Report and Financial Statements

Year Ended

31 March 2004





Annual report and financial statements for the year ended 31 March 2004

Contents

Page:

1 Report of the directors

Report of the independent auditors

5 Profit and loss account

6 Balance sheet

7 Notes forming part of the financial statements

Directors

R Newell

L J Austen

Secretary and registered office

D Pennington, St Florian House, Milton Road, Wokingham, Berkshire, RG40 1EN

Company number

1290711

Auditors

BDO Stoy Hayward LLP, Park House, 102-108 Above Bar, Southampton, SO14 7NH

Report of the directors for the year ended 31 March 2004

The directors present their report together with the audited financial statements for the year ended 31 March 2004.

Results

The profit and loss account is set out on page 5 and shows the profit for the year.

Principal activities

The company's principal activity continued to be the provision of office cleaning services.

Directors

The directors of the company during the year were:

R Newell

L J Austen

No director had any beneficial interest in the share capital of the company. L J Austen has an interest of 25,002 ordinary shares in the ultimate holding company.

Directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which 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 year. 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 and;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which 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.

Auditors

On 31 December 2003, BDO Stoy Hayward, the company's auditors, transferred its business to BDO Stoy Hayward LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000. Accordingly BDO Stoy Hayward resigned as auditors on that date and the directors appointed BDO Stoy Hayward LLP as its successor. A resolution to re-appoint BDO Stoy Hayward LLP as auditors will be proposed at the next annual general meeting.

Report of the directors for the year ended 31 March 2004 (Continued)

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

By order of the board

D Pennington

Secretary

10 th Argust 2004

Report of the independent auditors

To the shareholders of Arundel Office Cleaning Services Limited

We have audited the financial statements of Arundel Office Cleaning Services Limited for the year ended 31 March 2004 on pages 5 to 12 which have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002) and under the accounting policies set out on pages 7 to 8.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom 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.

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 with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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.

Report of the independent auditors (Continued)

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 March 2004 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

BDO STOY HAYWARD LLP

Chartered Accountants

and Registered Auditors

Southampton

21 sortentes 2004.

Profit and loss account for the year ended 31 March 2004

	Note	2004 £	2003 £
Turnover	2	613,644	693,686
Cost of sales		497,472	545,724
Gross profit		116,172	147,962
Administrative expenses		104,456	114,578
Operating profit	3	11,716	33,384
Other interest receivable and similar income		4,325	3,218
Profit on ordinary activities before taxation		16,041	36,602
Taxation on profit on ordinary activities	5	1,711	6,152
Profit on ordinary activities after taxation		14,330	30,450
Dividends		-	10,000
Retained profit		14,330	20,450
Retained profit brought forward		282,532	262,082
Retained profit carried forward		296,862	282,532

Balance sheet at 31 March 2004

	Note	2004 £	2004 £	2003 €	2003 £
Fixed assets				-	
Tangible assets	7		31,107		39,544
Current assets					
Stocks		3,178		2,844	
Debtors	8	78,905		96,746	
Cash at bank and in hand		273,888		242,999	
					
		355,971		342,589	
Creditors: amounts falling due withi one year	n 9	89,616		99,102	
Net current assets		•	266,355		243,487
Total assets less current liabilities			297,462		283,031
Provision for liabilities and charges	10		500		399
			296,962		282,632
Capital and reserves					
Called up share capital	11		100		100
Profit and loss account			296,862		282,532
Oh anah aldamet 6 m. J-			206.062		202 (22
Shareholders' funds			296,962		282,632
					2.774.2

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and the Financial Reporting Standard for Smaller Entities (effective June 2002)

The financial statements were approved by the Board on

R Newell **Director**

The notes on pages 7 to 12 form part of these financial statements.

Notes forming part of the financial statements for the year ended 31 March 2004

1 Accounting policies

The financial statements have been prepared under the historical cost convention. The following principal accounting policies have been applied:

Cash flow statement

The company has taken advantage of the exemption conferred by the Financial Reporting Standard for Smaller Entities (effective June 2002) not to prepare a cash flow statement.

Depreciation

Depreciation is provided to write off the cost or valuation, less estimated residual values, of all tangible fixed assets, except for investment properties and freehold land, over their expected useful lives. It is calculated at the following rates:

Other fixed assets

15% - 25% on written down value

Goodwill

Goodwill represents the excess of cost of acquisition over the fair value of separable net assets acquired. Goodwill is amortised through the profit and loss account in equal instalments over its estimated useful life.

Turnover

Turnover represents sales to external customers at invoiced amounts less value added tax or local taxes on sales.

Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is based on the cost of purchase on a first in, first out basis. Net realisable value is based on estimated selling price less additional costs to completion and disposal.

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- deferred tax is not recognised on timing differences arising on revalued properties unless the company has entered into a binding sale agreement and is not proposing to take advantage of rollover relief; and
- the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances arising from underlying timing differences in respect of tax allowances on industrial buildings are reversed if and when all conditions for retaining those allowances have been met.

Deferred tax balances are not discounted.

Notes forming part of the financial statements for the year ended 31 March 2004 (Continued)

1 Accounting policies (continued)

Pensions

Contributions to the company's defined contribution pension scheme are charged to the profit and loss account in the year in which they become payable. The assets of the scheme are held separately from those of the company in an independently administered fund.

2 Turnover

Turnover arises solely within the United Kingdom.

3 Operating profit

	This is arrived at after charging:	2004 £	2003 £
	Depreciation of tangible fixed assets	9,044	10,272
4	Directors' remuneration	2004 £	2003 £
	Aggregate emoluments and pension contributions	44,828	44,110

There was 1 director in the company's defined contribution pension scheme during the year (2003: 1).

Notes forming part of the financial statements for the year ended 31 March 2004 (Continued)

5	Taxation on profit on ordinary activities	2004	2003
		£	£
	Current tax Tax on profits of the year Adjustment in respect of previous periods	1,681 (71)	5,773
	Total current tax	1,610	5,773
	Deferred tax Origination and reversal of timing differences	101	379
	Taxation on profit on ordinary activities	1,711	6,152
6	Intangible assets		Purchased goodwill
	Cost or valuation At 1 April 2003 and 31 March 2004		£ 32,335
	Amortisation At 1 April 2003 and 31 March 2004		32,335
	Net book value At 31 March 2003 and 31 March 2004		_

Notes forming part of the financial statements for the year ended 31 March 2004 (Continued)

7 Tangible fixed assets

	Other tangible fixed assets £
Cost	
At 1 April 2003 Additions	95,460 607
At 31 March 2004	96,067
Depreciation	
At 1 April 2003 Provided for the year	55,916 9,044
At 31 March 2004	64,960
Net book value	
At 31 March 2004	31,107
At 31 March 2003	39,544
Debtors 2004	4 2003
	£ £
Trade debtors 75,755	93,682
Other debtors 3,150	3,064
78,905	96,746

All amounts shown under debtors fall due for payment within one year.

Notes forming part of the financial statements for the year ended 31 March 2004 (Continued)

9	Creditors: amounts falling due within one	year			
				2004 £	2003 £
	Trade creditors			_	753
	Amounts owed to group undertakings			11,103	6,103
	Corporation tax			1,681	5,773
	Other taxation and social security			40,314	43,280
	Other creditors			36,518	43,193
				89,616	99,102
					
10	Provision for liabilities and charges				
					Deferred
					taxation £
	At 1 April 2003				399
	Charged in year				101
	At 31 March 2004				500
	At 31 Major 2004				
	Deferred taxation			2004	2002
				2004 £	2003 £
	Accelerated capital allowances			500	399
				_	
11	Share capital				
			Authorised		ed, called up nd fully paid
		2004	2003	2004	2003
		£	£	£	£
	100 Ordinary shares of £1 each	100	100	100	100
				_	=

12 Pensions

The pension charge amounted to £5,400 (2003: £5,400). There were no outstanding or prepaid contributions at either the beginning or end of the financial year.

Notes forming part of the financial statements for the year ended 31 March 2004 (Continued)

13 Related party disclosures

Controlling parties

The company is controlled by A A I Myers-MacLeod, who owns a majority of the ultimate holding company's shares.

Related party transactions and balances

The balance shown as "amounts owed to group undertakings" in note 9 is payable to the company's parent, Courtyard Services Limited.

14 Ultimate parent company and parent undertaking of larger group

The ultimate parent company is Juana Limited, a company registered in England and Wales. The immediate parent company is Courtyard Services Limited, a company also registered in England and Wales.