

CMG Homes Limited

Report and financial statements

for the year ended 28 February 2003

Registered number: 3519503



# CMG Homes Limited

## Annual report and financial statements for the year ended 28 February 2003

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# **CMG Homes Limited**

## **Officers and professional advisers**

### **The board of directors**

WM Buckingham  
RL Galway

### **Company secretary**

KF Ford

### **Registered office**

The Pointe  
89 Hartfield Road  
Wimbledon  
London  
SW19 3TJ

### **Auditors**

PricewaterhouseCoopers LLP  
Temple Court  
35 Bull Street  
Birmingham  
B4 6JT

### **Bankers**

Barclays Bank plc  
Luton Corporate Banking Centre  
PO Box 729  
Eagle Point  
1 Capability Green  
Luton  
Bedfordshire  
LU1 3US

# **CMG Homes Limited**

## **Directors' report for the year ended 28 February 2003**

The directors present their report and the audited financial statements for the year ended 28 February 2003.

### **Principal activities and business review**

The principal activity of the company during the year was that of provision of agency services on behalf of its parent company.

The results for the year and the financial position of the company are as shown in the attached financial statements.

### **Post balance sheet event**

On 10 March 2003, the company's parent company, Care Management Group Limited, was purchased by Pinco 1846 Limited. Pinco 1846 Limited's parent company, Pinco 1847 Limited then became the ultimate parent undertaking. As a result the ultimate controlling party became ISIS Equity Partners plc, in view of its controlling interest in the equity share capital of Pinco 1847 Limited.

### **Directors and their interests**

The directors who served the company during the year were as follows:

WM Buckingham  
RL Galway  
DR Blackman (appointed 23 June 2003)

The directors who held office during the period had no disclosable interests in the shares of the group. The interests of the group directors in the share capital of the parent undertaking are disclosed in that company's financial statements.

### **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 as at the end of the financial year and of the profit or loss of the company for that period.

The directors confirm that suitable accounting policies have been used and applied consistently, and reasonable and prudent judgements and estimates have been made, in the preparation of the financial statements for the year ended 28 February 2003. The directors also confirm that applicable accounting standards have been followed and that the financial statements have been prepared on the going concern basis.

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.

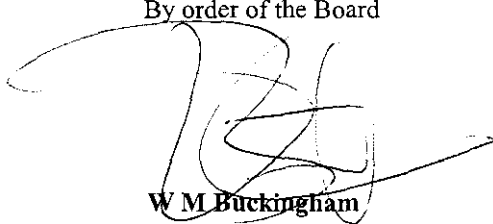
# **CMG Homes Limited**

## **Directors' report for the year ended 28 February 2003 (continued)**

### **Auditors**

PricewaterhouseCoopers LLP were appointed auditors during the year. A resolution to reappoint PricewaterhouseCoopers LLP as auditors to the company will be proposed at the annual general meeting.

By order of the Board

A large, stylized handwritten signature in black ink, appearing to be 'W M Buckingham', is written over the printed name and title.

**W M Buckingham**  
**Director**  
**6 November 2003**

## **Independent auditors' report to the members of CMG Homes Limited**

We have audited the financial statements on pages 5 to 10.

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

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards 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 United Kingdom Auditing Standards issued by the Auditing Practices Board. 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 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 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. The other information comprises only the directors' report.

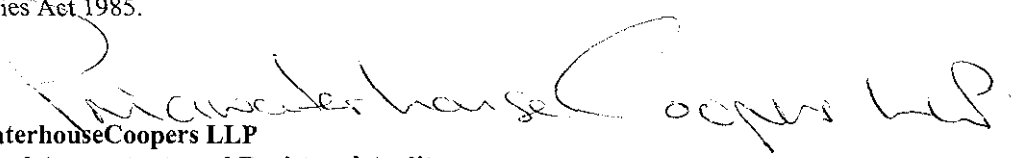
### **Basis of audit opinion**

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 at 28 February 2003 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



**PricewaterhouseCoopers LLP**  
Chartered Accountants and Registered Auditors  
Birmingham  
6 November 2003

## CMG Homes Limited

### Profit and loss account for the year ended 28 February 2003

		2003	2002
	Notes	£	£
Turnover		2,142,499	2,135,254
Administrative expenses		(2,151,250)	(2,141,304)
Operating loss	2	(8,751)	(6,050)
Interest receivable		10,858	8,118
Interest payable		-	(25)
Profit on ordinary activities before taxation		2,107	2,043
Tax on profit on ordinary activities	3	(18)	(204)
Retained profit for the financial year		2,089	1,839

There is no difference between the profit on ordinary activities before taxation and the profit for the year stated above, and their historical cost equivalents.

The company has no recognised gains and losses other than the results for the year as included above.

All of the activities of the company are classed as continuing.

# CMG Homes Limited

## Balance sheet as at 28 February 2003

	Notes	2003 £	2002 £
<b>Current assets</b>			
Cash at bank		268,872	200,209
Creditors: Amounts falling due within one year	4	(263,944)	(197,370)
Net current assets		4,928	2,839
Net assets		4,928	2,839
<b>Capital and reserves</b>			
Called up share capital	6	1,000	1,000
Profit and loss account	7	3,928	1,839
Equity shareholders' funds	8	4,928	2,839

These financial statements were approved by the directors on 6 November 2003 and were signed on their behalf by:



W M Buckingham  
Director



# CMG Homes Limited

## Notes to the financial statements for the year ended 28 February 2003

### 1 Accounting policies

#### Basis of accounting

The financial statements have been prepared under the historical cost convention.

#### Cash flow statement

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that its parent undertaking includes the company in its own published financial statements, which includes a statement of consolidated cash flows

#### Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year to its parent company for agency services provided.

#### Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

### 2 Operating loss

Operating loss is stated after charging:

	2003	2002
	£	£
Operating lease costs:		
Land and buildings	2,110,627	2,112,780

Auditors' remuneration is borne by the company's parent company, Care Management Group Limited.

Other than the directors, the company had no employees. No remuneration was paid to the directors.

# CMG Homes Limited

## Notes to the financial statements for the year ended 28 February 2003 (continued)

### 3 Tax on profit on ordinary activities

#### (a) Analysis of tax charge in the period

	2003	2002
	£	£
<b>Current Tax:</b>		
Corporation tax charge at 0.85% (2002: 10%)	18	204
	18	204

#### (b) Factors affecting current tax charge for the period

	2003	2002
	£	£
Profit on ordinary activities before taxation	2,107	2,043
At standard rate of 0.85% (2002: 10%)	18	204

### 4 Creditors: Amounts falling due within one year

	2003	2002
	£	£
Trade creditors	15,145	-
Amounts owed to group undertakings	114,609	81,667
Corporation tax	18	204
Accruals and deferred income	134,172	115,499
	263,944	197,370

# CMG Homes Limited

## Notes to the financial statements for the year ended 28 February 2003 (continued)

### 5 Commitments under operating leases

At 28 February 2003 the company had annual commitments under non-cancellable operating leases as set out below.

	Land & buildings	
	2003	2002
	£	£
Operating leases which expire:		
After more than five years	2,170,644	2,026,644

### 6 Share capital

	2003	2002
	£	£
Authorised share capital:		
1,000 Ordinary shares of £1 each	1,000	1,000
Allotted, called up and fully paid:		
1,000 Ordinary shares of £1 each	1,000	1,000

### 7 Profit and loss account

	£
At 1 March 2002	1,839
Retained profit for the year	2,089
At 28 February 2003	3,928

# CMG Homes Limited

## Notes to the financial statements for the year ended 28 February 2003 (continued)

### 8 Reconciliation of movements in shareholders' funds

	2003	2002
	£	£
Profit for the financial year	2,089	1,839
Opening shareholders' equity funds	2,839	1,000
Closing shareholders' equity funds	4,928	2,839

### 9 Related party transactions

The company has taken advantage of the exemption permitted by FRS 8, available to 90% or more subsidiary undertakings where the consolidated financial statements of that group are publicly available, not to disclose transactions with other group companies within these financial statements.

### 10 Ultimate parent company and controlling party

At 28 February 2003 the company was a wholly owned subsidiary undertaking of, and controlled by, Care Management Group Limited.

### 11 Post balance sheet event

On 10 March 2003, the company's parent company, Care Management Group Limited, was purchased by Pinco 1846 Limited. Pinco 1846 Limited's parent company, Pinco 1847 Limited then became the ultimate parent undertaking. As a result the ultimate controlling party became ISIS Equity Partners plc, in view of its controlling interest in the equity share capital of Pinco 1847 Limited.