

**Medical Employment Direct Limited**  
**Registered No: 3508519**

**Annual Report**  
**For the Year Ended 31 December 2000**



# **Medical Employment Direct Limited**

## **Annual Report**

**For the Year Ended 31 December 2000**

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# **Medical Employment Direct Limited**

## **Directors' Report**

### **For the Year Ended 31 December 2000**

The directors present their report and the audited financial statements for the year to 31 December 2000.

#### **Principal activities**

The principal activities of the company during the year were the provision of specialist nursing services to the healthcare industry.

#### **Financial results**

The directors are confident about the company's future prospects. The results for the year are shown in the profit and loss account on page 4. The directors propose a final dividend of £42,000 (1999: £35,875).

The directors consider the state of affairs of the company to be satisfactory and that the company will continue to perform satisfactorily for the foreseeable future.

#### **Directors**

The directors who held office during the year were:

J A Jewitt  
D O Lyon  
M D Horgan

#### **Directors' interests**

The directors had no interests in the share capital of the company.

The interests of J A S Jewitt, D O Lyon and M D Horgan in the share capital of Nestor Healthcare Group plc, the ultimate holding company, are disclosed in the financial statements of that company.

# Medical Employment Direct Limited

## Directors' Report

For the Year Ended 31 December 2000 (Continued)

### Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year that 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 year. In preparing those financial statements, the directors are required to:

Select suitable accounting policies and then apply them consistently.

- Make judgements and estimates that are reasonable and prudent.
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements.
- 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.

### Auditors

The auditors, PricewaterhouseCoopers have indicated their willingness to continue in office. Since the company has dispensed with the obligation to appoint auditors annually, PricewaterhouseCoopers will continue in office.

Approved by the Board on 24 September 2001, and signed on its behalf by



CER Thomas  
Company Secretary

## **Auditors' report to the members of Medical Employment Direct Limited**

We have audited the financial statements on pages 4 to 10 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

### **Respective responsibilities of directors and auditors**

The directors are responsible for preparing the Annual Report. As described on page 2, this includes responsibility for preparing the financial statements, in accordance with applicable United Kingdom accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and our profession's ethical guidance.

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 United Kingdom Companies Act. 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 the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the Annual Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

### **Basis of audit 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 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 of the state of the company's affairs as at 31 December 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers  
Chartered Accountants and Registered Auditors  
1 Embankment Place  
London  
WC2N 6RH

24 September 2001

# Medical Employment Direct Limited

## Profit and Loss Account For the Year Ended 31 December 2000

	<i>Notes</i>	2000 £	1999 £
Turnover	2	393,816	309,293
Cost of sales		(299,038)	(238,758)
<b>Gross profit</b>		<b>94,778</b>	<b>70,535</b>
Administrative expenses		(34,778)	(19,285)
<b>Operating profit</b>	3	<b>60,000</b>	<b>51,250</b>
Tax on profit on ordinary activities	6	(18,000)	(15,375)
<b>Profit on ordinary activities after taxation</b>		<b>42,000</b>	<b>35,875</b>
Dividend proposed	7	(42,000)	(35,875)
<b>Profit retained for the financial year</b>		<b>-</b>	<b>-</b>

All of the company's operations are continuing.

The company has no recognised gains and losses other than the above 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 retained profit for the year stated above and their historical cost equivalents.

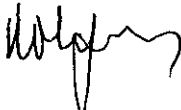
The notes on pages 6 to 10 form an integral part of these financial statements.

# Medical Employment Direct Limited

## Balance Sheet At 31 December 2000

	Notes	2000 £	1999 £
<b>Fixed assets</b>			
Intangible assets	8	35,481	37,531
<b>Current assets</b>			
Debtors	9	58,095	50,271
<b>Creditors - amounts falling due in less than one year</b>	10	(93,574)	(87,800)
<b>Net current liabilities</b>		(35,479)	(37,529)
<b>Total assets less current liabilities</b>		2	2
<b>Net assets</b>		2	2
<b>Capital and reserves</b>			
Called up share capital	11	2	2
<b>Total shareholders' funds</b>	12	2	2

The financial statements on pages 4 to 10 were approved by the board of directors on 24 September 2001 and were signed on its behalf by:



Director

The notes on pages 6 to 10 form an integral part of these financial statements.

# **Medical Employment Direct Limited**

## **Notes to the Financial Statements For the Year Ended 31 December 2000**

### **1 Accounting policies**

#### **Basis of accounting**

The financial statements have been prepared in accordance with applicable accounting standards in the United Kingdom and under the historical cost convention. Accounts are made up to the nearest practicable Friday to 31 December each year.

#### **Goodwill**

Goodwill represents the excess of the purchase consideration over the fair value of the net separable assets acquired and is capitalised and amortised over its useful economic life.

#### **Deferred taxation**

Deferred taxation is provided on the liability method where, in the opinion of the directors, it is probable that the liability will crystallise in the foreseeable future.

#### **Pension costs**

Pension costs are charged to the profit and loss account in such a way as to provide for the liabilities evenly over the remaining working lives of the employees.

#### **Cash flow statements and related party transactions**

The company is a wholly owned subsidiary of Nestor Healthcare Group plc and is included in the consolidated financial statements of Nestor Healthcare Group plc, which are publicly available. Consequently the company is exempt under the terms of Financial Reporting Standard No. 1 (revised 1996) from publishing a cash flow statement. The company is also exempt under the terms of Financial Reporting Standard No. 8 from disclosing related party transactions with members of the Nestor Healthcare Group plc group or investees of the Nestor Healthcare Group plc group.

### **2 Turnover**

Turnover is the total amount receivable by the company in the ordinary course of business with outside customers for goods and services supplied, excluding value added tax and trade discounts. The turnover and profit before taxation is attributable to the UK market.



# Medical Employment Direct Limited

## Notes to the Financial Statements For the Year Ended 31 December 2000

### 3 Operating profit

	2000 £	1999 £
Operating profit stated after charging:		
Amortisation of goodwill	2,050	2,050

Remuneration of the company's auditors is borne by British Nursing Co-operations Limited, a fellow subsidiary of Nestor Healthcare Group plc.

### 4 Employee information

The company had no employees during the financial year (1999: nil).

### 5 Directors' Emoluments

All of the directors also served as directors of the ultimate parent company, Nestor Healthcare Group plc and are also directors of other group companies. The emoluments of these directors have been borne by another group company and are disclosed in the accounts of Nestor Healthcare Group plc. The directors do not believe it is possible to meaningfully allocate the emoluments of these directors between their respective duties and accordingly no emoluments are borne by this company.

Disclosures of the ultimate parent company directors whom have exercised share options during the year and disclosures of their pension entitlements are set out in the accounts of Nestor Healthcare Group plc.

### 6 Tax on profit on ordinary activities

	2000 £	1999 £
UK Corporation tax at 30% (1999: 30%)	18,000	15,375

### 7 Dividends

	2000 £	1999 £
Dividends on equity shares		
Ordinary dividend proposed	42,000	35,875

# Medical Employment Direct Limited

## Notes to the Financial Statements For the Year Ended 31 December 2000

### 8 Intangible assets

	Goodwill £
<b>Cost</b>	
At 1 January 2000	41,000
Additions	-
<b>At 31 December 2000</b>	<b>41,000</b>
<b>Aggregate amortisation</b>	
At 1 January 2000	3,469
Charge for year	2,050
<b>At 31 December 2000</b>	<b>5,519</b>
<b>Net book amount</b>	
At 31 December 2000	35,481
At 1 January 2000	37,531

The goodwill arose on the acquisition of the business of Medical Employment Direct, a partnership and is being amortised on a straight-line basis over 20 years. This is the period over which the directors estimate the value of the underlying businesses acquired in each case is expected to exceed the value of the underlying assets.

### 9 Debtors

	2000 £	1999 £
Amounts falling due within one year:		
Trade debtors	50,236	44,464
Prepayment and accrued income	7,859	5,807
	<b>58,095</b>	<b>50,271</b>

# Medical Employment Direct Limited

## Notes to the Financial Statements For the Year Ended 31 December 2000

### 10 Creditors - amounts falling due in less than one year

	2000 £	1999 £
Trade creditors	12,417	7,157
Amounts owed to fellow subsidiary companies	13,353	24,185
Other creditors	7,804	5,208
Corporation tax	18,000	15,375
Dividend payable	42,000	35,875
	<u>93,574</u>	<u>87,800</u>

### 11 Share capital

	2000 £	1999 £
Authorised:		
Ordinary shares of £1 each	1,000	1,000
Issued, allotted, called up and fully paid		
Ordinary shares of £1 each	2	2

### 12 Reconciliation of movements in shareholders' funds

	2000 £	1999 £
Profit for the year	42,000	35,875
Dividends	(42,000)	(35,875)
Retained profit for the year	-	-
Opening shareholders' funds	2	2
Closing shareholders' funds	2	2

### 11 Contingent liabilities

No loans were outstanding at the year end to any Nestor Healthcare Group plc group undertaking which had been guaranteed by the company (1999:nil).

# **Medical Employment Direct Limited**

## **Notes to the Financial Statements For the Year Ended 31 December 2000**

### **12 Pension commitments**

Employees who are eligible for membership may join the Nestor Healthcare Group plc Retirement Benefits Scheme ("the scheme"), which provides benefits based on final pensionable salary. The scheme is administered by Trustees separately from the affairs of the group and is contracted out of the additional component of the State Pension Scheme.

Contributions are paid in accordance with the advice of the actuary to the Scheme.

Actuarial information concerning the Scheme is disclosed in the financial statements of the parent company, Nestor Healthcare Group plc.

### **13 Ultimate parent undertaking**

The company's immediate parent undertaking is Nestor Medical Personnel Ltd.

The Company's ultimate parent undertaking is Nestor Healthcare Group plc, which is registered in England and Wales and heads up the largest and smallest groups for which consolidated accounts incorporating this company are drawn up. Copies of the ultimate holding company's consolidated financial statements may be obtained from The Colonnades, Beaconsfield Close, Hatfield, Hertfordshire, AL10 8YD.