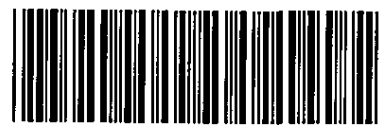


Johnson Group Management Services Limited
Company Number 00019418

Report and Financial Statements
For the year ended 31st December 2007

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COMPANIES HOUSE

Johnson Group Management Services Limited

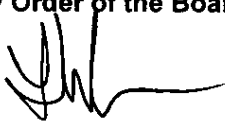
Notice is hereby given that the Annual General Meeting of the Shareholders of Johnson Group Management Services Limited will be held at the Registered Office, Johnson House, Preston Brook, on 17th April 2008

The business of the meeting will be

- To receive the report of the Directors and to adopt the Financial Statements for the year ended 31st December 2007
- To reappoint a Director retiring under the Articles of Association
- To transact any other business which may be transacted at an Annual General Meeting

A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him and such a proxy need not be a member

By Order of the Board



Y M Monaghan
SECRETARY

6th March 2008

Johnson House
Abbots Park
Preston Brook
CHESHIRE

Johnson Group Management Services Limited

DIRECTORS' REPORT

Directors

T J Morris BA, ACA
Y M Monaghan BSc, FCA
J B Johnstone BA, FCA

Secretary

Y M Monaghan BSc, FCA

Registered Office

Johnson House
Abbots Park
Monks Way
Preston Brook
Cheshire WA7 3GH

Johnson Group Management Services Limited

DIRECTORS' REPORT

The Directors present their annual report and the financial statements for the year ended 31st December 2007

Activities and Business Review

The Company has not traded during the year ended 31st December 2007. The Directors consider the financial position of the Company at 31st December 2007 to be satisfactory.

Directors

The Directors of the Company, who are listed on page 2, held office throughout the year, with the exception of James Henry Wilkinson, who resigned on 31st August 2007, Charles Skinner who was appointed to the Board on 31st August 2007 and resigned on 28th December 2007 and Timothy James Morris, who was appointed to the Board on 28th December 2007. Dennis Albert Hargreaves, Martin Frederick Gregson and Stephen Anthony McKeever resigned on 29th June 2007, 31st August 2007 and 31st October 2007 respectively. In accordance with the Articles of Association, Timothy James Morris retires and, being eligible, offers himself for reappointment.

Auditors

The Company has, by special resolution, resolved that auditors should not be appointed.

Elective Resolutions

The Company has passed elective resolutions to dispense with the holding of Annual General Meetings, the laying of the report and accounts before the Company and the obligation to appoint auditors annually.

Johnson Group Management Services Limited

DIRECTORS' REPORT

Statement of Directors' Responsibilities

Company law requires the Directors to prepare financial statements for each financial period that give a true and fair view of the state of affairs of the Company and of its profit or loss for that period. The Directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the Company will continue in business.

The Directors confirm that suitable accounting policies have been used and applied consistently for all periods presented. They also confirm that reasonable and prudent judgments and estimates have been made in preparing the financial statements for the period ended 31st December 2007 and that applicable accounting standards have been followed.

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and to 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.

Each of the Directors at the date of this report confirms that

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the Director has taken all the steps that he/she ought to have taken as a director to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s234ZA of the Companies Act 1985.

By order of the Board



Y M Monaghan
SECRETARY
6th March 2008

Johnson Group Management Services Limited

Balance Sheet

As at 31st December 2007

	Note	2007 £'000	2006 £'000
NON-CURRENT ASSETS			
Debtors Amounts falling due after one year from Group companies		<u>50</u>	<u>50</u>
CURRENT ASSETS			
Debtors Amounts falling due within one year from Group companies		<u>14</u>	<u>14</u>
NET ASSETS		<u>64</u>	<u>64</u>
CAPITAL AND RESERVES			
Called-up share capital	4	50	50
Share premium account		14	14
EQUITY SHAREHOLDERS' FUNDS		<u>64</u>	<u>64</u>

For the year ended 31st December 2007 the Company was entitled to exemption under section 249AA(1) of the Companies Act 1985

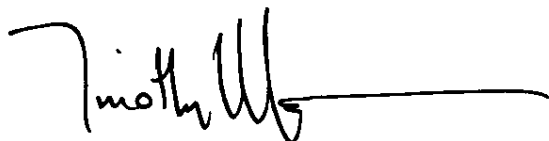
No members have required the Company to obtain an audit of its accounts for the year in question in accordance with section 249B(2)

The Directors acknowledge their responsibility for

- Ensuring the Company keeps accounting records which comply with section 221,
- Preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company

The notes on page 6 form an integral part of the Financial Statements

The Directors' Report and Financial Statements on pages 5 and 6 were approved by the Board of Directors on 6th March 2008 and signed on its behalf by



T J Morris
DIRECTOR

Johnson Group Management Services Limited

Notes to the accounts As at 31st December 2007

1 ACCOUNTING POLICY

Basis of Accounting

The financial statements have been prepared under the historical cost convention and in accordance with International Financial Reporting Standards (IFRS) as endorsed by the European Union issued by the International Accounting Standards Board (IASB), with the Interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC) of the IASB that are effective as of the balance sheet date and with those parts of the Companies Act 1985 applicable to companies reporting under IFRS

2. REVENUE AND PROFIT BEFORE TAXATION

There was no revenue or profit for the year

3 DIRECTORS AND EMPLOYEES

The Company had no employees other than the Directors, who are listed on page 2, and who received no remuneration from the Company

4. CALLED UP SHARE CAPITAL

At 31st December 2007 & 31st December 2006

	Authorised No.	£'000	Allotted, Called-Up and Fully Paid No	£'000
Ordinary Shares of £1 each	50,000	50	50,000	50

5. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The Company's ultimate parent undertaking, which is the parent undertaking of the smallest and largest group to consolidate these financial statements and controlling party is Johnson Service Group PLC. Copies of the Parent's consolidated Financial Statements may be obtained from The Secretary, Johnson Service Group PLC, Johnson House, Abbots Park, Monks Way, Preston Brook, Cheshire WA7 3GH