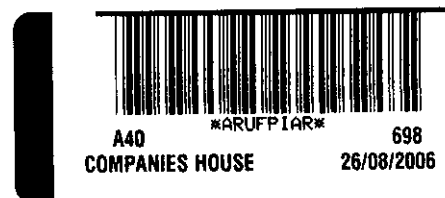


Newfield Care Limited

**Directors' report and financial
statements**

Registered number 2090431

30 April 2006



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Directors' report

The directors present their annual report and the audited financial statements for the year ended 30 April 2006.

Principal activities

Historically, the company's principal activity was the provision of residential accommodation, nursing and related services to the elderly and infirm, as a registered nursing home. The nursing home closed on 27 April 2001 and the company has since been dormant.

Directors and directors' interests

The directors who held office during the year were as follows:

JA Hayfield
BW Newman
J Harrison
PE Jones
A White

The directors who held office at the end of the financial year had the following interests in the shares of the company, as recorded in the register of directors' share interests:

		Interest at beginning and end of year
JA Hayfield	£1 ordinary shares	15
BW Newman	£1 ordinary shares	5
J Harrison	£1 ordinary shares	5

None of the other directors who held office at the end of the financial year had any disclosable interest in the shares of the company.

Statement of disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

A resolution for the reappointment of KPMG LLP as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

By order of the board


SR Hart
Secretary

Newfield House
5 Fleet Street
Lytham St Annes
Lancashire
FY8 2DQ
16 / 8 / 2006

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards.

The financial statements are required by law to 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



KPMG LLP

Edward VII Quay
Navigation Way
Preston
PR2 2YF
United Kingdom

Independent auditor's report to the members of Newfield Care Limited

We have audited the financial statements of Newfield Care Limited for the year ended 30 April 2006 which comprise of the Profit and Loss Account, the Balance Sheet, the Statement of Total Recognised Gains and Losses and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities on page 2, the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

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 whether in our opinion the information given in the Directors' Report is consistent with the financial statements. We also report to you if, in our opinion, 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 other transactions 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 International Standards on Auditing (UK and Ireland) 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 judgments 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, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 April 2006 and of its result for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.

KPMG LLP

KPMG LLP
Chartered Accountants
Registered Auditor

22 August 2006

Profit and loss account

for the year ended 30 April 2006

	Note	2006 £	2005 £
Turnover	1	-	-
Cost of sales		-	-
		<hr/>	<hr/>
Gross profit		-	-
Administrative expenses		-	-
		<hr/>	<hr/>
Operating profit		-	-
Interest payable		-	-
		<hr/>	<hr/>
Profit on ordinary activities before taxation		-	-
Tax on profit on ordinary activities	3	-	-
		<hr/>	<hr/>
Retained profit for the financial year	6	-	-
Retained profit brought forward		448,208	448,208
		<hr/>	<hr/>
Retained profit carried forward		448,208	448,208
		<hr/>	<hr/>

All amounts relate to discontinued operations.

Statement of total recognised gains or losses

for the year ended 30 April 2006

The profit and loss account includes the only gains and losses of the company for the current and prior year.

Balance sheet

at 30 April 2006

	Note	2006 £	2005 £
Current assets			
Cash at bank and in hand		444,308	444,308
Net current assets		<u>444,308</u>	<u>444,308</u>
Net assets		<u>444,308</u>	<u>444,308</u>
Capital and reserves			
Called up share capital	4	100	100
Profit and loss account	5	444,208	444,208
Equity shareholders funds	6	<u>444,308</u>	<u>444,308</u>

These financial statements were approved by the board of directors on 16/8/2006 and were signed on its behalf by:



JA Hayfield
Director



BW Newman
Director

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under historical cost accounting rules.

Under Financial Reporting Standard 1 (Revised 1996) the company is exempt from the requirement to prepare a cash flow statement on the grounds of its size.

The consolidated financial statements of Newfield Construction Limited, within which this company is included, can be obtained from the address given in note 8.

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Turnover

Turnover, which is wholly derived within the United Kingdom, represents the amounts (excluding value added tax) derived from the provision of goods and services to customers during the year.

2 Staff numbers and costs

The company had no employees other than directors and incurred no payroll costs in the year (2005: £nil).

3 Taxation

No amounts were payable in respect of corporation tax for the current or prior years.

4 Called up share capital

	2006 £	2005 £
<i>Authorised, allotted, called up and fully paid</i>		
Ordinary shares of £1 each	100	100
	<hr/>	<hr/>

5 Reserves

	Profit and loss account £
At beginning and end of year	444,208
	<hr/>

Notes (continued)

6 Reconciliation of movement in shareholders' funds

	2006 £	2005 £
Retained profit for financial year	-	-
Opening shareholders funds	444,308	444,308
Closing shareholders funds	<u>444,308</u>	<u>444,308</u>

7 Contingencies

The company has unlimited cross guarantees with Newfield Construction Limited and Newfield Investments Limited. The amount outstanding at 30 April 2006 under this guarantee was £2,981,640 (2005: £2,727,670).

8 Ultimate holding company

The company is a subsidiary undertaking of Newfield Construction Limited registered in England and Wales, whose financial statements are available from Companies House, Crown Way, Cardiff. Newfield Construction Limited has a participating interest and actually exercises dominant influence over the company.