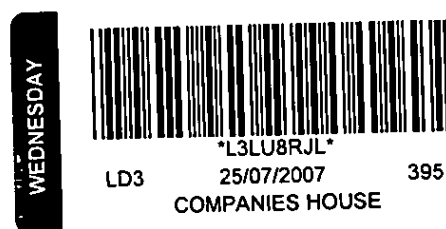


Frontline Staffing Limited
(Formerly Personnel Operations Limited)
Directors' Report and Accounts
Year ended 31 December 2006

Company Registered No. 2666923 (England and Wales)



Frontline Staffing Limited
(Formerly Personnel Operations Limited)

Company Information

Directors

R MacMillan
J R Pinder

Secretary

M J Taylor

Company number

2666923

Registered office

Turnford Place
Great Cambridge Road
Turnford
Broxbourne
Hertfordshire
EN10 6NH

Frontline Staffing Limited
(Formerly Personnel Operations Limited)

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Frontline Staffing Limited **(Formerly Personnel Operations Limited)**

Directors' Report **Year ended 31 December 2006**

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

Principal activities and review of the business

The principal activity of the company is the provision of employment services.

The company's name was changed with effect from 23 May 2007 to Frontline Staffing Limited.

The directors consider the results for the period to be satisfactory and anticipate growth of the business in the future. The company is part of the Match Group and details of the strategy, key performance indicators and principal risks are disclosed in the financial statements of Match Holdings Limited.

Results and dividends

The results for the year are set out on page 5. The directors do not recommend the payment of a dividend (year ended 31 December 2005: £NIL).

Directors

The following directors held office during the year:

R MacMillan
J R Pinder

Directors' interests

According to the register maintained for the purposes of Section 324 Companies Act 1985 neither of the directors had any interests requiring disclosure.

Directors' Indemnity

Directors' and officers' liability insurance cover is in place in respect of the directors. The Company's Articles of Association provide, subject to the provisions of UK legislation, an indemnity for directors and officers of the Company in respect of costs, losses or liabilities which they may incur in the discharge of their duties or the exercise of their powers, including any liabilities relating to the defence of any proceedings brought against them which relate to anything done or omitted, or alleged to have been done or omitted, by them as officers or employees of the 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 period. In preparing those financial statements, the directors confirm they have:

- selected suitable accounting policies and then applied them consistently;
- made judgements and estimates that are reasonable and prudent;
- stated whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts;

Frontline Staffing Limited **(Formerly Personnel Operations Limited)**

Directors' Report **Year ended 31 December 2006**

- prepared 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.

Employees

Consultation with employees or their representatives has continued at all levels, with the aim of ensuring that their views are taken into account when decisions are made which are likely to affect their interests, and that all employees are aware of the financial and economic performance of the company. Communication with all employees continues through briefing groups.

Disabled employees

It is the company's policy that disabled persons should be considered for employment, training, career development and promotion on the basis of their abilities and aptitudes in common with all employees. The company applies employment policies which are fair and equitable for all employees and which ensure entry into and progression within the company are determined solely by application of job criteria and personal ability and competency. Full and fair consideration (having regard to the person's particular aptitudes and abilities) is given to applications for employment and the career development of disabled persons.

Charitable and political donations

No charitable or political donations were made during the current and prior year.

Disclosure of Information to Auditors

The directors confirm that, so far as each of the directors is aware, there is no relevant audit information of which the Company's auditors are unaware and the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

By order of the board

J R Pinder
Director



21 June 2007

Frontline Staffing Limited **(Formerly Personnel Operations Limited)**

Independent auditors' report **To the Members of Frontline Staffing Limited**

We have audited the financial statements of Frontline Staffing Limited for the year ended 31 December 2006 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom 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). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 information given in the Directors' Report is 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 other transactions is not disclosed.

We read other information contained in the Annual Report, and consider whether it is consistent with the audited financial statements. This other information comprises only the Directors' Report. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

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.

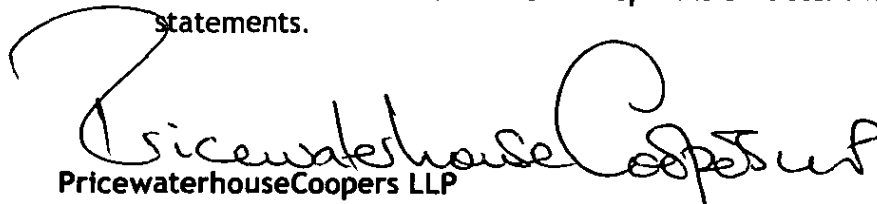
**Frontline Staffing Limited
(Formerly Personnel Operations Limited)**

**Independent auditors' report
To the Members of Frontline Staffing Limited**

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its loss for the year then ended; and
- the financial statements have been properly prepared in accordance with the Companies Act 1985,
- the information in the Directors' Report is consistent with the financial statements.



PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
London

21 June 2007

Frontline Staffing Limited
(Formerly Personnel Operations Limited)

Profit and Loss Account
Year ended 31 December 2006

	Notes	2006 £	2005 £
Turnover	1	749,000	-
Cost of sales		(639,000)	-
Gross profit		110,000	-
Administrative expenses		(112,000)	-
Operating loss	2	(2,000)	-
Interest		-	-
Loss on ordinary activities before taxation		(2,000)	-
Tax on loss on ordinary activities	3	-	-
Loss on ordinary activities after taxation		(2,000)	-
Retained profit brought forward		-	-
Deficit carried forward		(2,000)	-

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

There were no recognised gains and losses other than those included in the profit and loss account and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the profit on ordinary activities before taxation and the profit for the period stated above and their historical cost equivalents.

Frontline Staffing Limited
(Formerly Personnel Operations Limited)

Balance Sheet
As at 31 December 2006

		2006	2005
	Notes	£	£
Current assets			
Debtors: Amounts due within one year	4	100	100
Creditors: amounts falling due within one year	5	(2,000)	-
Net (liabilities)/current assets		<u>(1,900)</u>	<u>100</u>
Total assets less current liabilities		<u>(1,900)</u>	<u>100</u>
Net (liabilities)/assets		<u>(1,900)</u>	<u>100</u>
Capital and reserves			
Called up share capital	6	100	100
Profit and loss account		(2,000)	-
Equity shareholders' (deficit)/funds	7	<u>(1,900)</u>	<u>100</u>

The accounts were approved by the Board on 21 June 2007 and signed on its behalf by:



.....
J R Pinder
Director

Frontline Staffing Limited
(Formerly Personnel Operations Limited)

Notes to the financial statements
Year ended 31 December 2006

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards and Companies Act 1985. The accounts have been prepared on a going concern basis on the understanding that the company's parent undertaking will provide any necessary support for at least the next twelve months.

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and including any inter-group trading and relates wholly to the United Kingdom.

Turnover from the placement of temporary staff, represents the gross sales value of hours worked and is recognised on a weekly basis. Turnover from the placement of permanent staff and bank staff represents the commission receivable and is recognised at the commencement of placement.

1.3 Related parties

Advantage has been taken of the exemption within FRS 8 (Related Party Transactions) not to disclose transactions between wholly owned group companies.

1.4 Cash Flow Statement

The company has taken advantage of the exemption under FRS1 (Revised) not to publish a cash flow statement, as the consolidated financial statements of its parent undertaking Match Healthcare Limited are publicly available

1.5 Deferred Taxation

The accounting policy is to recognise deferred taxation only to the extent that it is probable that a liability or asset would crystallise in the foreseeable future. The Group has chosen not to discount deferred tax balances, as permitted by FRS 19.

1.6 Working Time Directive

Accruals are made, based on experience, and recognised in cost of sales, to reflect the potential liability payable for holiday pay under the EC working time directive.

Frontline Staffing Limited
(Formerly Personnel Operations Limited)

Notes to the financial statements
Year ended 31 December 2006

2 Operating Profit

R MacMillan and J R Pinder are remunerated for their services to the group as a whole and details of their remuneration are disclosed in the financial statements of Match Healthcare Limited.

Other than the directors, the company has no employees. The audit fee has been borne by the parent undertaking. A management recharge of £112,000 (2005: £nil) has been made.

3 Taxation

	2006	2005
	£	£
UK Current Taxation at 30% (2005: 30%)	-	-
Group relief	-	-
	-	-
	2006	2005
	£	£
Loss before taxation	(2,000)	-
At standard UK corporation tax rate of 30% (2005: 30%)	(600)	-
Group relief surrendered	600	-
	-	-

4 Debtors: Amounts due within one year

	2006	2005
	£	£
Amounts owed by group undertakings	100	100

5 Creditors: amounts falling due within one year

	2006	2005
	£	£
Amounts owed to group undertakings	2,000	-
	2,000	-

Frontline Staffing Limited
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Notes to the financial statements
Year ended 31 December 2006

6 Share capital	2006	2005
	£	£
Authorised		
1,000 Ordinary shares of £1 each	1,000	1,000
Allotted, called up and fully paid		
100 Ordinary shares of £1 each	100	100

7 Reconciliation of movements in equity shareholders' funds

	2006	2005
	£	£
Loss for the financial year	(2,000)	-
Opening equity shareholders' funds	100	-
Closing equity shareholders' funds	(1,900)	100

8 Financial Commitments

The company is part of a group bank cross guarantee, with net borrowings outstanding at year end of £0.8million (2005:£5.6 million).

9 Control

The immediate parent company is Match Healthcare Limited. At 31 December 2006 the ultimate parent company and controlling party was Match Holdings Limited which is the parent undertaking of the largest group to consolidate these financial statements. Copies of these consolidated financial statements can be obtained from Turnford Place, Great Cambridge Road, Turnford, Hertfordshire, EN10 6NH.