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Company Registration No. 1945988 (England and Wales)

CLIENTCARE GROUP LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2002



CLIENTCARE GROUP LIMITED

COMPANY INFORMATION

Directors	R C Brooks J B Brooks
Secretary	J B Brooks
Company number	1945988
Registered office	243 Whitehorse Road Croydon Surrey CR0 2HQ
Auditors	Bryden Johnson & Co Kings Parade, Lower Coombe Street Croydon Surrey CR0 1AA

CLIENTCARE GROUP LIMITED

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CLIENTCARE GROUP LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 AUGUST 2002

The directors present their report and financial statements for the year ended 31 August 2002.

Principal activities

The principal activity of the company continued to be that of providing cleaning services. The company did not trade during the year.

Directors

The following directors have held office since 1 September 2001:

R C Brooks
J B Brooks

Directors' interests

The directors' interests in the shares of the company were as stated below:

	Ordinary shares of £ 1 each	
	31 August 2002	1 September 2001
R C Brooks	2,942	2,942
J B Brooks	2,942	2,942

Auditors

Bryden Johnson & Co were appointed auditors to the company and in accordance with section 385 of the Companies Act 1985, a resolution proposing that they be re-appointed will be put to the Annual General Meeting.

Directors' responsibilities

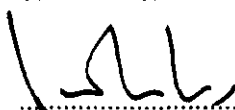
Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- 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.

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

On behalf of the board



J B Brooks

Director

03/01/03

CLIENTCARE GROUP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF CLIENTCARE GROUP LIMITED

We have audited the financial statements of Clientcare Group Limited on pages 3 to 7 for the year ended 31 August 2002. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

Respective responsibilities of the directors and auditors

As described in the statement of directors' responsibilities on page 1 the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

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.

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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 August 2002 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.


Bryden Johnson & Co

Chartered Accountants
Registered Auditor

3 January 2003

Kings Parade, Lower Coombe Street
Croydon
Surrey
CR0 1AA

CLIENTCARE GROUP LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 AUGUST 2002

	Notes	2002 £	2001 £
Operating loss		-	-
Investment income	2	234,080	300,960
Profit on ordinary activities before taxation		234,080	300,960
Tax on profit on ordinary activities	3	-	-
Profit on ordinary activities after taxation		234,080	300,960
Dividends		(234,080)	(300,960)
Retained loss for the year		-	-

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

CLIENTCARE GROUP LIMITED

BALANCE SHEET AS AT 31 AUGUST 2002

	Notes	2002 £	£	2001 £	£
Fixed assets					
Investments	4		2,393		2,393
Current assets					
Debtors	5	5,967		5,967	
Net current assets			5,967		5,967
Total assets less current liabilities			8,360		8,360
Capital and reserves					
Called up share capital	6		8,360		8,360
Shareholders' funds - equity interests	7		8,360		8,360

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board on 03/01/03.


J B Brooks
Director


R C Brooks
Director

CLIENTCARE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2002

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Compliance with accounting standards

The accounts have been prepared in accordance with applicable accounting standards.

1.3 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.4 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

1.5 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertaking comprise a small-sized group. The company has therefore taken advantage of the exemptions provided by section 248 of the Companies Act 1985 not to prepare group accounts.

2 Investment income

2002

2001

£

£

Income from shares in group undertakings

234,080

300,960

3 Taxation

Current tax charge

-

-

Factors affecting the tax charge for the year

Profit on ordinary activities before taxation

234,080

300,960

Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 0.00% (2001 : 0.00%)

-

-

Effects of:

Current tax charge

-

-

On the basis of these financial statements no provision has been made for corporation tax.

CLIENTCARE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2002

4 Fixed asset investments

Shares in
group
undertakings
and
participating
interests
£

Cost

At 1 September 2001 & at 31 August 2002

2,393

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or incorporation	Class	Shares held %
Subsidiary undertakings			
Clientcare Cleaning Limited	England	Ordinary	100

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and reserves	Profit for the year
Clientcare Cleaning Limited	341,474	8,717

5 Debtors

2002
£

2001
£

Amounts owed by group undertakings and undertakings in which the company has a participating interest

5,967

5,967

6 Share capital

2002
£

2001
£

Authorised

15,000 Ordinary shares of £ 1 each

15,000

15,000

Allotted, called up and fully paid

8,360 Ordinary shares of £ 1 each

8,360

8,360

CLIENTCARE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2002

7	Reconciliation of movements in shareholders' funds	2002 £	2001 £
	Profit for the financial year	234,080	300,960
	Dividends	(234,080)	(300,960)
		<hr/>	<hr/>
	Net depletion in shareholders' funds	-	-
	Opening shareholders' funds	8,360	8,360
		<hr/>	<hr/>
	Closing shareholders' funds	8,360	8,360
		<hr/>	<hr/>

8 Control

The ultimate controlling party is R C and J B Brooks directors of the company.