

**MILLBROOK HEALTHCARE
LIMITED
DIRECTORS' REPORT & ACCOUNTS
30 JUNE 2001
3535650**



MILLBROOK HEALTHCARE LIMITED

DIRECTORS' REPORT FOR THE PERIOD ENDED 30 JUNE 2001

The Directors present their report and the financial statements of the Company for the period ended 30 June 2001.

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 252 of the Companies Act 1985, the Company is exempt from the obligation to appoint auditors.

By order of the Board.



S D TOFT
Secretary

19 November 2001

MILLBROOK HEALTHCARE LIMITED

BALANCE SHEET AT 30 JUNE 2001

	2001	2000
CURRENT ASSETS		
Amount due from holding Company	£1	£1

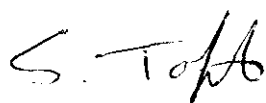
CAPITAL AND RESERVES

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

DIRECTOR

S D Toft



Approved by the Board on 19 November 2001

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

	2001	2000
Authorised, allotted and fully paid ordinary shares of £1 each	£1	£1

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