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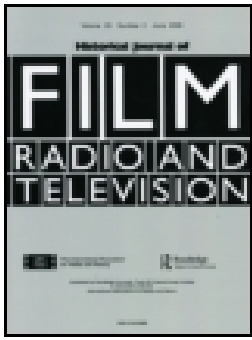
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## Bryanston Films: An Experiment in Cooperative Independent Film Production and Distribution

Duncan Petrie

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# BRYANSTON FILMS: AN EXPERIMENT IN COOPERATIVE INDEPENDENT FILM PRODUCTION AND DISTRIBUTION

Duncan Petrie

*By the end of the 1950s, independent film producers in Britain were facing an increasingly difficult challenge in sustaining their businesses. They were dependent on the major distribution companies for finance, but the combines that had long dominated the British film industry – the Rank Organisation and the Associated British Picture Corporation – had drastically reduced their production commitments, preferring to concentrate on less risky aspects of their operations, notably exhibition and other leisure activities. Independent producers were therefore forced to find new ways to operate and as the new decade began one notable example of this was the formation of new collaborative enterprises to provide greater integration between production and distribution. One of the first and most significant examples of this was Bryanston Films, established by Maxwell Setton and Michael Balcon in 1959 and involving an array of distinguished directors, producers and other industry figures. Over a period of five years, Bryanston was responsible for the production and distribution of some 33 films, released through their association with British Lion. This article examines the formation, subsequent development and eventual decline and failure of this significant experiment in collaborative independent production and distribution. Drawing on the Michael Balcon papers held at the British Film Institute and the files of the completion guarantee company, Film Finances, the article examines Bryanston's financial successes and failures, shedding light on some of the key players and projects in the Bryanston story and providing insight into the wider operations – including collaboration with a number of other companies. It will also touch on the wider opportunities and challenges facing*

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*independent production and distribution in a rapidly changing British film market during the early part of the 1960s.*

By the end of the 1950s, independent film producers in Britain were facing an increasingly difficult challenge in sustaining their businesses. They were dependent on the major distribution companies for finance, but the two combines that had long dominated the British film industry – the Rank Organisation and the Associated British Picture Corporation – had drastically reduced their production commitments, preferring to concentrate on less risky aspects of their operations, notably exhibition and other leisure activities. Independent producers were therefore forced to find new ways to operate and one notable example of this was the formation of new collaborative enterprises to provide greater integration between production and distribution. In their 1966 study of the British film industry for the Institute of Economic Affairs, Terence Kelly, Graham Norton and George Perry note that ‘Independent film-makers have always tried to bypass the conflicts between separate distributors and producers by coming together to establish their own distributing organisations’<sup>1</sup> and proceed to explain the advantages of such an arrangement, including protecting producers from excessive expenditure on promotion or an unfavourable division of earnings in the case of a double bill. Moreover, a distribution consortium offered a safer proposition than a single producer when approaching a bank for finance and provided all-important bargaining power when dealing with exhibitors, while at the same time avoiding paying commission to middle men.

The necessary catalyst for this development was the distributor British Lion which had been taken into state ownership in 1954 and constituted ‘a necessary counter-weight’ to Rank and ABPC.<sup>2</sup> Following a reorganization in 1958, British Lion was also effectively run by independent producers: alongside managing director David Kingsley, who had previously run the National Film Finance Corporation, the company’s board of directors comprised the successful film-making partnerships of Frank Launder and Sidney Gilliat and twins, John and Roy Boulting. This reorganisation also led a reduction on speculative financing and as the then chairman, Douglas Collins, indicated: ‘we encouraged the formation of new production groups who would use Shepperton Studios and distribute their films through British Lion’.<sup>3</sup> Thus, in December 1961, *Kine Weekly* was proclaiming ‘the year of the silk-lined umbrella ... in which the trend has been for independent-producers and directors to form their own distribution-production companies and then step under the protecting brology of a major distributor for the benefit of both’.<sup>4</sup> No fewer than eight new companies had emerged as satellites of British Lion: Bryanston, Bryanston-Seven Arts, Britannia, Pax, Garrick, Magna, Albion and Wessex; while another, Allied Film Makers (AFM), benefitted from an arrangement with Rank.<sup>5</sup> But the phenomenon was to prove short lived and by 1964 all of these companies had either gone into liquidation or had withdrawn from distribution.

The first to be established, largest and by far the most significant of these new enterprises was Bryanston Films, which over a period of five years was responsible for the production and distribution of 33 films. This included 20 ‘A’ or first features

– among them the Peter Sellers comedy, *The Battle of the Sexes* (Charles Crichton, 1960); four classics of the British ‘new wave’ directed by Tony Richardson for Woodfall: *The Entertainer* (1960), *Saturday Night and Sunday Morning* (1960), *A Taste of Honey* (1961) and *The Loneliness of the Long Distance Runner* (1962); and two more ambitious films made in collaboration with the American distributor/producer Seven Arts: the African-set adventure, *Sammy Going South* (Alexander Mackendrick 1963), produced by Hal Mason for Balcon’s own production company; and Ken Hughes’ gritty portrait of a Soho hustler, *The Small World of Sammy Lee* (1963). The other 13 productions were ‘B’ or supporting films. Drawing on archive materials included the Michael Balcon papers held by the British Film Institute and the files of the completion guarantor Film Finances, this article will provide a close consideration of the history of Bryanston which also sheds valuable light on the wider British film industry during a period of significant transformation.

### The formation of Bryanston

The idea to form a collaborative enterprise facilitating independent production originally came from Maxwell Setton.<sup>6</sup> Described by Sue Harper and Vincent Porter in their study of 1950s British cinema as ‘one of the most financially astute producers of the decade’,<sup>7</sup> Setton started his career in the late 1930s as a legal advisor to Charles Laughton and Erich Pommer’s *Mayflower* films before joining the Rank Organisation as assistant to George (subsequently Lord) Archibald, the managing director of Independent Producers Ltd., a previous experiment in collaborative film-making. Setton then became a producer in his own right, specializing in adventure stories set in exotic or wartime locales with his partner Aubrey Baring. In seeking an appropriate Chairman and figurehead, Setton turned to Michael Balcon which, proved to be ‘the easiest step in setting up Bryanston .... I looked round for someone who was well-heeled, interested in the creative urge, with experience, a successful industry personality – and turned to him’.<sup>8</sup> Balcon’s own distinguished career as a producer needs no reiteration here, but at the point at which the idea for Bryanston emerged he was attempting to close a multipicture deal with Associated British Picture Corporation production chief J R Wallis.<sup>9</sup> The failure of this deal to materialise convinced Balcon of the need for producers to assume greater control over the financing and distribution of their own films, making him very receptive to Setton’s approach.<sup>10</sup>

The inaugural meeting of the new enterprise, initially calling itself United Producers, took place on 26 February 1959. In addition to Balcon and Setton, this was attended by the producers Charles Friend, Michael Relph (both former Ealing studios colleagues of Balcon) Julian Wintle, Aubrey Baring, Colin Lesslie, Albert Fennell, Charles Leat, Norman Priggen and David Dent, alongside the influential talent agent Christopher Mann and Kenneth Shipman, co-owner with his brother Gerald of Twickenham Studios. It was agreed that each member of the company would invest £5000 in the venture and Maxwell Setton was appointed managing director with effect from 1 March 1959 on a salary of £6000 plus £2000 expenses.<sup>11</sup> Balcon’s own position as chairman was not remunerated, although he

subsequently received expenses of £80 per month.<sup>12</sup> The business strategy was that the new company would operate primarily as a distributor, providing producers with guarantees against which they could raise production finance from a bank. But this required a relationship with an established distribution company and soon afterwards Balcon confirmed that British Lion would provide those services, in addition to investing £55,000 in the company.<sup>13</sup> When the office of the register of companies rejected United Producers as a legitimate name for the enterprise (along with similar formulations including Associated or Allied Producers or Distributors), it was decided to take over an existing dormant company owned by British Lion, and by April, the new entity was operating as Bryanston Films Limited.<sup>14</sup>

The directors (who were also shareholder partners) of Bryanston were appointed on 7 April and included Balcon, Setton, Baring, Dent, Wintle, Lesslie, Friend, Leat and the Shipman brothers, alongside George H Brown, Basil Dearden and Ronald Neame. Soon afterwards Monja Danichewsky (yet another Ealing alumnus) joined as a full investor partner; while a number of other members were affiliated through connections with named directors. These include Michael Relph (with Dearden), Norman Priggen (with Friend), John Bryan and Albert Fennell (with Neame) and Leslie Parkyn (with Wintle).<sup>15</sup> The company's arrangement with British Lion involved the latter distributing product on behalf of Bryanston and charging them 17½% commission on UK distribution, 12½% on Overseas, 27½% on reissue, 10% UK TV sales and 12½% foreign TV sales. Bryanston in turn would earn 7½ and 5%, respectively, on gross UK and foreign earnings from the films it had sponsored. The British Lion connection, plus the presence of the Shipman brothers on the board, meant that Bryanston also had the choice of using Shepperton or Twickenham studios for their productions.

The company was officially launched at a reception at the Savoy Hotel on 13 April 1959. Some of the reports in the newspapers the following day adopted a rather lurid tone, as epitomised by a headline in the *Daily Express*: 'A dozen angry men take on the 'moguls'',<sup>16</sup> compelling Setton to write to John Davis and Philip Warter, the respective chairmen of the Rank Organisation and the Associated British Picture Corporation, to offer his reassurances and point out that some of the papers had misquoted and distorted Michael Balcon's public statements.<sup>17</sup> Whatever the implications of the fanfare, Bryanston had arrived and the Memorandum and Articles of Association of the company were registered on 28 April.<sup>18</sup> In addition to Setton, Bryanston's permanent staff included company secretary, Gerry Weatley, a PA for Setton, and a part-time publicity director, Jack Worrow, who had previously worked at Ealing. The funds available for the first year of operations were £170,500, provided by the partners, plus additional investment from British Lion and Rank Laboratories of £5000 and £3000 respectively.<sup>19</sup> Setton had negotiated an arrangement with Lloyds Bank for financing a programme of films with Bryanston, guaranteeing up to 70% of the production costs of individual productions. The relationship with Lloyds meant that the company's investment fund could be multiplied by four to create a total of £682,000 available for providing distribution guarantees.<sup>20</sup> The financial operation would involve a revolving credit which Balcon explains:

This meant if we put up, say, £200,000 for a production our credit was good for three times that amount, the bank recovering its money from the first proceeds of the film and the credit or loan continuing – or revolving – accordingly. When a subject was approved we gave the producers a guarantee of 70% of the budget and the producers found the balance from private sources and/or the National Film Finance Corporation.<sup>21</sup>

The selection of projects was facilitated by a small sub-committee of company members who, as Setton points out, ‘acted as the creative advisers of a financial undertaking, examining the scripts in turn. Then, I synthesized the views expressed on them and we thrashed it out at a board meeting ...<sup>22</sup> The voting arrangements required a clear majority of two for a project to be approved, provided there was a quorum of seven members’.<sup>23</sup> Bryanston’s first film project was given the green light at a board meeting on 13 May 1959. *The Battle of the Sexes* was a contemporary comedy adapted from a short story by American writer James Thurber, *The Catbird Seat*, and relocated from New York to Edinburgh. The project featured an array of former-Ealing studios creative talent including screenwriter/producer Monja Danischewsky, director Charles Crichton and star Peter Sellers.

There were some early teething troubles however, which underline the difficulties of running a multi-partner collaborative venture. These include concerns about Basil Dearden and Michael Relph’s decision to join Allied Film Makers, another co-operative of independent producers established in the same year as Bryanston,<sup>24</sup> but this appears to have been resolved amicably following clarification from the pair that any conflict of interests would be carefully avoided.<sup>25</sup> The clarification of the organisation’s modus operandi and the corresponding roles and responsibilities of individual members was also an issue: an early exchange between Maxwell Setton and David Dent following the latter’s demands for information on operations was met by the former’s resistance to any ‘management by committee’.<sup>26</sup> Another problem was the question of remuneration, particularly for Balcon as chairman, which continued for some time.<sup>27</sup> Difficulties also emerged between Bryanston and British Lion.<sup>28</sup> Indeed, a problem arose in the case of Bryanston’s first film, *Battle of the Sexes*, which British Lion released in the same week as the Allied Film Makers’ production, *The Angry Silence*. While from British Lion’s perspective this may have demonstrated the current vitality of low-budget independent production, the decision greatly upset Balcon and prompted Setton to write to David Kingsley, urging that ‘this kind of duplication and rivalry ‘within the family’ should be avoided whenever possible in the future’.<sup>29</sup> Bryanston were also concerned that British Lion were failing to give them sufficient acknowledgement in the promotion of individual films and in their general publicity and annual accounts.<sup>30</sup> In November 1960 Setton again complained to Kingsley, noting that *Saturday Night and Sunday Morning* had been registered with the board of trade as a British Lion film and demanded that Bryanston be credited in future on films for which they had the distribution rights.<sup>31</sup> This issue of acknowledgement continued to rumble on into the following year with Balcon drawing attention to the way in which British Lion had claimed responsibility for *Saturday Night and Sunday Morning* following the film’s notable success at the British box office.<sup>32</sup> But despite these

issues, the relationship between the two companies on the whole remained cordial and effective.

Specialising in low-budget independent production, Bryanston also relied heavily on the support of the National Film Finance Corporation which contributed to more than half of the company's entire output during its period of activity. This included ten first features: *The Cone of Silence* (Charles Frend, 1960), *The Entertainer*, *Saturday Night and Sunday Morning*, *Double Bunk* (C.M. Pennington-Richards, 1961), *Spare the Rod* (Leslie Norman, 1961), *Two and Two Make Six* (Freddie Francis, 1962), *A Prize of Arms* (Cliff Owen, 1962), *A Place to Go* (Basil Dearden, 1963), *Girl in the Headlines* (Michael Truman, 1963) and *Ladies Who Do* (C.M. Pennington-Richards, 1963); and seven supporting films: *Linda* (Don Sharp, 1960), *The Big Day* (Peter Graham Scott, 1960), *The Impersonator* (Alfred Shaugnessy, 1961), *The Wind of Change* (Vernon Sewell, 1961), *Dilemma* (Peter Maxwell, 1962), *Lunch Hour* (James Hill, 1962) and *Calculated Risk* (Norman Harrison, 1963). But again this was not all plain sailing and relations between Bryanston and the NFFC got off to a notably poor start. By 1960, the Corporation were keen to improve their financial viability and were beginning to make stiffer demands on producers seeking support. In the case of *The Battle of the Sexes* they were only prepared to offer Danichevsky a loan of £20,000, recoupable on a *pari passu* basis and conditional on the total cost of the film being less than £100,000.<sup>33</sup> This was regarded by Bryanston as unacceptable and the film was subsequently made without NFFC involvement on a significantly higher budget of £133,000. Balcon communicated his displeasure about the conduct of the NFFC to Lord Archibald, President of the Federation of British Film Makers (FBFM), noting that 'my views are not based entirely on recent discussions in regard to Bryanston, but on a growing conviction that the present directors of the Corporation are determined to administer an Act of parliament in the narrowest way, not in my view in accordance with Parliament's intentions.'<sup>34</sup>

### **Bryanston's financial successes and failures**

Bryanston's business fortunes began promisingly enough: while the accounts for the first year registered a trading loss of £18,533, this was in line with expectations as none of their first slate of films had been in circulation long enough to generate a profit.<sup>35</sup> Balcon certainly appeared to be satisfied, noting in a letter to an investor that 'Bryanston seems to be running on sound lines, having not only an interest in the profits of individual films but a distribution differential which arises from investments made as a first charge basis'.<sup>36</sup> The Chairman also noted that the company's business model meant that risk was spread over a number of films. Indeed, the only difficulty he acknowledged was that Bryanston had to restrict itself to modestly priced films. By the end of the second year of operations, the company had turned a profit of £28,993, which set against the previous year's loss generated a modest trading surplus of £10,460.<sup>37</sup> The production costs and the distribution guarantees provided by Bryanston are available for almost all the entire slate of 31 films, providing a very useful overview of Bryanston's investment history:<sup>38</sup>



**First features**

	Production budget	Bryanston guarantee	
<i>Battle of the Sexes</i>	£133,060	£92,900	70%
<i>Cone of Silence</i>	£139,360	£95,900	69%
<i>The Entertainer</i>	£247,716	£77,176	31%
<i>Light up the Sky</i>	£126,318	£88,368	70%
<i>Saturday Night and Sunday Morning</i>	£116,848	£81,820	70%
<i>The Boy Who Stole a Million</i>	£115,802	£54,150	47%
<i>Double Bunk</i>	£110,275	£74,004	67%
<i>Spare the Rod</i>	£121,734	£81,900	67%
<i>A Taste of Honey</i>	£121,602	£82,130	68%
<i>Two and Two Make Six</i>	£116,401	£81,481	70%
<i>The Quare Fellow</i>	£147,322	£53,607	36%
<i>A Prize of Arms</i>	£258,149	£91,000	35%
<i>The Loneliness of the Long Distance Runner</i>	£130,211	£90,930	70%
<i>A Place to Go</i>	£155,000	£108,500	70%
<i>Ladies Who Do</i>	£134,666	£94,298	70%
<i>Girl in the Headlines</i>	£130,000	£91,475	70%

**(Bryanston-seven arts)**

<i>The Small World of Sammy Lee</i>	£190,067	£130,200	69%
<i>Sammy Going South</i>	£385,000	£269,500	70%

**Second features**

<i>The Big Day</i>	£22,300	£15,000	67%
<i>Linda</i>	£22,300	£15,000	67%
<i>Dangerous Afternoon</i>	£17,000*	£17,000	
<i>Girl on Approval</i>	£22,494	£15,000	67%
<i>The Impersonator</i>	£22,098	£15,303	69%
<i>The Wind of Change</i>	£17,795	£10,950	62%
<i>Strongroom</i>	£17,000	£15,000	88%
<i>Don't Talk to Strange Men</i>	£21,690	£14,409	66%
<i>Lunch Hour</i>	£22,750	£15,925	70%
<i>Calculated Risk</i>	£19,685	£13,779	70%
<i>A Matter of Choice</i>	£23,671	£16,750	71%

(No information was available for the final two features made by the company, *The Wild Affair* and *The System*, and for two 'B' films, *The Dilemma* and *Panic*. The budget figure for *Dangerous Afternoon* is probably wrong and likely to be more in the region of £24,000.)

This summary of costs and investments immediately confirms just how modest Bryanston's films tended to be. Only *The Entertainer* and *A Prize of Arms* cost significantly more than £150,000 and the average budget is around £130,000, contradicting Alexander Walker's claim in *Hollywood, England* that Bryanston budgets were within the £150,000–£180,000 range.<sup>39</sup> In the case of the second features, the costs are all the more remarkable given that the majority of these productions had running times of between 60 and 70 min. The figures also indicate Bryanston's consistency in terms of limiting their distribution guarantees – and therefore financial exposure – to around 70% of the production costs; the only exceptions being the lower percentage invested in *The Entertainer* – whose budget included substantial contributions from the producers and the American distributor, Continental; *The Boy Who Stole a Million* (Charles Crichton, 1960) – which was also supported by Paramount; *The Quare Fellow* (Arthur Driefuss, 1962) and *A Prize of Arms*.

The information in the Film Finances files also indicates that budgets were kept low in part by regular recourse to deferrals and direct contributions by the producers. In the case of *The Battle of the Sexes*, deferred payments were agreed with star Peter Sellers (£6000), writer/producer Monja Danichevsky (£3000), actor Robert Morley (£1250), director Charles Crichton (£875) and Rank Labs (£2000).<sup>40</sup> Deferrals for *The Entertainer* were even greater, amounting to £45,000 and including £20,000 against Laurence Olivier for 17% of profits and £5000 each from John Osborne, Tony Richardson and Harry Saltzman.<sup>41</sup> Aubrey Baring Productions provided £16,060 to the budget of *Cone of Silence*,<sup>42</sup> while in the case of *Light up the Sky*, Criterion Film Productions provided £22,500 and star Tommy Steele deferred £7500 of his fee.<sup>43</sup>

During this first phase of the company's operations, there were notable success and failures. Things got off to a good start with *The Battle of the Sexes*, which had its West End premiere on 24 February 1960 and went on to be a minor commercial hit, earning Bryanston a profit of £10,894. In comparison, *Light Up the Sky*, Lewis Gilbert's comedy about a World War 2 aircraft spotlight team played by Ian Carmichael, Tommy Steele and Benny Hill, made a modest £4466.<sup>44</sup> But both the Aubrey Baring-produced aviation drama, *Cone of Silence* and the comedy thriller, *The Boy Who Stole a Million*, Charles Crichton's second film for Bryanston, were serious failures, losing the company £32,348<sup>45</sup> and £52,330 respectively, with the latter taking a mere £7525 at the UK box office.<sup>46</sup> The omens on *The Boy Who Stole a Million*, produced by George Brown and shot largely in Valencia, had never been promising, with the initial assessment by Film Finance's consultant John Croydon indicating a number of serious concerns with script, schedule and budget. The report concludes with an unequivocal condemnation: 'my own personal opinion is that it is one of the craziest propositions it has ever been my misfortune to examine and report upon'.<sup>47</sup> Despite Croydon's reservations, Film Finances provided a completion guarantee on a budget of £100,000 the costs covered by £49,500 from Lloyds Bank/Bryanston, £49,500 from Paramount (a mixture of sterling and pesetas) and a £1000 deferment from Charles Crichton.<sup>48</sup> Problems

with bad weather on location and delays in the studio shoot led to the film going over budget by £11,000 which Film Finances were obliged to cover by the terms of their guarantee.

The first two Woodfall productions made for Bryanston proved to be markedly different experiences. As Sarah Street indicates, *The Entertainer* ran into major difficulties during production and post-production which substantially inflated the original budget of just under £193,000 to almost £247,716.<sup>49</sup> Following problems with the location shoot in Morecambe – including the noise of seagulls – which put the film three days overschedule, Bryanston agreed to commit an additional £4000 guarantee.<sup>50</sup> But then further problems were encountered with the soundtrack in post-production that proved very costly to rectify and by the time *The Entertainer* was completed, Balcon was describing it ‘a matter of grave concern’.<sup>51</sup> The press had picked up on the production difficulties prompting some wild speculations about the cost implications, with Ernest Betts in *The People* suggesting the budget may have been as high as £400,000. Despite a strong cast led by Laurence Olivier, who had also starred in the original Royal Court play, negative word of mouth began to build following the cancelling of a west end preview and after a screening at Cannes, and domestic revenues proved very disappointing. But while *The Entertainer* grossed less than £64,000 in the United Kingdom, due to their limited investment in the film of just over £77,000, plus the £22,582 the production received from the British production Fund, Bryanston and British Lion ended up sharing losses of only £6839.<sup>52</sup>

Thankfully, it was to prove a very different story with *Saturday Night and Sunday Morning*. The project was initially regarded as very risky, having previously been turned down by British Lion when offered directly to the distributor.<sup>53</sup> It featured a first time director in Karel Reisz and a largely unknown cast, and so the budget was kept low at £116,885 with Bryanston guaranteeing £81,820, the NFFC providing £28,000, Twickenham Studios (where some of the interiors were shot) investing £6100 and Tony Richardson deferring £965 of his producer’s fee.<sup>54</sup> The film went £3500 over budget when two days were lost at the Nottingham locations due to shooting in an actual factory proving more difficult than envisaged. Once again this overage was covered by the completion guarantee with Film Finances. But *Saturday Night and Sunday Morning* was to prove hugely successful both critically and commercially, ultimately taking in excess of £400,000 at the UK box office and making a star of Albert Finney. This gave Bryanston a profit of almost £145,000 which allowed them to offset the losses made on their other films. Correspondence between Richardson and Film Finances concerning profit participation in *Saturday Night and Sunday Morning* also indicates that Bryanston would be paid any sums it advanced under the distribution guarantee for *The Entertainer* which it had not recovered from the exploitation of that film.<sup>55</sup> The Woodfall bandwagon continued to role in the following when *A Taste of Honey* provided Bryanston’s biggest box office earner for 1961, netting a more modest but still significant profit of £29,064 and introducing another newcomer in Rita Tushingham who along with Finney would become one of the British cinema’s iconic stars of the decade.

Securing strong relationships with overseas distributors, particularly in the United States, was another key element in Bryanston’s business strategy. During the 1950s, Balcon had developed a close personal connection with Walter Reade

Jr, head of Continental Film Distributors which specialised in handling foreign product, including British films, in America. While Balcon had initially cautioned his colleagues against the assumption that Continental would be automatically handling Bryanston product,<sup>56</sup> a number of deals were subsequently negotiated with the films made by Woodfall proving to be the most significant. Continental provided \$162,000 for *The Entertainer*, approximately one-third of the film's original budget, before shooting commenced. In the case of *Saturday Night and Sunday Morning*, Reade committed a \$100,000 guarantee (again worth approximately one-third of the total budget) but this time only after viewing the finished film – *The Entertainer* went significantly over budget and this may have been a reason for a more considered approach this time. While for *A Taste of Honey* Continental were prepared to advance \$85,000 (approximately one quarter of the budget) plus 5% end money.<sup>57</sup> Woodfall's importance to Bryanston was further cemented when Tony Richardson and John Osborne joined the board in July 1961. The vacancy was created when Leslie Parkyn and Julian Wintle, who had produced Bryanston's first two B films, *The Big Day* and *Linda* – released as supporting features for *Light up the Sky* and *Saturday Night and Sunday Morning*, respectively, announced they were quitting film production to concentrate on making series for television.

But once again the profitability of the Bryanston/Woodfall productions contrasted sharply with failures elsewhere. The social problem drama, *Spare the Rod*, depicting the struggles of an idealistic teacher (the first serious role for Max Bygraves) in a tough East End school, lost £14,786; while the poor performance of the farcical comedy *Double Bunk*, featuring Ian Carmichael, Janette Scott, Sid James and Liz Fraser, meant that while Bryanston recouped their guarantee, producer George H Brown had to personally write off more than £5000. Coming on the heels of *The Boy Who Stole a Million*, *Double Bunk* also went over budget by just over £4500 which again Film Finances had to cover.<sup>58</sup> This resulted in rather strained relations between Brown and Michael Balcon who considered the disastrous performance of *The Boy Who Stole a Million* to be in part due to Brown's failure to control the production. Balcon also noted that Kenneth Shipman was concerned about the number of projects associated with Brown – the implication being that 'he is spreading himself too thin and the commercial potential of individual projects is suffering as a result'.<sup>59</sup> Elsewhere Balcon expressed his uncertainty that *Double Bunk* would survive its rather lukewarm reviews, noting that 'Even if it does, I think Bryanston should not indulge in too many of this type of film. I realize that a distributing company cannot be too narrow in its choice of subjects but, on the other hand, if we are to create an image of our own, which I believe we are doing, I do not think these subjects help very much. For instance, you will note that The Times refers to 'mild salacity'.<sup>60</sup> This high moral tone recalls the way in which Balcon's taste dictated the kinds of films deemed suitable for Ealing productions.

Thus, after only two years of operation, Bryanston's chairman was already indicating some serious reservation with aspects of the company's progress, notably with the process by which projects were being selected. Balcon was particularly vexed by the rather inconsistent contributions of some members to the process, writing to Setton on 10 July 1961 to note that 'that the method of deciding on

projects is unworkable if one or more of the directors is not available'.<sup>61</sup> Setton's assessment of Bryanston's performance expressed in a draft review of the company's operations from 1 June to 30 November 1961 noted that 'The experiment has been a success. But only a qualified success – and only just'.<sup>62</sup> This is a very telling assessment as it clearly indicates the difficulties the company were having in producing enough films that could thrive in the marketplace, something also reflected in Balcon's comments in the same document:

It clearly emerges as a result of our own experience over the past 2½ years .... And the rapidly changing pattern of our industry, that the health of your company depends almost exclusively on the first-class product that can be made available to it. If conditions do not improve in this respect at best the further development of Bryanston will be arrested and the position may even deteriorate.

The chairman went on to suggest that this could be addressed if the various members of the Bryanston collective treated the company as the first port of call for their own projects. If this were to happen then 'no reasonable limit can be placed on the expansion possibilities of your company'.<sup>63</sup> But in his conclusion, Balcon described Bryanston as 'an imaginative conception which has fallen short in execution'.

Bryanston's role within the British independent sector attracted other kinds of connections and alliances. In early 1961, another new production/distribution company, Albion Films, was established by the American producer Hal Chester. Albion's ambition was to sponsor three films per annum with distribution rights for the United Kingdom and certain overseas territories sublicensed to British Lion and Lion International. In order to facilitate this, Chester approached Setton and a deal was subsequently agreed whereby Bryanston would undertake to supervise the release and pre-release publicity of Albion's films, check its sales contracts, issue its periodical returns of revenue and generally supervise the British Lion and Lion International selling activities of Albion films. In return, Bryanston would be entitled to 2.5% of the 7.5% distribution commission accruing to Albion, a fixed overhead of £750 in respect of each Albion film and £500 drawn from revenue to cover Bryanston's publicity and exploitation expenditure.<sup>64</sup> Only one film eventuated through this arrangement; the 1963 crime drama *Hide and Seek*, produced by Chester and directed by the American Cy Endfield, although Albion survived as a production company into the 1970s.

But even before the deal with Albion was struck, Bryanston had been forming other strategic alliances in the industry. As noted above, the company's commercial ambitions were limited by the size of the distribution guarantees they could provide and therefore, the level of budgets that could be supported. Not long after Bryanston had been formed, Balcon was approached by Steven Pallos, the Austrian-born boss of Britannia Films, another of the British Lion satellites. Pallos had extensive knowledge of overseas markets and co-production arrangements and he proposed collaboration on a new backing fund of between £100,000 and £150,000, which had the potential to generate a credit facility of at least four times that amount, and thus facilitate the production of more ambitious films. In February 1960, Setton unsuccessfully approached Lloyds Bank with a proposal in

which Bryanston and Britannia (whose bankers were the National Provincial) would each provide distribution guarantees of £105,000 to facilitate the production of mid-budget films.<sup>65</sup> Undeterred, Balcon turned to his long-standing backer, A.E. Harmel at the South African investment company Schlesingers, to enquire if they would be interested in contributing between £10,000 and £20,000 to the venture.<sup>66</sup> While it is unclear if this investment was forthcoming, Pax Films was subsequently formed in November 1960, as a collaborative venture between Bryanston and Pallos. A memorandum of agreement was drawn up on 8 August 1960, indicating the new company had authorised capital of £50,000 with the shareholders being Britannia Film Distributors, Michael Balcon Enterprises, Kenneth Shipman, Gerald Shipman and Maxwell Setton. The joint managing directors were to be Pallos and Setton, with Balcon company chairman.<sup>67</sup> At the official formation meeting of Pax on 14 December 1960, deals were also announced with British Lion and with Technicolor – the latter providing the new company with a fixed term loan of £35,000.<sup>68</sup>

Pax intended to make at least one or possibly two large budget productions a year on budgets of more than £250,000. Significantly, these would also be coproductions involving American or continental partners. The first project to be announced was *The Day the Earth Caught Fire*, a nuclear apocalypse drama to be produced and directed by Val Guest. Despite the company's ambitions to play in a higher league, the film's financing arrangements did not vary significantly from those of Bryanston: it had a slightly higher budget of £190,000 the bulk of which was made up of a distribution guarantee of £133,573 and a loan of £41,495 from the NFFC.<sup>69</sup> *The Day the Earth Caught Fire* was subsequently released in November 1961, with Universal-International acquired the rights for North America. It proved a commercial success, generating a modest profit of £22,500.<sup>70</sup> But unfortunately Pax struggled to find a follow up project with various proposals rejected by the board before two more productions appeared: the horror film, *Silent Playground* (Stanley Goulder 1963) and the black comedy, *A Jolly Bad Fellow* (Don Chaffey 1964), neither of which made any impact either commercially or critically.

This was not the only opportunity for more ambitious film-making to be explored by Balcon and Setton. Another collaboration aimed at facilitating larger budget production was facilitated with the American distributor Seven Arts which had been founded in 1957 by Ray Stark and Elliot Hyman. A memo outlining the venture was approved by the Bryanston board on 16 May 1961, indicating share capital of £10,000 – 50% from Seven Arts, 25% from Bryanston and 25% from Bryanston shareholders. A guarantee to Lloyds Bank of £140,000 would also be created with £45 k provided each from Bryanston and Seven Arts, and £25 k each from British Lion and Rank Laboratories.<sup>71</sup> The new company was officially launched in November with Balcon, Setton and Kenneth Shipman the three Bryanston representatives on the joint board. It was announced that 100% financing would be made available for productions, a reflection of the more favourable arrangements being increasingly offered by American companies. Moreover, Bryanston-Seven Arts' ambition was to fully finance a programme of five or six features a year.

The first two Bryanston-Seven Arts projects to be announced were *Sammy Going South* and *Tom Jones*, each of which would be made on a budget of around

£300,000. The former, the story a young orphan who travels 5000 miles from Port Said to South Africa in search of his aunt, was to be directed by Alexander Mackendrick for Balcon's own company<sup>72</sup>; while the latter was the latest Woodfall production and represented a new direction in terms of the period subject matter and the use of colour. *Tom Jones* was to be cofinanced with Columbia, but Alexander Walker indicates that the studio's Head of European Production, Mike Frankovich, turned down Setton's request for 30% of the budget, proposing 15% with Elliot Hyman of Seven Arts making up the difference. The various parties were on the verge of announcing the deal at the Cannes Film Festival in May when Tony Richardson informed his investors that the project required an additional £50–60,000. The offer was subsequently withdrawn as neither Columbia nor Balcon were prepared to countenance a higher budget and the project was picked up instead by United Artists who were prepared to offer a 100% distribution guarantee on a higher budget. But the decision created friction, as Alexander Walker notes: 'There were Bryanston members who would have preferred *Tom Jones*, which they felt more likely to appeal to the modern mood, to the rather old-fashioned, sentimental emphasis of *Sammy Going South*'<sup>73</sup> – a situation was made even more difficult by the fact that Balcon was an interested party. Among those who instinctively favoured the modernity of Woodfall was Maxwell Setton who recalls that this turn of events led him to fall out with Balcon and soon afterwards he announced his departure from Bryanston – ironically to join Columbia.<sup>74</sup> Setton was succeeded as managing director by Neville Breeze, former company secretary at the NFFC.<sup>75</sup> Meanwhile, *Tom Jones* ended up costing more than £450,000 but went on to gross more than \$40 million worldwide, win the Oscar for best picture and confirm the status of Tony Richardson, John Osborne and Albert Finney. This outcome prompted Balcon's famous admission: 'I can only say that if I had had the courage to pawn everything I possessed and risk it on *Tom Jones* it would have been a wise decision ... no doubt *Tom Jones* is engraved on my heart'.<sup>76</sup>

*Sammy Going South* went into production on a higher budget of £385,000 with £269,500 being provided by Bryanston-Seven Arts and additional investment from Enterprises (Balcon's South African backers) and the US arm of Seven Arts of £57,750 each.<sup>77</sup> The only Bryanston production to be made in colour<sup>78</sup> and to feature overseas locations, the film also starred Hollywood legend Edward G. Robinson, who unfortunately suffered a heart attack during production, forcing certain scenes originally planned for location to be shot in the studio.<sup>79</sup> While *Sammy Going South* was selected for the Royal Command Performance of 1963, Philip Kemp suggests that dubious honour 'was enough to guarantee it a rough ride from British critics'.<sup>80</sup> Unfortunately the lukewarm critical reception that greeted the film was to be matched by its poor box office take. The other production made under the Bryanston-Seven Arts collaboration, *The Small World of Sammy Lee*, was produced and directed by Ken Hughes with Anthony Newley in the title role. The film makes much of its central London locations as Sammy is pursued by thuggish debt collectors, and its affinity with the Woodfall dramas was similarly rewarded with an X certificate. But this proved an even bigger commercial failure than *Sammy Going South*, with net domestic earnings amounting to just £49,981, leaving Bryanston with a loss of £80,000.<sup>81</sup>

Moreover, this disappointment came on the back of a run of poor performances by the slate of Bryanston productions released in 1962. *The Loneliness of the Long Distance Runner* which despite introducing yet another exciting new face in Tom Courtney as the rebellious young borstal boy with a talent for cross country running, failed to emulate the success of the previous two Woodfall films and while received as a noteworthy and serious contribution to British cinema also marked a turning point in the commercial fortunes of the new wave. Elsewhere the news was even worse. The comedy *Two and Two Make Six*, written and produced by Monja Danichewsky and the directorial debut of Oscar-winning cinematographer Freddie Francis, was met by almost unanimously poor reviews and lost a substantial £53,000,<sup>82</sup> while the crime thriller, *A Prize of Arms*, despite starring Stanley Baker and receiving a positive critical reception, could only muster £43,000 at the box office – less than 50% of Bryanston's distribution guarantee.<sup>83</sup>

In the summer of 1963 Balcon wrote an article in *Kine Weekly* to mark Bryanston's fourth anniversary. Revealingly titled 'It's Been Tough – but we've Survived'<sup>84</sup> – he identified several issues of concern including inflationary costs, a trade recession, the complexity of obtaining finance for independent production, the problem of agreeing dates with the circuits resulting in rather long lead times. But despite this he still asserted his faith in the company's attitude to risk taking, noting that 'many a successful picture in recent years has emerged from a policy of backing subjects which seemed highly problematical at the time, played by actors and actresses whose names were virtually unknown'.<sup>85</sup> Yet the subsequent failure of the productions made in partnership with Seven Arts was to make a mockery of this optimism. Moreover, within a few short months the British film industry was confronting a serious crisis caused by the declining cinema audience and increasing struggle for British features to obtain a proper circuit release. The National Circuit, or Third Release, which comprised an alliance of independent cinemas, had to all intents and purposes ceased to exist by 1963. The loss of a third circuit meant a drop in demand from 156 first features a year to 104 films and given that the British quota in operation was only 30%, the two main circuits were only obliged to exhibit just over 30 films between them. This state of affairs prompted the production crisis of 1963 when a number of independent British films struggled to obtain a release in their own domestic market. Any delays in revenue generation meant that producers were subject to higher interest charges on the loans they had obtained for production, an additional expense they were ill-equipped to absorb.

This crisis directly impacted a number of Bryanston's films, notably *A Place to Go* – Basil Dearden and Michael Relph's East End crime drama featuring Bernard Lee, Mike Sarne and Rita Tushingham; and *Ladies Who Do* – George H. Brown's third Bryanston comedy about a group of char ladies led by Peggy Mount who become embroiled in a financial trading scam. Despite both films being delivered to British Lion in July 1963, *A Place to Go* and *Ladies Who Do* had to wait until the following February and April respectively before being released. The 1963 crisis also hastened the end of the British 'B' movie, a sphere of production that comprised almost 40% of Bryanston's business, and as Terence Kelly et al. indicate, the company's second features, *Dilemma* and *Lunch Hour*, failed to be given circuit releases at all.<sup>86</sup>

This catalogue of failures clearly indicated that the writing was on the wall for Bryanston and in September 1964 Balcon threw in the towel, standing down as



company Chairman in favour of Aubrey Baring with Michael Shipman assuming responsibility as Managing Director.<sup>87</sup> But just four months later, in January 1965, the company and the rights to its back catalogue were sold to the television company, Associated Rediffusion, bringing this interesting, but ultimately ill-fated, experiment in British cooperative independent film-making to an end.

## Conclusion

The profile achieved by Bryanston in the British film industry during the period 1960–1964 is undoubtedly a significant one. As noted above, the company was a major supplier of product to British Lion at a time when the distributor remained closely associated with the fortunes of independent production in Britain. To recap, Bryanston's combined output over a five-year period comprised 17 first features plus another three made under the arrangement with Seven-Arts – the third production being the social satire, *The Wild Affair*, directed by John Krish which was produced in 1963 but not released until two years later, and a further thirteen supporting or 'B' films. In terms of genre, thirteen of these productions were crime dramas (nine of them 'B' films), eleven were dramas (including three 'B's), with eight comedies and one adventure film completing the slate – a profile very much in line with the pattern for low to medium budget British independent production of the period. Of the total Bryanston corpus, 12 films were made by member-producers, including a total of five of the eight films produced during the company's first year of operations. While perhaps lending some weight to Balcon's complaints about the lack of engagement on the part of some of Bryanston's producer-members, this nevertheless suggests a healthy level of support for the wider independent sector over the five years in which the company was active.

But Bryanston's demise is also symptomatic of the transformations that were impacting on the wider industry by 1963–1964. Contemporary discussion of the production crisis continually pointed out that the cinema circuits – and audiences – were increasingly shunning low-budget productions in favour of more glossy fare. This coincided with the expansion in American financing of British films, which was also driving up budgets and production values, making it increasingly harder for the kind of low budget production – filmed in black and white and set predominantly in the present day – that was Bryanston's stock in trade to compete. This limitation was something that concerned Balcon from the outset, hence his enthusiasm for initiatives that created opportunities for more ambitious projects to be considered. Yet even within this sphere, the level of ambition and innovation lagged behind that being displayed by the early Bond films like *Dr No* and *From Russia with Love* or by Woodfall's *Tom Jones* – and the rapid failure of both Pax and Bryanston-Seven Arts is very telling. The loss of *Tom Jones* to United Artists reinforces the gravity of this situation.

Echoing Balcon's own judgement, it was this combination of the increase in American finance – able and prepared to provide 100% of budgets, coupled with the difficulty of obtaining adequate releases for independent films in Britain that was ultimately to lead to Bryanston's demise. The delays in exhibition (and thus the generation of revenue) put pressure on repayment agreements with the bank

which had to be made with 18 months. Moreover, when films were eventually released, they had to share the bill as double features which also had a detrimental impact on revenue. The structural problems alluded to by Balcon were also instrumental in Maxwell Setton's decision to leave Bryanston in the summer of 1962.<sup>88</sup> And significantly, the other salient issue was the opportunity afforded to Setton to succeed his old partner, Mike Frankovich, as the head of European production for Columbia. During his tenure at the studio, Setton subsequently oversaw the production of a number of highly successful films such as *A Man for All Seasons*, *Georgy Girl*, *To Sir With Love*, *The Taming of the Shrew* and *Oliver!* The difference between most of these productions and the kinds of films made by Bryanston is immediately striking.

But while industrial change was undoubtedly a major factor in Bryanston's fortunes, questions also need to be asked about the intrinsic box office appeal of the company's output. What is striking is how old-fashioned many of the films seemed even at the time, with the heavy reliance on ex-Ealing personnel – Basil Dearden, Michael Relph, Charles Frend, Charles Crichton, Alexander Mackendrick, Monja Danichewsky, Leslie Norman and Pat Jackson – carrying over to the subject matter and its treatment in several productions.<sup>89</sup> If Ealing defined an earlier era, Bryanston increasingly felt out of step with the society at large. This is borne out by the key commentators on the period. Alexander Walker argues that *The Battle of the Sexes*, *The Boy Who Stole a Million*, *Light Up the Sky*, *Cone of Silence* and *Spare the Rod* demonstrated 'the depressing gravitational pull of traditional cosiness, understatement and easy sentiment: they were all acquiescent films, not anxious to assert an alternative to contemporary behaviour or affront the comfortable prejudices of their likely audiences'.<sup>90</sup> Even within the realm of low-budget genre production, Bryanston were arguably less innovative than some of their competitors. Charles Barr suggests that a comparison with Hammer Films is instructive as the latter company's unashamedly commercial focus on a mixture of horror, psychological thrillers and adventure films – often made with the involvement of Hollywood studios Universal or Columbia – proved lucrative at exactly the same time that Bryanston and the other British Lion satellites were struggling.<sup>91</sup> At the same time, developments in television are also important as the growth of drama production – including single dramas, series and serials – shot on single camera with 35 mm film was increasingly proving more popular than the low budget and 'B' movie films associated with Bryanston. Some of this was even being made by former Bryanston members such as Julian Wintle and Albert Fennel, both of whom produced *The Avengers*, while a number of veteran directors whose work for Bryanston was firmly rooted in the aesthetic conventions of the past found a new creative lease of life in modish television drama, among them John Gilling, Crichton, Jackson and Frend.

Nothing else in the Bryanston catalogue came close to the epoch-defining excitement generated by the Woodfall films, with *Saturday Night and Sunday Morning* and *A Taste of Honey* proving to be the company's stand out success stories. While there was a clear attempt to engage with the tensions and conflicts that marked contemporary society – something that unites films like *Spare the Rod*, *The Small World of Sammy Lee*, *The Girl in the Headlines* and *A Place to Go*, these failed to capture the level of epoch-defining excitement generated by the 'new wave'. It is also salient that Tony Richardson and John Osborne, who were in their early

thirties, were considerably younger than their fellow Bryanston board members.<sup>92</sup> And of the original board, only Norman Priggen was in the early stages of a producing career that would subsequently blossom via a close association with Joseph Losey, beginning with *The Servant* in 1963. But even the shining light of northern working-class realism brought to Bryanston by Richardson and Osborne quickly burnt out, and by 1963, the new wave was being eclipsed by a more irreverent, cosmopolitan and colourful kind of film-making in chime with a changing society that would coalesce into the wider cultural phenomenon of ‘swinging London’. Once again Woodfall proved to be at the cutting edge, with *Tom Jones* one of the films that marked this shift. Indeed, the contrast between this film and *Sammy Going South* – in terms of story concept, direction, style and reception – crystallizes Bryanston’s ultimate inability to move with the times. The company’s final two features were notably influenced by the changing social mores that would herald in the ‘Swinging Sixties’. *The Wild Affair* features Nancy Kwan as a young office girl who is having doubts about her impending marriage. Kwan was dressed by Mary Quant and her character undergoes a makeover involving a new hairstyle by Vidal Sassoon. *The System*, directed by a 28-year-old Michael Winner, revolves around the exploits of Oliver Reed’s handsome but manipulative young photographer seducing wealthy female holiday-makers in his seaside town. But neither film made a significant impact – indeed *The Wild Affair* was another production delayed by the 1963 crisis – and by the time *The System* was released in September 1964, Bryanston’s fated had effectively been sealed.

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## Notes

1. Terence Kelly, Graham Norton, and George Perry, *A Competitive Cinema* (London: IEA, 1966), 30–1.
2. *Ibid.*, 29.
3. Douglas Collins, *A Nose for Money: How to Make a Million* (London: Michael Joseph, 1963), 238.

4. John Champ, 'The British Production Scene: It Was an Umbrella Year', *Kine Weekly*, December 14, 1961.
5. See Sally Dux, 'Allied Film Makers: Crime, Comedy and Social Concern', *The Journal of British Cinema and Television* 9, no. 2 (2012): 198–213.
6. Michael Balcon, *Michael Balcon Presents ... A Lifetime in Films* (London: Hutchison, 1969).
7. Sue Harper and Vincent Porter, *British Cinema of the 1950s: The Decline of Deference* (Oxford: OUP, 2003), 177.
8. Setton interviewed by Walker 12 August 1971, quoted in Walker, *Hollywood, England*, 72.
9. Memo from Hal Mason to Michael Balcon, 13 March 1959, MEB 1857 I/237.
10. Various correspondence, MEB 1857 I/236 The connection between the failure of the deal with ABPC and the formation of Bryanston is confirmed in correspondence between Balcon and agent Christopher Mann, August 1960, MEB 1950.
11. Minutes of the Inaugural meeting of United Producers, 26 February 1959, MEB 1959, I/239.
12. Letter from G.C. Wheatley (Bryanston secretary) to Hal Mason at Michael Balcon Films, 7 July 1959, MEB 1959 I/240 b.
13. Minutes of meeting of United Producers, 17 March 1959, MEB 1959, I/239.
14. Circular letter from company secretary Gerry Wheatley to all members, 20 March 1959, MEB 1959 I/240 d. No clear reason was given for the rejection of the original name by the Register of Companies.
15. MEB 1959, I/239.
16. *Daily Express*, April 14, 1959.
17. Letters from Maxwell Setton to John Davis and Philip Warter, 14 April 1959, MEB 1959 I/240 a.
18. MEB 1959 I/240 a.
19. Secured by an agreement of 22 July 1959, MEB 1936J/7 b.
20. MEB 1959 I/240 c.
21. Michael Balcon, *Michael Balcon Presents ...*, 195.
22. Setton interviewed by Walker 12 August 1971, quoted in Walker, *Hollywood, England*, 73.
23. Letter from Michael Balcon to Walker, 15 February 1972, quoted in Walker, *Hollywood, England*, 73.
24. See Dux, 'Allied Film Makers'.
25. Correspondence between Maxwell Setton and Basil Dearden, November 1959, MEB 1959 I/240 c.
26. MEB 1959 I/240 b.
27. In a memo to Setton of 30 June 1961 Balcon notes that 'there should be a recognition from everybody concerned that they cannot get substantial high-power service on a more or less voluntary basis.' MEB 1936J/7 a.
28. Letter from Balcon to Setton indicating some areas of concern including the problems of getting the Bryanston name associated with product – such as *The Entertainer*, 17 September 1959, MEB 1959 I/240 c.
29. Letter from Maxwell Setton to David Kingsley, 7 April 1960, MEB 1967J/42.
30. Exchange of memos between Maxwell Setton and Jack Worrow, August 1960, MEB 1967J/42 a.

31. Letter from Maxwell Setton to David Kingsley, 11 November 1960, MEB 1967J/42 b.
32. Memo from Michael Balcon to Maxwell Setton, 14 August 1961, MEB 1936J/7 a.
33. Minutes of meeting of Bryanston, 12 June 1959, MEB 1959 I/239.
34. Letter from Balcon to Lord Archibald, Federation of British Film Makers, 30 June 1959, MEB 1956 I/235.
35. Bryanston company accounts to 30 April 1960, MEB 1967J/42 e.
36. Letter from Balcon to A E (Dick) Harmel at Schlesingers. 11 March 1960, MEB 2007J/85.
37. Bryanston company accounts to 30 April 1961, MEB 1967J/42 b.
38. Figures from Bryanston Summary of Earnings for 31 August 1962, MEB 1957J/32.
39. Walker, *Hollywood, England*, 73–4.
40. Finance agreement between Prometheus Films and Film Finances dated 24 July 1959, Film Finances file on *The Battle of the Sexes*.
41. Film Finances file on *The Entertainer*.
42. Revenue statement for 31 May 1961, Film Finances file on *Cone of Silence*.
43. Film Finances file on *Light Up the Sky*.
44. Bryanston earnings statement, October 1963, MEB 1957J/33B.
45. Ibid. A revenue statement dated 31 May 1961 for *Cone of Silence* noted total net earnings of £38,357 which resulted in a loss of £25,000. Film Finances file for *Cone of Silence*.
46. Revenue statement for *The Boy Who Stole a Million* 31 October 1965. This indicates that the film made a loss of £47,098. Film Finances file on *The Boy Who Stole a Million*.
47. Report from John Croydon to Robert Garrett, 24 January 1960, Film Finances file on *The Boy Who Stole a Million*.
48. Agreement between Film Finances and Fanfare Films, 27 January 1960, Film Finances file on *The Boy Who Stole a Million*.
49. For details see Sarah Street, 'Film Finances and the British New Wave', *The Historical Journal of Film, Radio and Television* 34, no. 1 (2014): 23–42.
50. Circular to all Bryanston members, 19 October 1969, MEB 1959 I/240 c.
51. Letter from Balcon to Setton, 17 May 1960, MEB 1967J/42.
52. Revenue statement for 31 October 1965, Bryanston shared £3461 and British Lion £3378 of the loss. Film Finances file on *The Entertainer*.
53. Kelly et al., *A Competitive Cinema*, 32.
54. Internal Bryanston memo, 9 March 1960, MEB 1967J/42 c.
55. Letter from Tony Richardson to Film Finances, 16 December 1960, Film Finances file on *Saturday Night and Sunday Morning*.
56. Letter from Balcon to Setton, 17 September 1959, MEB 1959 I/240 c.
57. Letter from Setton to Eliot Hyman of Seven Arts in New York, 17 November 1961, MEB 1936J/7 a.
58. Film Finances file on *Double Bunk*.
59. Memo from Balcon to Setton, 5 July 1961, MEB 1936J/7 a.
60. Memo from Balcon to Setton, April 1961, MEB 1936J/7a.
61. Memo from Balcon to Setton, 10 July 1961, MEB 1936J/7 a.
62. MEB 1936 J7/a.
63. MEB 1936 J7/a.

64. Memo outlining Bryanston's servicing deal with Albion Film Distributors. 21 March 1961, MEB 1936J/7 a.
65. Series of letters between Maxwell Setton and Lloyds Bank, February 1960, MEB 1967J/42.
66. Letter from Michael Balcon to A E (Dick) Harmel at Schlesingers. 11 March 1960, MEB 2007J/85.
67. Pax Films, Memorandum of Agreement, 8 August 1960, MEB 2013J/94.
68. Minutes of formation meeting of Pax Films, 14 December 1960, MEB 2013J/94.
69. *The Day the Earth Caught Fire*, Film Finances File. Val Guest Productions invested £7500 in the film.
70. Royalty Statement 30 April 1973, Film Finances file on *The Day the Earth Caught Fire*.
71. Memo outlining the new Bryanston Seven Arts Scheme, 20 April 1961. The final version of the Bryanston Seven Arts Scheme is dated November 1961. MEB 1956J/31.
72. Balcon had unsuccessfully submitted *The Moabite*, a project based on the biblical story of Ruth, for consideration by Bryanston in August 1959.
73. Alexander Walker, *Hollywood, England*, 133.
74. Maxwell Setton, BECTU History Project, 5 April 1991, Interview with John Leeard.
75. Pax Board meeting, 19 June 1962, MEB – 1998J/76 b.
76. Michael Balcon, *Michael Balcon Presents ...*, 198.
77. Film Finances contract.
78. A colour production of *Macbeth*, to be directed by George Schaeffer and budgeted at £160,000 had been offered to Bryanston by British Lion who were guaranteeing £25,000. While initially approved, the commitment was subsequently withdrawn when BL refused to include Bryanston in the credits and advertising. Internal memo, 19th May 1960 MEB 1967J/42 c.
79. See Philip Kemp, *Lethal Innocence: The Cinema of Alexander Mackendrick*, (London: Methuen, 1991), 176–7.
80. *Ibid.*, 187.
81. Revenue statement, 31 December 1965, Film Finances file on *The Small World of Sammy Lee*.
82. To rub salt into the wound, *Strongroom*, the B film that went out in a double bill with *Two and Two Make Six* received some very positive reviews, with some noting its superiority to the main attraction. Bryanston Earnings to October 1963, MEB 1957J/33b.
83. *Ibid.*
84. Michael Balcon, 'It's Been Tough – but we've survived', *Kine Weekly*, July 25, 1963.
85. *Ibid.*, 25.
86. Terence Kelly, Graham Norton and George Perry, *A Competitive Cinema*, 35.
87. *Kine Weekly*, September 3, 1964, 3.
88. Maxwell Setton, BECTU History Project, 5 April 1991. Interview by John Leeard.
89. Charles Barr notes that the Bryanston set up had much in common with that of Balcon's former company two decades earlier: 'The board of film-makers discussing each other's projects seemed to recreate Ealing's famous round table.

The London office of the company even had at its door the commissionaire from Ealing', *Ealing Studios*, 221.

90. Alexander Walker, *Hollywood, England*, 74.
91. Moreover, Barr notes that several of the directors who made films for Bryanston – such as Freddie Francis, John Gilling, Vernon Sewell and Don Sharp – all worked on more interesting or financially successful films for other companies such as Hammer, *Ealing Studios*.
92. The majority of the Bryanston board members were born between 1909 (Setton, Frennd) and 1915 (Relph).

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#### Notes on contributor

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