REGISTERED NUMBER: 2822932 (England and Wales)



Abbreviated Financial Statements

for the Year Ended 30 November 2000

<u>for</u>

Stirling Specsavers Limited

A32 *AFPE

Contents of the Abbreviated Financial Statements for the Year Ended 30 November 2000

	Page
Company Information	1
Report of the Auditors on the Abbreviated Financial Statements	2
Abbreviated Balance Sheet	3
Notes to the Abbreviated Financial Statements	4

Company Information for the Year Ended 30 November 2000

DIRECTORS:

Specsavers Optical Group Limited

A Konopate Mrs A Konopate D J D Perkins Mrs M L Perkins A B MacNab

SECRETARY:

Specsavers Optical Group Limited

REGISTERED OFFICE:

24 Orchard Street

BRISTOL BS1 5DF

REGISTERED NUMBER:

2822932 (England and Wales)

AUDITORS:

Newland Mallett Garner

Woodbury & Co.

Chartered Accountants and

Registered Auditors

Crown House 37/41, Prince Street Bristol, BS1 4PS

Report of the Independent Auditors to Stirling Specsavers Limited Under Section 247B of the Companies Act 1985

We have examined the abbreviated financial statements on pages three to six, together with the full financial statements of the company for the year ended 30 November 2000 prepared under Section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

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The directors are responsible for preparing the abbreviated financial statements in accordance with Section 246 of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated financial statements prepared in accordance with Sections 246(5) and (6) of the Act to the Registrar of Companies and whether the financial statements to be delivered are properly prepared in accordance with those provisions and to report our opinion to you.

Basis of opinion

We have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated financial statements and that the abbreviated financial statements to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated financial statements prepared in accordance with Sections 246(5) and (6) of the Companies Act 1985, and the abbreviated financial statements on pages three to six are properly prepared in accordance with those provisions.

Dated: 1915er (1 2001

Newland Mallett Garner

Woodbury & Co.

Chartered Accountants and

Registered Auditors

Crown House

37/41, Prince Street

Bristol, BS1 4PS

Page 2

<u>Abbreviated Balance Sheet</u> 30 November 2000

		30.11.00	30.11.99
	Notes	£	£
FIXED ASSETS:			10.000
Tangible assets	2	34,408	49,390
Investments	3	300	300
		34,708	49,690
CURRENT ASSETS:			
Stocks		19,192	20,934
Debtors		14,900	15,236
		34,092	36,170
CREDITORS: Amounts falling			
due within one year	4	(31,973)	(51,070)
NET CURRENT ASSETS/(LIABILI	TIES):	2,119	(14,900)
TOTAL ASSETS LESS CURRENT LIABILITIES:		36,827	34,790
CREDITORS: Amounts falling			
due after more than one year	4	-	(6,042)
PROVISIONS FOR LIABILITIES			
AND CHARGES:		(2)	
		£36,825	£28,748
			=====
CAPITAL AND RESERVES:			
Called up share capital	5	300	300
Profit and loss account		36,525	28,448
SHAREHOLDERS' FUNDS:		£36,825	£28,748
		=== =	====

These abbreviated financial statements have 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:

- DIRECTOR

FOR SPECSAVERS OPTICAL GROUP LTD

AUTHORISED SIGNATORY

APPROVED BY THE BOARD OF

DIRECTORS ON 19 September 2001

The notes form part of these financial statements

Notes to the Abbreviated Financial Statements for the Year Ended 30 November 2000

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000).

Turnover

Turnover represents the net amounts invoiced to customers during the period excluding value added tax.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Lease Amortisation

- over the term of the lease

Optical Equipment

- 10%-14% on cost

Fixtures & Fittings

- 14%-25% on cost

Motor vehicles Computer equipment - 25% on cost- 20% on cost

Stocks

Stock is valued at the lower of cost and net realisable value. Cost is determined on an average cost basis. Net realisable value is based on estimated selling price allowing for all further costs of completion and disposal.

Deferred taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability.

Going Concern

The financial statements are prepared on a going concern basis on the grounds that continued support will be received from the directors.

Group Accounts

The group is small sized and as a result the parent company has taken advantage of the exemption available not to prepare consolidated financial statements granted under Section 248 of the Companies Act 1985. Accordingly these financial statements present information about the company as an individual undertaking and not about its group.

Investments

Investments held as fixed assets are stated at cost less provision for any permanent diminution in value.

Notes to the Abbreviated Financial Statements for the Year Ended 30 November 2000

	TANGIBLE FIXED ASSETS			Total
				£
	COST:			158,931
	At 1 December 1999			3,603
	Additions Disposals			(31,550)
	At 30 November 2000			130,984
	DEPRECIATION:			
	At 1 December 1999			109,540
	Charge for year			14,917
	Eliminated on disposals			(27,881)
	At 30 November 2000			96,576
	NET BOOK VALUE:			24 409
	At 30 November 2000			34,408
	At 30 November 1999			49,390
3.	FIXED ASSET INVESTMENTS			
	The company's investments at the balance sheet dat following:	e in the share capital	of unlisted compan	ies include
	The company's investments at the balance sheet dat following: Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians		of unlisted compan	ies include 1
	following: Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians	%	of unlisted compan	ies include
	following: Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians Class of shares:	% holding	of unlisted compan	ies include
	following: Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians	%	of unlisted compan	ies include
	following: Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians Class of shares:	% holding	of unlisted compan	30.11.99
	following: Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians Class of shares:	% holding		30.11.99 £
	Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians Class of shares: Ordinary	% holding	30.11.00 £ 1,144	30.11.99 £ 1,720
	Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians Class of shares: Ordinary Aggregate capital and reserves	% holding	30.11.00 £	30.11.99 £ 1,720
	Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians Class of shares: Ordinary	% holding	30.11.00 £ 1,144	30.11.99 £ 1,720
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	Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians Class of shares: Ordinary Aggregate capital and reserves Profit for the year	% holding	30.11.00 £ 1,144	30.11.99 £ 1,720 184,727
	Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians Class of shares: Ordinary Aggregate capital and reserves Profit for the year Investments were as follows:	% holding	30.11.00 £ 1,144 240,424 ———————————————————————————————————	30.11.99 £ 1,720 184,727 30.11.99 £
	Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians Class of shares: Ordinary Aggregate capital and reserves Profit for the year	% holding	30.11.00 £ 1,144 240,424 ———————————————————————————————————	30.11.99 £ 1,720 184,727 30.11.99 £
4.	Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians Class of shares: Ordinary Aggregate capital and reserves Profit for the year Investments were as follows:	% holding	30.11.00 £ 1,144 240,424 ———————————————————————————————————	30.11.99 £ 1,720 184,727 30.11.99 £
4.	Stirling Visionplus Limited Country of incorporation: England and Wales Nature of business: Ophthalmic Opticians Class of shares: Ordinary Aggregate capital and reserves Profit for the year Investments were as follows: Stirling Visionplus Limited	% holding 100.00	30.11.00 £ 1,144 240,424 ———————————————————————————————————	30.11.99 £ 1,720 184,727
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Notes to the Abbreviated Financial Statements for the Year Ended 30 November 2000

5. CALLED UP SHARE CAPITAL

Authorised, allotted, issued and fully paid:

Number:	Class:	Nominal value:	30.11.00 £	30.11.99 £
300 300	"A" Ordinary "B" Ordinary	£0.50 £0.50	150 150	150 150
•			300	300
			==	==

In accordance with the Articles of Association the following rights attach to the shares: a) to "A" shares, the right to receive that part (including the whole) of the profits of the company which the directors shall, from time to time, determine to distribute as dividends. b) to "B" shares, the right to appoint the chairman of the board of directors and of the general meeting of the company. The "B" shares are held by Specsavers Optical Group Limited. In all other respects both classes of share carry equal rights over the assets of the company, subject to those provisions as laid out within the shareholders' agreement.

6. ULTIMATE PARENT COMPANY

The company operates as a joint venture. Until 29 February 2000 Specsavers Optical Group Limited could technically be considered to be the ultimate parent company. On 1 March 2000 Mr and Mrs Perkins transferred their controlling interest in the ordinary share capital of Specsavers Optical Group Limited to Specsavers International Healthcare Limited. From 1 March 2000 Specsavers International Healthcare Limited could technically be considered to be the new ultimate parent company. Mr and Mrs Perkins also have the controlling interest in the ordinary share capital of Specsavers International Healthcare Limited. Both Specsavers Optical Group Limited and Specsavers International Healthcare Limited are Guernsey registered companies and their accounts are not available to the public.

7. RELATED PARTY TRANSACTIONS

During the year the company has conducted the following transactions with its director, Specsavers Optical Group Limited and its subsidiaries. Specsavers Optical Group Limited is wholly owned by Specsavers International Healthcare Limited.

Sales £280,145 (1999; 332,145), Purchases of Goods £112,402 (1999: £102,893), Overhead Costs £209,548 (1999: £212,864) and Other Income £1,211 (1999: £1,070).

These transactions were made on an arms length basis during the normal course of trading and Specsavers Optical Group Limited has confirmed that it will continue to provide these goods and services for the foreseeable future.

The balance due to the Group Treasury Company as at the year end is £12,005 (1999: £13,967). This is held with Specsavers Finance (Guernsey) Limited, a fellow subsidiary of Specsavers International Healthcare Limited. Specsavers Finance (Guernsey) Limited is incorporated in Guernsey, and provides treasury services for the company and other Specsavers Group companies.

Directors' loans as at the year end

Mr A Konopate: £Nil (1999: £2,500).

Mrs A Konopate: £Nil (1999 £2,500).

The loans were interest free and repayable on demand.