

**CORUS HOLDINGS LIMITED**  
**REPORT AND ACCOUNTS**  
**FOR THE FINANCIAL YEAR**  
**ENDING 29 DECEMBER 2001**

**Registered No. 29016**



# **Corus Holdings Limited**

## **Directors**

Mr G H Craine  
Mr R J Reeves  
Mr N Chatterton  
Mr R D Thomas

## **Secretary**

Mrs A L Scandrett

## **Registered office**

Ravenscraig Works  
Motherwell  
Lanarkshire  
ML1 1SW  
Scotland

## **Corus Holdings Limited**

### **Directors' Report for the year ending 29 December 2001**

The directors present their report and the audited accounts for the year ending 29 December 2001.

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

The principal activity of the Company is that of a property dealing and development Company.

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

#### **Directors & directors' interests**

The directors of the Company at 29 December 2001 and who held office during the year, are listed on page 1.

The interest of the directors at 29 December 2001 in the ordinary shares of Corus Group plc, the Company's ultimate holding company, were:

	<b>Shares</b>		<b>29 December 2001 Number</b>
	<b>30 December 2000 Number</b>	<b>Acquired</b>	
R D Thomas	29,920	441	30,361
G H Craine	-	441	441
R J Reeves	32,367	441	32,808
N Chatterton	-	441	441

	<b>Options</b>			<b>29 December 2001 Number</b>
	<b>30 December 2000 Number</b>	<b>Granted Number</b>	<b>Lapsed/ Exercised Number</b>	
R D Thomas	115,551	85,874	(14,064)	187,361
G H Craine	146,549	121,116	(6,612)	261,053
R J Reeves	353,202	156,716	(11,020)	498,898
N Chatterton	89,326	61,000	(1,377)	148,949

The Company's Register of Directors' interests which is open to inspection contains full details of directors' shareholdings and options to subscribe.

The directors had no interest, as defined by the Companies Act 1985, in the shares of any other member of the group during the year covered by these financial statements.

## **Corus Holdings Limited**

### **Directors' Report for the year ending 29 December 2001**

#### **Results and Dividends**

The profit for the period after taxation amounted to £3,569,000 (Period ending 30 December 2000: Profit £1,250,000).

The directors do not recommend the payment of a dividend. (Period ending 30 December 2000: £nil).

#### **Auditors**

Pursuant to section 386(1) of the Companies Act 1985 (as inserted by the Companies Act 1989) the members have resolved to dispense with the obligation to appoint auditors annually and PricewaterhouseCoopers shall be deemed to be re-appointed each year.

#### **Annual general meeting and laying of accounts**

Pursuant to sections 366A(1) and 252(1) of the Companies Act 1985 (as inserted by the Companies Act 1989) the members have resolved to dispense with the holding of Annual General Meetings and the laying of the Report and Accounts of the company before the members in general meeting.

#### **By order of the Board**



**A L Scandrett  
Secretary**

29 October 2002

30 Millbank  
London  
SW1P 4WY

## **Corus Holdings Limited**

### **Statement of Directors' Responsibilities In Relation to Financial Statements**

The following statement, which should be read in conjunction with the statement of auditors' responsibilities set out on page 6 is made with a view to distinguishing for shareholders the respective responsibilities of the directors and of the auditors in relation to the financial statements.

The directors are required by the Companies Act 1985 to prepare financial statements for each financial period that give a true and fair view of the state of affairs of the company as at the end of the financial period, and of the profit or loss of the Company for the period then ended.

The directors consider that in preparing the financial statements on pages 7 to 14 which have been prepared on a going concern basis, the Company has used appropriate accounting policies, consistently applied with the exception of the changes arising on the adoption of new accounting standards as explained on page 10 under Note 1 'Accounting policies' and supported by reasonable and prudent judgements and estimates, and that all accounting standards which they consider to be applicable have been followed.

The directors have responsibility for ensuring that the Company keeps accounting records which disclose with reasonable accuracy at any time the financial position of the Company and which 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  
Secretary**

29 October 2002

# **Corus Holdings Limited**

## **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 29 December 2001 is £ 2,809,401



**N. Chatterton BSc FRICS**



**A. Pickford BSc MRICS**

**6th October 2002**

## **Corus Holdings Limited**

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

We have audited the financial statements which comprise the profit and loss account, the balance sheet and the related notes which have been prepared under the historical cost convention and the accounting policies set out in the statement of accounting policies.

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

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards 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 United Kingdom Auditing Standards issued by the Auditing Practices Board.

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 if, in our opinion, the directors' report is not consistent with the financial statements, if 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 transactions is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. The other information comprises only the valuation report.

### **Basis of audit 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 29 December 2001 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers

Chartered Accountants and Registered Auditors

London, 30 October 2002

## Corus Holdings Limited

### Profit and Loss Account for the year ending 29 December 2001

	Notes	Year ended 29 December 2001 £000	Period ended 30 December 2000 £000
Turnover		5,625	1,799
Operating costs	2	(530)	(26)
<b>Operating profit</b>		5,095	1,773
Interest payable	4	(1)	-
Interest receivable		<u>1</u>	<u>1</u>
<b>Profit on ordinary activities before taxation</b>		5,095	1,774
Taxation	5	(1,526)	(524)
<b>Retained profit for the period</b>	10	<u>3,569</u>	<u>1,250</u>

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 profit on ordinary activities before taxation and the retained profit for the period stated above, and the historical cost equivalents.

Turnover and operating profit derive entirely from continuing activities.

The notes on pages 9 to 14 form part of these accounts.



## Corus Holdings Limited

### Balance Sheet as at 29 December 2001

	Notes	29 December 2001 £000	30 December 2000 £000
<b>Current assets</b>			
Stock	6	649	1,158
Debtors	7	<u>9,247</u>	<u>3,200</u>
		9,896	4,358
<b>Creditors: amounts falling due within one year</b>	8	<u>(3,815)</u>	<u>(1,846)</u>
<b>Net current assets</b>		<u>6,081</u>	<u>2,512</u>
<b>Total assets less current liabilities</b>		<u>6,081</u>	<u>2,512</u>
		<u>6,081</u>	<u>2,512</u>
<b>Capital and reserves</b>			
Called up share capital	9	250	250
Profit and loss account	10	<u>5,831</u>	<u>2,262</u>
<b>Shareholders' funds (equity interests)</b>	11	<u>6,081</u>	<u>2,512</u>

The accounts on pages 7 to 14 were approved by the Board on 29 October 2002 and were signed on its behalf by:-



Director

The notes on pages 9 to 14 form part of these accounts.

# **Corus Holdings Limited**

## **Notes to the accounts for the year ending 29 December 2001**

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

The financial statements have been prepared in accordance with the Companies' Act 1985 and applicable Accounting Standards in the UK. The more important accounting policies, which have been applied consistently except as explained below, are detailed in the following paragraphs.

#### **i. Basis of accounting**

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

#### **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 profits or loss upon the disposal of property all costs of acquisition and development, less grants receivable and any amounts written off, are included in the cost of the property sold.

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.

#### **iii Taxation**

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

#### **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.

## **Corus Holdings Limited**

### **Notes to the accounts for the year ending 29 December 2001**

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.     **Interest received**

Interest is earned on monies outstanding from the date of completion of certain sales and is accounted for as it is received.

vii.    **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 Corus Group or investees of the Group qualifying as related parties.

viii.   **Deferred taxation**

From 1 January 2001 the Company has adopted FRS 19 'Deferred Tax', which requires full provision to be made for deferred tax arising from timing differences between the recognized gains and losses in the financial statements and their recognition in tax computations. In adopting FRS 19 the Company has chosen to discount deferred tax assets and liabilities. The adoption of FRS 19 has had no impact on shareholders' funds.

# Corus Holdings Limited

## Notes to the accounts for the year ending 29 December 2001

### 2. Operating costs

	Year ended 29 December 2001 £000	Period ended 30 December 2000 £000
Cost of sales (includes stock write down of £430,000)	508	-
Net rental income	(4)	(7)
Other operating charges	<u>26</u>	<u>33</u>
	<u>530</u>	<u>26</u>

Auditors' remuneration of £2,000 (Period ending 30 December 2000: £2,000) is included in other operating charges.

### 3. Employees

The Company has no employees other than the directors.

### 4. Interest payable

	Year ended 29 December 2001 £000	Period ended 30 December 2000 £000
Other interest payable	<u>1</u>	<u>-</u>

### 5. Taxation

	Year ended 29 December 2001 £000	Period ended 30 December 2000 £000
Group relief charge in respect of current period	1,526	530
Adjustment in respect of prior period's group relief	-	(6)
Current tax	<u>1,526</u>	<u>524</u>
The current tax charge reconciles with the standard rate of corporation tax as follows:		
Tax on result at standard rate at 30%	1,528	532
Prior year credit	-	(6)
Permanent differences	<u>(2)</u>	<u>(2)</u>
	<u>1,526</u>	<u>524</u>

# Corus Holdings Limited

## Notes to the accounts for the year ending 29 December 2001

### 6. Stock

	29 December 2001 £000	30 December 2000 £000
Properties held for resale	587	666
Development properties	<u>62</u>	<u>492</u>
	<u>649</u>	<u>1,158</u>

### 7. Debtors

	29 December 2001 £000	30 December 2000 £000
Amounts falling due within one year:		
Trade debtors	4	4
Corporation Tax	-	708
Amounts owed by parent undertaking	<u>9,243</u>	<u>2,488</u>
	<u>9,247</u>	<u>3,200</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.

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

	29 December 2001 £000	30 December 2000 £000
Trade creditors	101	101
Other creditors	908	465
Group relief payable	<u>2,806</u>	<u>1,280</u>
	<u>3,815</u>	<u>1,846</u>

# Corus Holdings Limited

## Notes to the accounts for the year ending 29 December 2001

### 9. Called up share capital

	29 December 2001 £000	30 December 2000 £000
Authorised:		
500,000 ordinary shares of £1 each	<u>500</u>	<u>500</u>
Allotted and called up:		
499,998 ordinary shares of £1 each (50p paid)	<u>250</u>	<u>250</u>

### 10. Reserves

	Profit and Loss Account  £000
Balance at 30 December 2000	2,262
Profit retained for the period	<u>3,569</u>
Balance at 29 December 2001	<u>5,831</u>

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

	29 December 2001 £000	30 December 2000 £000
Opening shareholders' funds	2,512	1,262
Profit for the period	<u>3,569</u>	<u>1,250</u>
Closing shareholders' funds	<u>6,081</u>	<u>2,512</u>

### 12. Directors' emoluments

No Director received any remuneration during the period in respect of their services to the company. (Period ending 30 December 2000 : £Nil)

## **Corus Holdings Limited**

### **Notes to the accounts for the year ending 29 December 2001**

#### **13. Ultimate holding company**

The Company is a subsidiary of Corus UK Limited which is registered in England and Wales. The ultimate parent Company and ultimate controlling party is Corus Group plc. Copies of Corus UK Limited's and Corus Group plc's report and accounts may be obtained from The Secretary, Corus Group plc, 30 Millbank, London, SW1P 4WY.