reconciliation of movements in shareholders' funds

	2006 £	2005 £
Profit for the financial year	112,753	78 318
Dividends paid to shareholders	-	(9,000,000)
Opening equity shareholders' funds	3,049,388	11,971 070
	<u>3,162,141</u>	<u>3,049,388</u>
Closing equity shareholders' funds	<u>3,162,141</u>	<u>3,049,388</u>

13 Related party disclosures

At 31 December the company has loans with the parent and related undertakings as follows

	2006 £	2005 £
Carillion Construction Limited	4,113	8,225
V&P Midlands Limited	500	500
	<u>4,613</u>	<u>8,725</u>

These loans are non-interest bearing and repayable on demand

V&P Midlands Limited

V&P Midlands Limited, in which two of the directors, RN and DB Richardson, are significant shareholders, is a subsidiary of Spirepoint Limited, which owns 50% of the ordinary share capital of the company

14 Parent and controlling companies

The company is jointly owned and controlled by Carillion Construction Limited and Spirepoint Limited, both of which are incorporated in Great Britain

Copies of both company's financial statements are available from Companies House, Cardiff, CF4 3YA