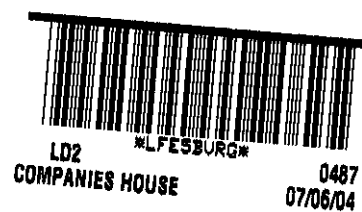


ATTITUDES SKILLS & KNOWLEDGE LIMITED

FINANCIAL STATEMENTS

31ST DECEMBER 2003

Registered number: 2935699



BOOTHBY BAKER & CO

CHARTERED ACCOUNTANTS

London

ATTITUDES SKILLS & KNOWLEDGE LIMITED

FINANCIAL STATEMENTS

for the year ended 31st December 2003

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ATTITUDES SKILLS & KNOWLEDGE LIMITED

COMPANY INFORMATION

31st December 2003

INCORPORATED	In England on 31st May 1994
NUMBER	2935699
DIRECTORS	R. Terry I.R. Davies
SECRETARY	C. Richardson
REGISTERED OFFICE	Trent House, University Way Cranfield Technology Park, Cranfield Bedfordshire MK43 0AN
BANKERS	Barclays Bank plc PO Box 3261 Central Milton Keynes MK9 2ZU
AUDITORS	Boothby Baker & Co Chartered Accountants 2 Mill Street Mayfair London W1S 2AT

ATTITUDES SKILLS & KNOWLEDGE LIMITED

DIRECTORS' REPORT

31st December 2003

The directors present their report and the audited financial statements for the year ended 31st December 2003.

Principal activity

The principal activity of the company is the creation and delivery of training packages. The company did not trade during the year.

Business review

The company's balance sheet as detailed on page 6 shows a satisfactory position, shareholders' funds amounting to £1,000.

Results and dividends

The results for the year are shown in the profit and loss account on page 5. The directors do not propose payment of an ordinary dividend.

Directors

The directors of the company who served during the period to the date of this report, unless otherwise stated were as follows:

R. Terry
I.R. Davies
C.J. Coulson-Thomas (Resigned 31/1/03)

No director had any interest in the shares of the company at 31st December 2003 or at 31st December 2002.

The interests of the directors in the shares of the parent company are disclosed in the group financial statements.

continued

ATTITUDES SKILLS & KNOWLEDGE LIMITED

DIRECTORS' REPORT
(continued)

31st December 2003

Auditors

Boothby Baker & Co have agreed to offer themselves for re-appointment as auditors of the company.

On behalf of the board

C. Richardson
Secretary

Trent House, University Way
Cranfield Technology Park, Cranfield
Bedfordshire
MK43 0AN

19th March 2004

ATTITUDES SKILLS & KNOWLEDGE LIMITED

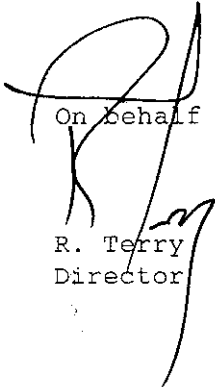
STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 are required to:

- select suitable accounting policies and 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 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.

19th March 2004


On behalf of the board
R. Terry
Director

ATTITUDES SKILLS & KNOWLEDGE LIMITED

AUDITORS' REPORT

Independent Auditors' report to the shareholders of

Attitudes Skills & Knowledge Limited

We have audited the financial statements on pages 5 to 8 of Attitudes Skills & Knowledge Limited for the year ended 31st December 2003. These financial statements have been prepared under the historical cost convention and the accounting policies set out on page 7.

Respective responsibilities of directors and auditors

As described on page 3, the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

It is our responsibility to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 directors' report is not consistent with the financial statements, if the company has not kept proper accounting records if we have not received all information and explanations we require for our audit, or if the information specified by law regarding directors' remuneration and transactions with the company 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 opinion

We conducted our audit in accordance with Auditing Standards 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 judgements 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 error or other irregularity. 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 of the state of the company's affairs as at 31st December 2003 and of its results for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Boothby Baker & Co

London
19th March 2004

Boothby Baker & Co
Chartered Accountants
and Registered Auditor

ATTITUDES SKILLS & KNOWLEDGE LIMITED

PROFIT AND LOSS ACCOUNT

for the year ended 31st December 2003

	Note	2003 £	2002 £
Net operating expenses			
Profit on ordinary activities			
Taxation		-	-
Profit on ordinary activities after taxation		-	-
retained for the year			

The company did not trade during the above years and accordingly made neither profits nor losses.

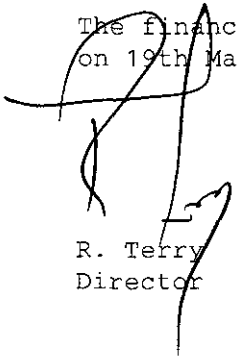
ATTITUDES SKILLS & KNOWLEDGE LIMITED

BALANCE SHEET

at 31st December 2003

	Note	£	2003 £	£	2002 £
Current assets					
Debtors	2	1,000		1,000	
		<u>1,000</u>		<u>1,000</u>	
Net current assets			<u>1,000</u>		<u>1,000</u>
Total assets less current liabilities			<u>1,000</u>		<u>1,000</u>
Capital and reserves					
Called up share capital	5	1,000		1,000	
Total shareholders' funds	4		<u>1,000</u>		<u>1,000</u>

The financial statements on pages 5 to 8 were approved by the board of directors on 19th March 2004 and signed on its behalf by:



R. Terry
Director

ATTITUDES SKILLS & KNOWLEDGE LIMITED

NOTES ON FINANCIAL STATEMENTS

31st December 2003

1 Accounting policies**Basis of accounting**

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

The company has taken advantage of the exemption from preparing a cash flow statement as conferred by Financial Reporting Standard No. 1 (Revised 1996).

Turnover

Turnover represents the amount derived from the provision of goods and services after deduction of trade discounts and value added tax.

Deferred taxation

Deferred taxation is provided on the liability method in respect of the taxation effect of all timing differences to the extent that tax liabilities are likely to crystallise in the foreseeable future.

2 Debtors

	2003 £	2002 £
Amounts falling due within one year		
Amounts owed by group undertakings	1,000	1,000
	<u>1,000</u>	<u>1,000</u>

3 Deferred taxation

The company has no liability to deferred tax.

ATTITUDES SKILLS & KNOWLEDGE LIMITED

NOTES ON FINANCIAL STATEMENTS

31st December 2003

4 Reconciliation of movements in shareholders' funds

	2003	2002
	£	£
Profit for the financial year representing a Net addition to shareholders' funds	-	-
Opening shareholders' funds	1,000	1,000
Closing shareholders' funds	<u>1,000</u>	<u>1,000</u>

5 Called up share capital

	2003		2002	
	Number of shares	£	Number of shares	£
Authorised				
Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid				
Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>

6 Ultimate parent undertaking

The directors regard ASK Europe Plc, a company registered in England, as the ultimate parent company.

7 Contingent liabilities

The company has given a Cross Guarantee and Debenture to Barclays Bank Plc in order to secure group facilities for ASK Europe Plc.