Report and Financial Statements

31 December 2002

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COMPANIES HOUSE 21/07/08

REPORT AND FINANCIAL STATEMENTS 2002

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DIRECTORS' REPORT

The directors present their annual report and the non-audited financial statements for the year ended 31 December 2002.

REVIEW OF THE BUSINESS

The company has been dormant within the meaning of Section 249AA of the Companies Act 1985 throughout the year. It is anticipated that the company will remain dormant for the foreseeable future.

PROFIT AND LOSS ACCOUNT

No profit and loss account is presented with these financial statements because the company has not received income, incurred expenditure or recognised any gains or losses during either the year under review or the preceding accounting period. There have been no movements in shareholders' funds during the year under review or the preceding accounting period.

DIRECTORS

The directors who served during the year and at the date of this report were as follows:

T W Benson

(Chairman).

S R Puckett

DIRECTORS' INTERESTS

The directors held no interests in the shares of the company or any other group company other than Michael Page International plc; these interests are disclosed in the financial statements of that company.

Approved by the Directors and signed on their behalf

R McBride Secretary

2003

BALANCE SHEET 31 December 2002

| | Note | 2002 £'000 | 2001 £'000 |
|--|------|---------------|---------------|
| CREDITORS: amounts falling due within one year | | | |
| Amounts owed to group undertakings | | (186) | (186) |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | (186) | (186) |
| CAPITAL AND RESERVES | | | |
| Called up share capital | 3 | - | - |
| Profit and loss account | | (186) | (186) |
| EQUITY SHAREHOLDERS' DEFICIT | | (186) | (186) |

The annual accounts have not been audited because the company is entitled to the exemption provided by Section 249AA(1) of the Companies Act 1985 relating to dormant companies and its members have not required the company to obtain an audit of these accounts in accordance with s249B(2).

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records that comply with Section 221 of the Companies Act 1985. The directors also acknowledge their responsibilities for preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with Section 226 of the Companies Act 1985, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the Board of Directors on (5 July)

2003.

Signed on behalf of the Board of Directors

S R Puckett

Director

NOTES TO THE ACCOUNTS Year ended 31 December 2002

1. ACCOUNTING POLICY

The financial statements are prepared in accordance with applicable accounting standards. The particular accounting policy adopted by the director is described below.

Accounting convention

The accounts have been prepared under the historical cost convention.

2. PROFIT AND LOSS ACCOUNT

No profit and loss account is presented with these financial statements because the company has not received income, incurred expenditure or recognised any gains or losses during either the year under review or the preceding accounting period. There have been no movements in shareholders' funds during the year under review or the preceding accounting period. The directors received no remuneration in respect of their services to the company in 2002 (2001 – £nil).

3. CALLED UP SHARE CAPITAL

| | 2002 £ | 2001 £ |
|---|-----------|-----------|
| Authorised, allotted, called up and fully paid: 1,000 ordinary shares of 10p each | 100 | 100 |

4. COMMITMENTS AND CONTINGENT LIABILITIES

VAT group registration

As a result of group registration for VAT purposes, the company is contingently liable for VAT liabilities arising in other companies, within the VAT group which at 31 December 2002 amounted to £3,439,929 (2001 - £4,772,515).

5. RELATED PARTY TRANSACTIONS

The company is taking advantage of the exemption granted by paragraph 3(c) of Financial Reporting Standard No. 8 "Related Party Disclosures" not to disclose transactions with group companies which are related parties.

6. ULTIMATE PARENT COMPANY

The immediate parent company is Michael Page UK Limited and the accounts of the company are also included within the group accounts of Michael Page International plc, the ultimate parent company incorporated in Great Britain. Copies of these group accounts are available from The Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.