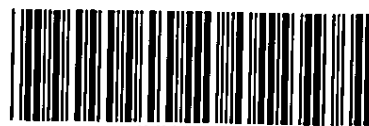


Victoria House (UK) Limited

Report and Financial Statements

Period ended 29 February 2008

FRIDAY



LILV32OC

LD5

29/08/2008

259

COMPANIES HOUSE

Victoria House (UK) Limited

Report and Financial Statements 2008

Contents	Page
Officers and professional advisers	1
Directors' report	2
Statement of directors' responsibilities	3
Independent auditors' report	4
Balance sheet	6
Notes to the financial statements	7

Victoria House (UK) Limited

Report and Financial Statements 2008

Officers and Professional Advisors

Directors

R Perry	(resigned 20 June 2008)
K F Ford	(resigned 31 January 2008)
W M Buckingham	(resigned 14 February 2008)
P Kinsey	(appointed 20 June 2008)

Secretary

D R Blackman	(resigned 30 June 2007)
G J Fitton	(appointed 1 July 2007)

Registered office

The Pointe
89 Hartfield Road
Wimbledon
London
SW19 3TJ

Auditors

Deloitte & Touche LLP
Chartered Accountants

Victoria House (UK) Limited

Directors' Report

The directors present their annual report and the audited financial statements for the year ended 29 February 2008. The directors' report has been prepared in accordance with the special provisions relating to small companies under section 246(4) of the Companies Act 1985.

Principal activity and events after the balance sheet date

The company did not trade during the period. The year-end date of the company was changed during the period from 28 November in the previous accounting to period 29 February.

On 18 August 2006, the entire share capital of Care Management Group (UK) Limited, the previous ultimate holding company of the group, was acquired by Care Management Group (Acquisition) Limited. Care Management Group (Acquisition) Limited's ultimate parent company at that time, Care Management Group (Holding Company) Limited then became the ultimate parent undertaking of the company.

On 20 June 2008, the entire issued ordinary share capital of Care Management Group (Acquisition) Limited, was acquired by CMG Investment Holdings Limited. CMG Investment Holdings Limited then became the ultimate parent undertaking of the company. The entire issued ordinary share capital of CMG Investment Holdings Limited is held by funds advised by Court Cavendish Limited.

Directors

The directors who served the company during the year and since the year end are set out on page 1.

Auditors

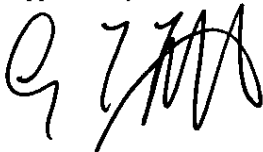
Each of the persons who is a director at the date of approval of this report confirms that:

- (1) so far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware, and
- (2) the directors have taken all the steps that they ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of S234ZA of the Companies Act 1985.

Deloitte & Touche LLP have expressed their willingness to continue in office as auditors and to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors and signed on behalf of the Board



G Fittou

Company Secretary

29 August 2008

Victoria House (UK) Limited

Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent, 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 that disclose with reasonable accuracy at any time the financial position of the company and 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF VICTORIA HOUSE (UK) LIMITED

We have audited the financial statements of Victoria House (UK) Limited for the year ended 29 February 2008 which comprise the profit and loss account, the balance sheet, and the related notes 1 to 7. 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 auditors' 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 United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

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 applicable to small companies. 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF Victoria House (UK) Limited (continued)

Basis of audit opinion (continued)

We planned 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. However, the evidence available to us was limited, because, due to the change in control of the company, accounting records for the financial period ended 28 November 2005 were not available to the directors. Without access to these accounting records there were no satisfactory audit procedures that we could adopt to obtain a reasonable level of assurance over the state of the company's affairs as at 28 November 2005, or over its result for the period ended 28 February 2007.

In forming our opinion, we also evaluated the overall adequacy of the presentation of information in the financial statements.

Qualified audit opinion arising from limitation on scope

Except for any adjustments to the financial statements that might have been found to be necessary had we been able to obtain sufficient evidence concerning the state of the company's affairs as at 28 November 2005 or over its results for the period ended 28 February 2007, in our opinion:

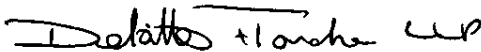
- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 29 February 2008, and
- the financial statements have been properly prepared in accordance with the Companies Act 1985, applicable to small companies.

In respect alone of the limitation on our work relating to the state of the company's affairs as at 28 November 2005 and of its result for the period ended 28 February 2007:

- (a) we have not obtained all the information and explanations that we considered necessary for the purposes of our audit, and
- (b) we were unable to determine whether proper accounting records have been kept.

In our opinion:

- the information given in the directors' report is consistent with the financial statements.



DELOITTE & TOUCHE LLP

Chartered Accountants and Registered Auditors

Reading, United Kingdom

29 August 2008

Victoria House (UK) Limited

Balance Sheet 29 February 2008

	Note	2008 £	2007 £
Current assets			
Debtors amounts falling due within one year	3	550,182	550,182
Net current assets / Total assets less current liabilities		<u>550,182</u>	<u>550,182</u>
Net Assets		<u>550,182</u>	<u>550,182</u>
Capital and reserves			
Called up share capital	4	3	3
Profit and loss account	5	550,179	550,179
Total shareholder's funds		<u>550,182</u>	<u>550,182</u>

These financial statements have been prepared in accordance with the special provisions relating to small companies under section 246 of the Companies Act 1985

These financial statements were approved by the Board of Directors on 29 August 2008

Signed on behalf of the Board of Directors


P Kinsey
Director

Victoria House (UK) Limited

Notes to the Financial Statements Year ended 29 February 2008

1. Accounting Policies

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted are described below. These have been consistently applied throughout the period and the preceding period.

Accounting convention and basis of preparation

The financial statements are prepared under the historical cost convention.

Cash flow statement

The company is a wholly-owned subsidiary of Care Management Group (Acquisition) Limited and is included in the consolidated financial statements of that company, which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 (revised 1996).

Turnover

Turnover represents sales and services to third party customers in the care sector, stated net of any applicable value added tax and sales discounts. Turnover is recognised when the services are provided. All turnover arises in the United Kingdom.

Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which timing differences are expected to reverse.

2. Profit and loss account

The company has not traded in either financial period and as a result a profit and loss account has not been presented. The directors received remuneration paid by Care Management Group Limited in respect of their services to group companies. The portion of this that relates to the company is £nil (15 month period ending 29 February 2007: £nil).

AUDITORS' REMUNERATION OF £1,500 (15 MONTH PERIOD ENDING 29 FEBRUARY 2007: £1,570) IS BORNE BY THE COMPANY'S PARENT COMPANY, CARE MANAGEMENT GROUP LIMITED, AND WAS NOT RECHARGED IN THE CURRENT OR PRIOR PERIOD.

Victoria House (UK) Limited

Notes to the Financial Statements Year ended 29 February 2008

3 DEBTORS: AMOUNTS DUE WITHIN ONE YEAR

	2008 £	2007 £
Amounts owed by group undertakings	550,182	550,182

4. Share Capital

	2008 £	2007 £
Authorised 100 ordinary shares of £1 each	100	100
Called up, allotted and fully paid 3 ordinary shares of £1 each	3	3

5 Profit and Loss Account

	£	£
Balance at 28 February 2007 and 29 February 2008	550,179	550,179

6. Related party transactions

The company is exempt under the terms of Financial Reporting Standard 8 from disclosing related party transactions with entities that are part of the Care Management Group (Acquisition) Limited group

7. Ultimate parent company

On 18 August 2006, the entire share capital of Care Management Group (UK) Limited, the previous ultimate holding company of the group, was acquired by Care Management Group (Acquisition) Limited. Care Management Group (Acquisition) Limited's ultimate parent company at that time, Care Management Group (Holding Company) Limited then became the ultimate parent undertaking of the company.

In the opinion of the Directors' there is no single controlling party of the group.

On 20 June 2008, the entire issued ordinary share capital of Care Management Group (Acquisition) Limited, was acquired by CMG Investment Holdings Limited. CMG Investment Holdings Limited then became the ultimate parent undertaking of the company. The entire issued ordinary share capital of CMG Investment Holdings Limited is held by funds advised by Court Cavendish Limited.