

**MILLBROOK HEALTHCARE
LIMITED
DIRECTORS' REPORT & ACCOUNTS
30 JUNE 2005
3535650**



MILLBROOK HEALTHCARE LIMITED

DIRECTORS' REPORT FOR THE PERIOD ENDED 30 JUNE 2005

The Directors present their report and the financial statements of the Company for the period ended 30 June 2005.

ACTIVITIES

The Company has not traded during the period and has not made a profit or loss.

DIRECTORS

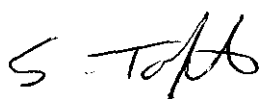
The Directors during the period were:

C Croll
S D Toft

AUDITORS

In accordance with Section 249aa(1) of the Companies Act 1985, the Company is exempt from the obligation to appoint auditors.

By order of the Board.



S D TOFT
Secretary

30 May 2006

MILLBROOK HEALTHCARE LIMITED

BALANCE SHEET AT 30 JUNE 2005

	2005	2004
CURRENT ASSETS		
Amount due from holding Company	£1	£1

CAPITAL AND RESERVES

Called up share capital	£1	£1
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The Company was dormant throughout the financial period.

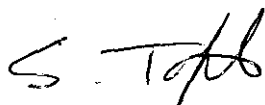
For the year ended 30 June 2005, the company was entitled to exemption under section 249aa(1) of the companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249b(2).

The directors acknowledge their responsibility for: (i) Ensuring the company keeps accounting records which comply with section 221; and (ii) Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

DIRECTOR

S D Toft



Approved by the Board on 30 May 2006

1 During the period the Company has not traded, has not incurred any liabilities and consequently, has made neither profit nor loss. None of the Directors received any emoluments in respect of their services to the Company.

2 Called up share capital

	2005	2004
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Authorised, allotted and fully paid
ordinary shares of £1 each

£1	£1
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3 The ultimate holding Company is Millbrook Industries Limited which is incorporated in England.