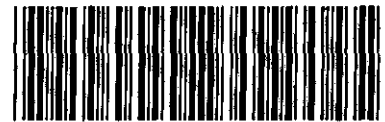


**CORUS HOLDINGS LIMITED**  
**REPORT AND ACCOUNTS**  
**FOR THE FINANCIAL PERIOD**  
**ENDED 31 MARCH 2008**

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COMPANIES HOUSE

**Registered No. 29016**

# **Corus Holdings Limited Report and Accounts 2008**

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# **Corus Holdings Limited Report and Accounts 2008**

## **Directors**

N Chatterton (resigned 31 March 2009)  
A L Scandrett  
S Doherty (resigned 1 December 2007)  
R Reading  
N Davies (appointed 1 December 2007)  
A Pickford (appointed 31 March 2009)

## **Secretary**

T Robinson

## **Company Number**

29016

## **Registered office**

15 Atholl Crescent  
Edinburgh  
EH3 8HA

## **Auditors**

PricewaterhouseCoopers LLP  
1 Embankment Place  
London  
WC2N 6RH

# **Corus Holdings Limited Report and Accounts 2008**

## **Directors' report for the period ended 31 March 2008**

The directors present their report and the audited financial statements for the period ended 31 March 2008.

### **Principal activity, review of business and future developments**

The principal activity of the Company is that of a property dealing and development company within the Tata Steel UK Limited Group. There was one sale in the period relating to the sale of land at Telford Way. The only change to the total valuation in the period is as a result of the above sale.

No change in the Company's activities in the foreseeable future is envisaged.

The Company's directors do not believe that key performance indicators (or discussion thereof) are appropriate for an understanding of the development, performance or position of the Company. The performance of Tata Steel UK Limited Group, which includes the Company, is discussed in its Annual Report & Accounts, which does not form part of this report.

### **Directors' indemnity**

The Company's Articles of Association provide, subject to the provisions of UK legislation, an indemnity for directors and officers of the Company in respect of liabilities they may incur in the discharge of their duties or in their exercise of their powers, including any liabilities relating to the defence of any proceedings brought against them which relate to anything done or omitted, or alleged to have been done or omitted by them as officers or employees of the Company.

### **Accounting reference date**

On 28 November 2007 the Company changed its accounting reference date from December to March to align with its ultimate parent company Tata Steel Limited. These financial statements have therefore been prepared for the 15 month period to 31 March 2008. All comparative information shown is for the 12 month period to 30 December 2006.

### **Principal risks and uncertainties**

Group risks are discussed in the Tata Steel UK Limited Annual Report & Accounts, which does not form part of this report.

### **Environment**

The Company recognises the importance of its environmental responsibilities, monitors its impact on the environment, and designs and implements policies to reduce any damage that might be caused by the Company's activities. The Company operates in accordance with Tata Steel UK Limited Group policies. Activities designed to minimise the Company's impact on the environment include improving our energy use efficiency and reducing the production of waste (both hazardous and non-hazardous).

# **Corus Holdings Limited Report and Accounts 2008**

## **Directors' report for the period ended 31 March 2008 continued**

### **Employees**

The Company had no employees in the period under review.

### **Directors**

The current directors and those who held office during the period are listed on page 2.

### **Results and dividends**

The loss for the period after taxation amounted to £94,000 (2006: £96,000 profit).

No dividend was paid during the period and the Directors do not recommend the payment of a final dividend (2006: £nil).

### **Going Concern**

As at 31 March 2008, the Company held significant receivable balances from other Group companies within the Tata Steel UK Limited group, including Corus UK Limited, and is dependent upon those companies settling their debts in part or in full when due or on demand to remain in a net asset position. In light of the current economic climate Tata Steel UK Limited is in ongoing negotiations with its lending banks to reset certain financial covenants within its Senior Facilities Agreement, to which Corus UK Limited is a guarantor. To the extent negotiations are not concluded successfully and the guarantee is exercised, the facility would become repayable on demand following instruction by the Majority Lenders. Although the current view is that these negotiations will be concluded successfully, this represents a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. However, the directors believe that preparing the accounts on the going concern basis is appropriate. Further details are given in Note 1.

### **Statement on disclosure of information to auditors**

Each director in office at the date of this Directors' report confirms that:

- (a) so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- (b) they have taken all the relevant steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

### **Auditors**

PricewaterhouseCoopers LLP will not be reappointed as auditors and a resolution will be proposed to appoint Deloitte LLP as auditors to the Company. Deloitte are the auditors of the ultimate parent company, Tata Steel Limited.

# **Corus Holdings Limited Report and Accounts 2008**

**Directors' report for the period ended 31 March 2008 continued**

**By order of the Board**

A handwritten signature in black ink, appearing to read 'A L Scandrett'.

**A L Scandrett**

**Director**

7 May 2009

30 Millbank  
London  
SW1P 4WY

# **Corus Holdings Limited Report and Accounts 2008**

## **Statement of directors' responsibilities in relation to the financial statements**

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

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

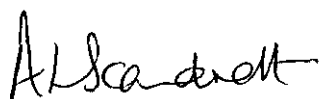
In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business, in which case there should be supporting assumptions or qualifications as necessary.

The directors confirm that they have complied with the above requirements in preparing the financial statements.

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 the financial statements comply with the Companies Act 1985. 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.

**By order of the Board**



**A L Scandrett**  
**Director**

7 May 2009

# **Corus Holdings Limited Report and Accounts 2008**

## **Valuation Report**

### **To The Directors of Corus Holdings Limited**

In accordance with your instructions we have reviewed, for the purposes of valuation, the properties owned by Corus Holdings Limited

In our opinion the aggregate open market value in the ordinary course of business of the properties held at 31 March 2008 is £677,972.



**A. Pickford BSc MRICS**



**M. Greenwood MRICS**

**7 May 2009**



# **Corus Holdings Limited Report and Accounts 2008**

## **Independent auditors' report to the members of Corus Holdings Limited**

We have audited the financial statements of Corus Holdings Limited for the period ended 31 March 2008 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.

### **Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom 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). This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 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.

### **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.

# Corus Holdings Limited Report and Accounts 2008

## Independent auditors report to the members of Corus Holdings Limited continued

### 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 Company's affairs as at 31 March 2008 and of its result for the period 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.

### Emphasis of Matter – Going Concern

In forming our opinion on the financial statements, which is not qualified, we have considered the adequacy of the disclosure made in note 1 to the financial statements concerning the Company's ability to continue as a going concern. As at 31 March 2008, the Company held significant receivable balances from other Group companies within the Tata Steel UK Limited group, including Corus UK Limited, and is dependent upon those companies settling their debts in part or in full when due or on demand to remain in a net asset position. Tata Steel UK Limited is in negotiations with its lending banks to reset certain financial covenants within its Senior Facilities Agreement, to which Corus UK Limited is a guarantor. To the extent negotiations are not concluded successfully and the guarantee is exercised, the facility would become repayable on demand which may limit the ability of the other Group companies to settle their liabilities, including those due to the Company. This represents a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. The financial statements do not include any adjustments that would be necessary if the Company was unable to continue as a going concern.

PricewaterhouseCoopers LLP

Chartered Accountants and Registered Auditors

London

8 May 2009

*PricewaterhouseCoopers LLP*

# Corus Holdings Limited Report and Accounts 2008

## Profit and loss account for the period ended 31 March 2008

		15 months to 31 March 2008 £000	12 months to 30 December 2006 £000
Turnover		113	295
Cost of sales		(2)	(11)
<b>Operating profit</b>	2	<b>111</b>	<b>284</b>
<b>Profit on ordinary activities before taxation</b>		<b>111</b>	<b>284</b>
Taxation	4	(205)	(188)
<b>Retained (loss)/profit for the period</b>	9	<b>(94)</b>	<b>96</b>

The Company has no gains or losses other than as above and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the result on ordinary activities before taxation and the retained result for the stated above, and the historical cost equivalents.

Turnover and operating profit derive entirely from continuing activities.

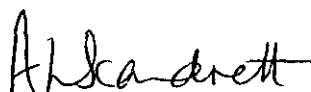
The notes on pages 12 to 16 form part of these accounts.

# Corus Holdings Limited Report and Accounts 2008

## Balance sheet as at 31 March 2008

	Notes	31 March 2008 £000	30 December 2006 £000
<b>Current assets</b>			
Stock	5	163	163
Debtors	6	7,818	8,647
		<u>7,981</u>	<u>8,810</u>
<b>Creditors: amounts falling due within one year</b>	7	<u>(202)</u>	<u>(937)</u>
<b>Net current assets</b>		<u>7,779</u>	<u>7,873</u>
<b>Total assets less current liabilities</b>		<u>7,779</u>	<u>7,873</u>
<b>Net assets</b>		<u>7,779</u>	<u>7,873</u>
<b>Capital and reserves</b>			
Called up share capital	8	250	250
Profit and loss account	9	7,529	7,623
<b>Equity shareholders' funds</b>	10	<u>7,779</u>	<u>7,873</u>

The accounts on pages 10 to 16 were approved by the Board on 7 May 2009 and were signed on its behalf by:-



A L Scandrett  
Director

The notes on pages 12 to 16 form part of these accounts.

# **Corus Holdings Limited Report and Accounts 2008**

## **Notes to the accounts**

### **1. Principal accounting policies**

#### **i Basis of preparation**

The financial statements are prepared in accordance with applicable accounting standards. The financial statements have been prepared on the going concern basis, which assumes that for the foreseeable future the Company will continue to be able to realise its assets and meet its liabilities as they fall due.

At 31 March 2008, the Company has net assets totaling £7.8 million, which includes a receivable balance of £7.8 million due from Corus UK Limited, and is dependent upon that company settling its debts in part or in full when due or on demand to remain in a net asset position. In preparing their assessment of going concern the directors have assumed that the £7.8 million receivable balance with Corus UK Limited can be recovered in full and on demand. Corus UK Limited is a guarantor within Tata Steel UK Limited's Senior Facilities Agreement. In light of the current economic climate, Tata Steel UK Limited is in ongoing negotiations with its lending banks to reset certain financial covenants within its Senior Facilities Agreement and hence remove the potential for future default. Although the current view is that these negotiations will be concluded successfully, to the extent they are not and the guarantee is exercised, the facility would become repayable on demand following instruction by the Majority Lenders.

The directors recognise that the matter referred to above indicates the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. However, they believe that it remains appropriate for the financial statements to be prepared on a going concern basis; consequently the financial statements do not include adjustments that would be necessary if the Company was unable to continue as a going concern.

These accounts have been prepared for the 15 month period to 31 March 2008 with comparative information shown for the 12 month period to 30 December 2006.

#### **ii Turnover**

Turnover represents the gross proceeds from the properties sold.

Acquisitions and disposals of properties are considered to have taken place where, by the end of the accounting period, there is a legally binding, unconditional and irrevocable contract.

In determining the profit or loss upon the disposal of property all costs of acquisition and development are included in the cost of the property sold.

#### **iii Taxation**

Corporation tax is provided on the profits for the period at the rate of taxation ruling during the period.

# **Corus Holdings Limited Report and Accounts 2008**

## **Notes to the accounts**

### **1. Principal accounting policies (continued)**

#### **iv Cash flow statement**

In accordance with the exemption allowed by paragraph 5(a) of Financial Reporting Standard 1 (revised 1996), a cash flow statement for the Company has not been provided.

#### **v Stock - Properties acquired for resale and development**

The properties and developments are valued at the lower of cost and net realisable value. Cost includes all direct costs of acquisition and development, but does not include interest. The net realisable value of properties is the open market value, based on a professional valuation by a Director of Corus Holdings Limited and a member of staff of Corus UK Limited which has been reviewed by all the Directors.

Where part of the property is sold the allocation of a proportion of the total cost of the whole property to the part being sold is made upon the most appropriate basis which will normally be on a pro rata basis by reference to the total cost of the whole property, or by estimating the actual costs of the part being sold where the unit cost of that area differs from the unit cost of other areas of the property.

#### **vi Related party disclosures**

In accordance with the exemption allowed by paragraph 3(c) of Financial Reporting Standard 8, no disclosure is made of transactions with other member companies of the Tata Steel UK Limited Group or investees of the Group qualifying as related parties.

#### **vii Deferred taxation**

An asset or provision is recognised for deferred tax arising from timing differences between the recognized gains and losses in the financial statements and their recognition in tax computations. The Company has chosen to not discount deferred tax assets and liabilities.

#### **vii Use of estimates**

The preparation of accounts in line with generally accepted accounting principles requires management to make estimates and assumptions that affect the:

- (i) reported amounts of assets and liabilities;
- (ii) disclosure of contingent assets and liabilities at the date of the accounts; and
- (iii) reported amounts of income and expenses during the reporting period.

Actual results could differ from those estimates. The most significant techniques for estimation are described in the accounting policies above.

### **2. Operating profit**

As in prior years, auditors' remuneration has been borne by Corus UK Limited.

# Corus Holdings Limited Report and Accounts 2008

## Notes to the accounts

### 3. Directors' emoluments and employees

The Company has no employees other than the directors (2006: nil).

No Director received any remuneration during the period in respect of their services to the Company (2006: £nil)

### 4. Taxation

	15 months to 31 March 2008 £000	12 months to 30 December 2006 £000
Group relief in respect of current period	207	188
Adjustment in respect of prior period group relief	(2)	-
Current tax	<u>205</u>	<u>188</u>

The current tax charge reconciles with the standard rate of corporation tax as follows:

Tax on result at standard rate 30%	33	85
Permanent differences	174	103
Prior year credit	(2)	-
	<u>205</u>	<u>188</u>

### 5. Stock

	31 March 2008 £000	30 December 2006 £000
Properties held for resale	53	53
Development properties	110	110
	<u>163</u>	<u>163</u>

### 6. Debtors

	31 March 2008 £000	30 December 2006 £000
<b>Amounts falling due within one year:</b>		
Other debtors	1	3
Amounts owed by parent undertaking	7,817	8,644
	<u>7,818</u>	<u>8,647</u>

The amounts falling due from the parent company are free of interest and no date has been fixed for the discharge of the debt.

# Corus Holdings Limited Report and Accounts 2008

## Notes to the accounts

### 7. Creditors amounts falling due within one year

	31 March 2008 £000	30 December 2006 £000
Group relief payable	202	926
Amounts owed to Corus UK Limited	-	11
	<u>202</u>	<u>937</u>

### 8. Called up share capital

	31 March 2008 £000	30 December 2006 £000
<b>Authorised:</b>		
500,000 ordinary shares of £1 each	<u>500</u>	<u>500</u>
<b>Allotted and called up:</b>		
499,998 ordinary shares of £1 each (50p paid)	<u>250</u>	<u>250</u>

### 9. Reserves

	Profit and loss account £000
At beginning of period	7,623
Retained loss for the period	<u>(94)</u>
<b>At end of period</b>	<u><b>7,529</b></u>

### 10. Reconciliation of movement in shareholders' funds

	31 March 2008 £000	30 December 2006 £000
Opening shareholders' funds	7,873	7,777
(Loss)/profit for the period	<u>(94)</u>	<u>96</u>
<b>Closing shareholders' funds</b>	<u><b>7,779</b></u>	<u><b>7,873</b></u>



# **Corus Holdings Limited Report and Accounts 2008**

## **Notes to the accounts**

### **11. Ultimate holding company**

Corus Group Limited is the company's immediate parent company, which is registered in England and Wales. TSUK is the intermediate holding company, which is registered in England and Wales, and smallest group to consolidate these financial statements.

Tata Steel Limited, a company incorporated in India, is the ultimate parent company and controlling party.

Copies of the report and accounts for TSUK may be obtained from the Secretary, 30 Millbank, London, SW1P 4WY.