Johnson (CCG) Limited
Registered No 3338467

Directors' Report and Financial Statements
for the year ended 31st December 2007

Johnson (CCG) Limited
Directors' report and financial statements
for the year ended 31st December 2007

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Johnson (CCG) Limited
Directors and professional advisers

DIRECTORS	Y M Monaghan BSc, FCA T J Morris BA, ACA
COMPANY SECRETARY	Y M Monaghan BSc, FCA
REGISTERED OFFICE	Johnson House Abbots Park Monks Way Preston Brook Cheshire WA7 3GH
BANKERS	The Royal Bank of Scotland 1 Exchange Flags Liverpool L2 3XN
REGISTERED AUDITORS	PricewaterhouseCoopers LLP Chartered Accountants and Registered Auditors 8 Princes Parade St Nicholas Place Liverpool L3 1QJ

Johnson (CCG) Limited
Directors' report

The Directors present their report and audited financial statements for the year ended 31st December 2007

ACTIVITIES AND BUSINESS REVIEW

The principal activity of the Company is that of an investment holding company

The Directors have received a letter confirming that the holding company will not seek repayment of the outstanding loan in the foreseeable future unless the financial position of this Company permits it The Directors therefore consider it appropriate to continue to produce accounts on the going concern basis

RESULTS AND DIVIDENDS

The Company's profit from trading operations for the year was as follows

	2007	2006
	£000	£000
Operating profit	**(29)**	618

The Directors do not recommend the payment of a dividend (2006 £nil)

The loss for the year was £20,327 (2006 Profit of £424,633)

DIRECTORS

The Directors of the Company are listed on page 1 C Skinner was appointed as a director on 31st August 2007 and resigned on 28th December 2007 T J Morris was appointed as director on 28th December 2007 J H Wilkinson resigned on the 31st August 2007 Y M Monaghan held office throughout the year

AUDITORS

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office, and in accordance with Section 384 of the Companies Act 1985, a resolution to reappoint the auditors will be proposed at the Annual General Meeting

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 prepared the financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union In preparing these financial statements, the directors have also elected to comply with IFRS, issued by the International Accounting Standards Board (IASB) 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 of the Company for that year

In preparing those 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,

• state that the financial statements comply with IFRS as adopted by the European Union and IFRS issued by IASB

• prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the Company will continue in business, in which case there should be supporting assumptions or qualifications as necessary

The directors confirm that they have complied with the above requirements in preparing the financial statements

Johnson (CCG) Limited

Directors' report (continued)

The directors are responsible for keeping proper accounting records that 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

PROVISION OF INFORMATION TO AUDITORS

Each of the Directors at the date of this report confirms that

- so far as the Directors are aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the Directors have taken all the steps that he/she ought to have taken as a director 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

By order of the board

Y M Monaghan
Secretary
26 June 2008

Johnson (CCG) Limited
Independent Auditors' Report to the Members of Johnson (CCG) Limited

for the year ended 31st December 2007

We have audited the financial statements of Johnson (CCG) Limited for the year ended 31st December 2007 which comprise the Income statement, the Balance sheet, the Cash flow statement and the related notes These financial statements have been prepared under the accounting policies set out therein

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and International Financial Reporting Standards (IFRSs) as adopted for use in the European Union 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) 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 whether the financial statements have been 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

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with IFRSs as adopted by the European Union, of the state of the Company's affairs as at 31st December 2007 and of its profit and cash flows 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

PricewaterhouseCoopers LLP
PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
Liverpool
26 June 2008

Johnson (CCG) Limited
Income Statement
for the year ended 31st December 2007

Note		Year ended 31 December 2007 £000	Year ended 31 December 2006 £000
2	**OPERATING PROFIT**	-	618
4	Interest payable and similar charges	(29)	(12)
	PROFIT / (LOSS) BEFORE TAXATION	(29)	606
5	Taxation	9	(182)
10	**PROFIT / (LOSS) FOR THE YEAR**	(20)	424

All results are derived from continuing operations

The Company has no recognised net income or expense for the period except as reported in the above income statements

Johnson (CCG) Limited
Balance Sheet
as at 31st December 2007

Note		Year ended 31 December 2007 £000	Year ended 31 December 2006 £000
	LIABILITIES		
	CURRENT LIABILITIES		
6	Other creditors and accruals	2,157	2,128
	NET CURRENT LIABILITIES	(2,157)	(2,128)
	NON-CURRENT LIABILITIES		
7	Other non-current liabilities	11,046	11,055
	NET LIABILITIES	(13,203)	(13,183)
	EQUITY		
	CAPITAL AND RESERVES ATTRIBUTABLE TO THE COMPANY'S EQUITY HOLDERS		
9	Called up share capital	-	-
10	Retained earnings	(13,203)	(13,183)
	TOTAL EQUITY	(13,203)	(13,183)

The notes on pages 11 to 13 are an integral part of these financial statements The financial statements on pages 5 to 13 were approved by the Board of Directors 26 June 2008 and signed on its behalf by

Y M Monaghan

Director

Johnson (CCG) Limited
Cash flow statement
For the year ending 31st December 2007

	Year ended 31 December 2007 £000	Year ended 31 December 2006 £000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	**(29)**	606
Adjustments for		
Finance income and expense	**29**	12
Decrease in trade and other receivables	-	-
(Decrease) / increase in trade and other payables	-	(618)
Movement on balances with Group companies	-	1
Cash generated from operations	-	1
Interest paid	**(29)**	(12)
Net decrease in cash and cash equivalents	**(29)**	(11)
Cash and cash equivalents at beginning of period	**(2,128)**	(2,117)
Cash and cash equivalents at end of period	**(2,157)**	(2,128)

Johnson (CCG) Limited
Statement of Significant Accounting Policies
for the year ended 31st December 2007

BASIS OF PREPARATION
Johnson (CCG) Limited is a company limited by shares, incorporated and domiciled in the United Kingdom The Company's registered number is 3338467 The address of its registered office is Johnson House, Abbots Park, Monks Way, Preston Brook, Cheshire, WA7 3GH

The principal accounting policies applied in the preparation of this financial report are set out below These policies have been consistently applied to the information presented, unless otherwise stated

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union, IFRIC interpretations and the Companies Act 1985 applicable to companies reporting under IFRS

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of land and building, available-for-sale financial assets and financial liabilities (including derivative instruments) at fair value through profit and loss

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates It also requires management to exercise its judgement in the process of applying the Company's accounting policies The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed below

a) Standards, amendments and interpretations effective in 2007
IFRS 7, 'Financial instruments Disclosures', and the complementary amendment to IAS 1, 'Presentation of financial statements- Capital disclosures', introduces new disclosures relating to financial instruments and does not have any impact on the classification and valuation of the Company's financial instruments, or the disclosures relating to taxation and trade and other payables

IFRIC 8, 'Scope of IFRS 2', requires consideration of transactions involving the issuance of equity instruments, where the identifiable consideration received is less than the fair value of the equity instruments issued in order to establish whether or not they fall within the scope of IFRS 2 This standard does not have any impact on the Company's financial statements

IFRIC 10, 'Interim financial reporting and impairment', prohibits the impairment losses recognised in an interim period on goodwill and investments in equity instruments and in financial assets carried at cost to be reversed at a subsequent balance sheet date This standard does not have any impact on the Company's financial statements

b) Interpretation early adopted by the Company
IFRIC 11, 'IFRS 2 – Group and treasury share transactions', was early adopted in 2007 IFRIC 11 provides guidance on whether share-based transactions involving treasury shares or involving Group entities (for example, options over a parent's shares) should be accounted for as equity settled or cash-settled share-based payment transactions in the stand-alone accounts of the parent and Group companies This interpretation does not have an impact on the Company's financial statements

c) Standards, amendments and interpretations effective in 2007 but not relevant
The following standards, amendments and interpretations to published standards are mandatory for accounting periods beginning on or after 1st January 2007 but they are not relevant to the Company's operations

- IFRS 4, 'Insurance contracts',
- IFRIC 7, 'Applying the restatement approach under IAS 29, Financial reporting in hyperinflationary economies', and
- IFRIC 9, 'Re-assessment of embedded derivatives'

d) Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Company
The following standards, amendments and interpretations to existing standards have been published and are mandatory for the Company's accounting periods beginning on or after 1st January 2008 or later periods, but the Company has not early adopted them

IAS 23 (Amendment), 'Borrowing costs' (effective from 1st January 2009) The amendment to the standard is still subject to endorsement by the European Union It requires an entity to capitalise borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset (one that takes a substantial period of time to get ready for use or sale) as part of the cost of that asset The option of immediately expensing those borrowing costs will be removed The Company will apply IAS 23 (Amended) from 1st January 2009 but is currently not applicable to the Company as there are no qualifying assets

IFRS 8, 'Operating segments'(effective from 1st January 2009) IFRS 8 replaces IAS 14 and aligns segment reporting with the requirements of the US standard SFAS 131, 'Disclosures about segments of an enterprise and related information' The new standard requires a 'management approach', under which segment information is presented on the same basis as that used for internal reporting purposes The Company will apply IFRS 8 from 1st January 2009 The expected impact is still being assessed in detail by management, but it appears likely that the number of reportable segments, as well as the manner in which the segments are reported will not change

IFRIC 14, 'IAS 19 – The limit on a defined benefit asset, minimum funding requirements and their interaction' (effective from 1st January 2008) IFRIC 14 provides guidance on assessing the limit in IAS 19 on the amount of the surplus that can be recognised as an asset It also explains how the pension asset or liability may be affected by a statutory or contractual minimum funding requirement The Company will apply IFRIC 14 from 1st January 2008, but it is not expected to have any impact on the Company's accounts

e) Interpretations to existing standards that are not yet effective and not relevant for the Company's operations
The following interpretations to existing standards have been published and are mandatory for the Company's accounting periods beginning on or after 1st January 2008 or later periods but are not relevant for the Company's operations

IFRIC 12, 'Service concession arrangements' (effective from 1st January 2008) IFRIC 12 applies to contractual arrangements whereby a private sector operator participates in the development, financing, operation and maintenance of infrastructure for public sector services IFRIC 12 is not relevant to the Company's operations because the Company does not provide for public sector services

IFRIC 13, 'Customer loyalty programmes' (effective from 1st July 2008) IFRIC 13 clarifies that where goods or services are sold together with a customer loyalty incentive (for example, loyalty points or free products), the arrangement is a multiple-element arrangement and the consideration receivable from the customer is allocated between the components of the arrangement in using fair values IFRIC 13 is not relevant to the Company's operations because the Company does not operate any loyalty programmes

CASH AND CASH EQUIVALENTS
Cash and cash equivalents in the Balance Sheet comprise of cash at bank and in hand

For the purpose of the cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts where a right of set-off exists

FOREIGN CURRENCY TRANSLATION
The financial statements are presented in sterling, which is the Company's functional and presentational currency

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement

Johnson (CCG) Limited
Statement of Significant Accounting Policies (continued)
for the year ended 31st December 2007

REVENUE RECOGNITION
Revenue represents the fair value of consideration received or receivable for the sale of goods and services supplied in the ordinary course of the Group's activities, and is stated exclusive of VAT and similar taxes The Company recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the entity

EXCEPTIONAL ITEMS
Items that are material in size and non-operating or non-recurring in nature are presented as exceptional items in the Income Statement, within the relevant account heading The Directors are of the opinion that the separate recording of exceptional items provides helpful information about the Group's underlying business performance Events which may give rise to the classification of items as exceptional include, but are not restricted to, restructuring of businesses, professional fees incurred with the bank restructuring process, gains or losses on the disposal of properties and the amortisation of intangibles (excluding software)

TAXATION
Current tax
Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the tax authorities The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date

Deferred tax
Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements Deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affects neither accounting nor taxable profit or loss Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and that are expected to apply when the related deferred tax asset is realised or the deferred income tax liability is settled

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised

BORROWINGS
Borrowings are recognised initially at fair value, net of transaction costs incurred Transaction costs are amortised, as a finance cost, over the expected term of the facility Borrowings are classified on the Balance Sheet as either current or non-current liabilities, dependent upon the maturity date of the loan

DIVIDEND DISTRIBUTION
Under IAS 10 (Events after the Balance Sheet), dividends to holders of equity instruments declared after the balance sheet date are not recognised as a liability as at the balance sheet date Dividend distribution to the Company's shareholders is recognised in the financial statements in the period in which the dividends are declared to the Company's shareholders Interim dividends are recognised when paid

SHARE CAPITAL
Ordinary shares are classified as equity Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds

Johnson (CCG) Limited
Notes to the Financial Statements
for the year ended 31st December 2007

1 SEGMENTAL ANALYSIS

The Company had only one class of business in the United Kingdom in 2007 The analysis of profit before taxation by class of business and geographical location has therefore not been given

2 OPERATING PROFIT

	2007 £000	2006 £000
Operating profit is stated after crediting		
Release of Indemnity provision	-	618

Auditors remuneration is borne by Johnson Service Group PLC, the Company's ultimate parent

3 DIRECTORS AND EMPLOYEES

The Directors received no emoluments for their services to the Company during the year (2006 nil) The Company had no employees during the year (2006 nil)

4 FINANCE COSTS

	2007 £000	2006 £000
Interest payable on loan from Parent Company	29	12

5 TAXATION

	2007 £000	2006 £000
Current tax expense		
UK corporation tax charge (credit) for the year at 30% (2006 30%)	(9)	182
Non taxable amount on disposal of business	-	-
Current tax charge (credit) for the year	(9)	182

The tax credit for the period is equal to (2006 equal to) the standard rate of corporation tax in the UK

	2007 £000	2006 £000
Profit before taxation per the income statement	(29)	606
Profit before taxation multiplied by standard rate of corporation tax in the UK of 30% (2006 30%)	(9)	182
Factors affecting charge for the year	-	-
Adjustments to tax in respect of prior periods	-	-
Total tax (credit) / charge for the year	(9)	182

Johnson (CCG) Limited
Notes to the Financial Statements (continued)
for the year ended 31st December 2007

6 OTHER CREDITORS AND ACCRUALS

	2007	2006
	£000	£000
Bank overdraft	**2,157**	2,128
	2,157	2,128

7 OTHER NON CURRENT LIABILITIES

	2007	2006
	£000	£000
Amounts owned to Parent undertaking	3,549	3,736
Amounts owed to Group undertakings	7,497	7,319
	11,046	11,055

8 CONTINGENT LIABILITIES

At 31st December 2007 there were no contingent liabilities except for those arising from the ordinary course of the Company's business (2006 nil) The Company is a party in the credit facility of the parent company and fellow subsidiary companies Under this facility the bank has a right of set-off

The Company has guaranteed the banking facilities of Johnson Service Group PLC and certain of its subsidiary undertakings under a cross guarantee arrangement No losses are expected to result from this arrangement

9 CALLED-UP SHARE CAPITAL

		2007		2006
		£000		£000
Authorised				
1,000 (2006 1,000) Ordinary shares of £1 each		**1,000**		1,000
Issued and fully paid	**Shares**	**£000**	Shares	£000
Ordinary shares of £1 each				
At start and end of year	**2**	-	2	-

10 STATEMENT OF CHANGES IN EQUITY

	Share capital £000	Retained earnings £000	Total equity £000
Balance at 1st January 2006		(13,607)	(13,607)
Total recognised income and expense for the period	-	424	424
	-		
Balance at 31st December 2006	-	(13,183)	(13,183)
Balance at 1st January 2007	**-**	**(13,183)**	**(13,183)**
Total recognised income and expense for the period	-	**(20)**	**(20)**
Balance at 31st December 2007	-	**(13,203)**	**(13,203)**

11 RELATED PARTY TRANSACTIONS

The Company has a related party relationship with its parent company and other group undertakings Transactions during the year between these related parties are disclosed below

	2007	2006
	£000	£000
Transactions with parent company		
Amounts due to parent company	**3,549**	3,736
Transactions with other group undertakings		
Amounts due to other group undertakings	**7,497**	7,319

12 ULTIMATE PARENT COMPANY

The Company's immediate and ultimate parent undertaking, which is the parent undertaking of the smallest and largest group to consolidate these financial statements and controlling party is Johnson Service Group PLC Copies of the parent's consolidated Financial Statements may be obtained from The Secretary, Johnson Service Group PLC, Johnson House, 4 Harley Street, London, W1G 9PB