

IHI Limited

**Directors' report and financial
statements**

**Registered number 2451428
31 December 2006**



Contents

Company information	1
Directors' report	2
Statement of directors' responsibilities in respect of the directors' report and the financial statements	3
Independent auditors' report to the members of IHI Limited	4
Balance sheet	6
Profit and loss account	6
Reconciliation of movements in equity shareholders' funds	6
Notes	7

Company information

Directors	Michael Parsons David Duncan Jon Hather Owen McGartoll
Secretary	Jon Hather
Auditors	KPMG LLP Plym House 3 Longbridge Road Marsh Mills Plymouth PL6 8LT
Bankers	Royal Bank of Scotland London Corporate Services 2½ Devonshire Square London EC2M 4XJ
Solicitors	Berwin Leighton Paisner Adelaide House London Bridge London EC4R 9HA
Registered office	Suite 201 The Chambers Chelsea Harbour London SW10 0XF
Registered number	2451428

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2006

Principal activities

The company's principal activity is that of holding investments

Business review

The company did not trade during the current or preceding financial year

There is no intention in the near future to recommence trading within the group

Directors

The directors who held office during the year were as follows

D Duncan
J Hather
M Parsons
O McGartoll (appointed 23 October 2006)

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 they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information

Auditors

In accordance with section 384 of the Companies Act 1985, a resolution for the re-appointment of KPMG LLP as auditors of the company is to be proposed at the forthcoming Annual General Meeting

By order of the board


J Hather
Director

Suite 201
The Chambers
Chelsea Harbour
London
SW10 0XF

29 June 2007

Statement of directors' responsibilities in respect of the directors' report and the financial statements

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 the directors have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 these 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,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, 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 enable them to ensure that its 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

Plym House
3 Longbridge Road
Plymouth
PL6 8LT
United Kingdom

Independent auditors' report to the members of IHI Limited

We have audited the financial statements of IHI Limited for the year ended 31 December 2006 which comprise the Profit and Loss Account, the Balance Sheet, the Reconciliation of Movements in Shareholders' Funds 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

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 3.

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.

In addition we 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.

Independent auditors' report to the members of IHI Limited (*continued*)

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 31 December 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

29 June 2007

Balance sheet
at 31 December 2006

	<i>Note</i>	2006 £	2005 £
Fixed assets			
Investments	4	-	-
		<hr/>	<hr/>
Creditors amounts falling due within one year		(488)	(488)
		<hr/>	<hr/>
Net current liabilities		(488)	(488)
		<hr/>	<hr/>
Net liabilities		(488)	(488)
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	5	2	2
Profit & loss account	6	(490)	(490)
		<hr/>	<hr/>
Equity shareholder's deficit		(488)	(488)
		<hr/>	<hr/>

These financial statements were approved by the board of directors on 29 June 2007 and were signed on its behalf by



D Duncan
Director

Profit and loss account
for the year ended 31 December 2006

During the current and preceding financial year the company did not trade and received no income and incurred no expenditure

Consequently, during those periods the company made neither a profit nor a loss

Reconciliation of movements in equity shareholders' funds
for the year ended 31 December 2006

As the company was dormant during the current and preceding financial year there have been no movements in equity shareholders' funds

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 financial statements

Basis of preparation

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

The company is exempt by virtue of section 228 of the Companies Act 1985 from the requirement to prepare group accounts. These financial statements present information about the company as an individual undertaking and not about its group.

The financial statements have been prepared on a going concern basis as the company has the support of their parent company, Barchester Healthcare Limited.

The company is exempt from the requirement of FRS 1 (revised 1996) to prepare a cash flow statement as it is ultimately a wholly owned subsidiary undertaking of Barchester Healthcare Limited and its cash flows are included within the consolidated cash flow statement of that company.

As the company is a wholly owned subsidiary of Barchester Healthcare Limited the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of Barchester Healthcare Limited, within which this company is included, can be obtained from the address given in note 8.

Investments

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

2 Profit on ordinary activities before taxation

Auditors' remuneration

	2006 £	2005 £
Audit	500	450

The remuneration of the auditors in the current and prior financial years was borne by another group company. The amount above is management's best estimate of the proportion relating to this company.

3 Remuneration of directors

The directors received no emoluments for services to the company during the year (2005 £nil). There were no employees other than the directors. The directors received remuneration for services to Grove Limited of which IHI Limited is a subsidiary undertaking, however the proportion attributable to their services to IHI Limited is not separately identifiable.

Notes (continued)

4 Fixed asset investments

	Shares in group undertakings £
Cost	
At beginning and end of the year	25,186
Provisions	
At beginning and end of the year	(25,186)
Net book value	
At 31 December 2006	-
At 31 December 2005	-

The undertakings in which the company's interest at the year end is more than 20% are as follows

	Principal activities	Class and percentage of share held
Subsidiary undertakings		
Atlantic Healthcare (General Partner) Ltd	Holding Investments	100% ordinary
Atlantic Healthcare Finance Ltd	Trustee Company	100% ordinary

All subsidiary undertakings are registered in England and Wales

5 Called up share capital

	2006 £	2005 £
Authorised		
1,000 (2005 1,000) Ordinary shares of £1 each	1,000	1,000
Allotted, called up and fully paid		
2 (2005 2) Ordinary shares of £1 each	2	2

6 Reserves

	Profit and loss account £
At the beginning of year	(490)
Retained profit for the year	-
At end of the year	(490)

Notes (continued)

7 Related Party Disclosures

The company is controlled by Barchester Healthcare Limited, by which it is 100% owned. The Ultimate controlling party is Grove Limited which is the company's ultimate parent undertaking.

The company has taken advantage of the exemption conferred by FRS 8 and does not disclose transactions with its related parties.

8 Ultimate parent company and parent undertaking of larger group of which the company is a member

The immediate parent undertaking is Westminster Investments (UK).

The company is a wholly owned subsidiary undertaking of Barchester Healthcare Limited, a company incorporated in Great Britain and registered in England.

The company's ultimate parent undertaking is Grove Limited, a company incorporated and registered in Jersey.

The smallest group in which the results of the company are consolidated is that headed by Barchester Healthcare Limited. The largest group in which the results of the company are consolidated is that headed by Grove Limited. The consolidated accounts of Barchester Healthcare Limited are available to the public and may be obtained from

Suite 201
The Chambers
Chelsea Harbour
London
SW10 0XF