

COMPANY REGISTRATION NUMBER SC267205

GILES PLUS SERVICES LIMITED
FINANCIAL STATEMENTS
FOR
31ST AUGUST 2005

FRENCH DUNCAN LLP
Chartered Accountants & Registered Auditor
375 West George Street
Glasgow
G2 4LW



GILES PLUS SERVICES LIMITED

FINANCIAL STATEMENTS

PERIOD FROM 28TH APRIL 2004 TO 31ST AUGUST 2005

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GILES PLUS SERVICES LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

C M Giles
D G Gardner

Company secretary

D G Gardner

Registered office

Spectrum Building
7th Floor
55 Blythswood Square
Glasgow
G2 7AT

Auditors

French Duncan LLP
Chartered Accountants
& Registered Auditor
375 West George Street
Glasgow
G2 4LW

GILES PLUS SERVICES LIMITED

THE DIRECTORS' REPORT

PERIOD FROM 28TH APRIL 2004 TO 31ST AUGUST 2005

The directors present their report and the financial statements of the company for the period from 28th April 2004 to 31st August 2005.

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The company was incorporated on 28th April 2004 under the name of Dunwilco (1148) Limited. On 8th July 2004 the company changed its name to Giles Plus Services Limited.

The company commenced trading on 28th September 2004.

The principal activity of the company during the period was that of insurance consultants.

The results for the period are not unexpected as the company establishes itself in the insurance consultancy market. The directors are confident that a significant increase in turnover will arise in the 2006 year.

RESULTS AND DIVIDENDS

The trading results for the period and the company's financial position at the end of the period are shown in the attached financial statements.

The directors have not recommended a dividend.

DIRECTORS

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

D W Director 1 Limited	(Served the company from 28th April 2004 to 7th July 2004)
C M Giles	(Appointed 7th July 2004)
D G Gardner	(Appointed 7th July 2004)

The company is a wholly owned subsidiary and the interests of the group directors are disclosed in the financial statements of the parent company.

GILES PLUS SERVICES LIMITED**THE DIRECTORS' REPORT** *(continued)***PERIOD FROM 28TH APRIL 2004 TO 31ST AUGUST 2005****DIRECTORS' RESPONSIBILITIES**

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company at the end of the period and of the profit or loss for the period then ended. In preparing those financial statements, the directors are required to:

select suitable accounting policies, as described on page 8, 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; and

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 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. The directors 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.

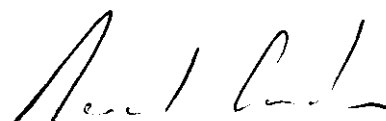
AUDITORS

French Duncan were appointed as auditors during the period. French Duncan have advised us that as of 1st May 2005 they transferred their entire business to French Duncan LLP. Accordingly their existing appointment terminated on 30th April 2005.

A resolution to re-appoint French Duncan LLP as auditors for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985.

Registered office:
Spectrum Building
7th Floor
55 Blythswood Square
Glasgow
G2 7AT

Signed by order of the directors



D G GARDNER
Company Secretary

Approved by the directors on 27th February 2006

GILES PLUS SERVICES LIMITED**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDER OF
GILES PLUS SERVICES LIMITED****PERIOD FROM 28TH APRIL 2004 TO 31ST AUGUST 2005**

We have audited the financial statements on pages 6 to 10 which have been prepared under the historical cost convention and the accounting policies set out on page 8.

This report is made solely to the company's shareholder, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's shareholder those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's shareholder as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 with the company 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 United Kingdom 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.

GILES PLUS SERVICES LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDER OF GILES PLUS SERVICES LIMITED *(continued)*

PERIOD FROM 28th APRIL 2004 TO 31st AUGUST 2005

OPINION

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31st August 2005 and of its loss for the period then ended, and have been properly prepared in accordance with the Companies Act 1985.



FRENCH DUNCAN LLP
Chartered Accountants
& Registered Auditor

375 West George Street
Glasgow
G2 4LW

27th February 2006

GILES PLUS SERVICES LIMITED**PROFIT AND LOSS ACCOUNT****PERIOD FROM 28TH APRIL 2004 TO 31ST AUGUST 2005**

	Note	Period from 28 April 2004 to 31 August 2005 £000
TURNOVER	2	19
Administrative expenses		161
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(142)
Tax on loss on ordinary activities		—
LOSS FOR THE FINANCIAL PERIOD		(142)

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

The company has no recognised gains or losses other than the results for the period as set out above.

The notes on pages 8 to 10 form part of these financial statements.

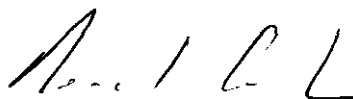
GILES PLUS SERVICES LIMITED**BALANCE SHEET****31ST AUGUST 2005**

	Note	31 August 2005	
		£000	£000
CURRENT ASSETS			
Debtors	5	7	
CREDITORS: Amounts falling due within one year	6	<u>149</u>	
NET CURRENT LIABILITIES			<u>(142)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>(142)</u>
CAPITAL AND RESERVES			
Share capital	9		-
Profit and loss account			<u>(142)</u>
DEFICIENCY			<u>(142)</u>

These financial statements were approved by the directors on the 27th February 2006 and are signed on their behalf by:



C M GILES
Director



D G GARDNER
Director

The notes on pages 8 to 10 form part of these financial statements.

GILES PLUS SERVICES LIMITED**NOTES TO THE FINANCIAL STATEMENTS****PERIOD FROM 28TH APRIL 2004 TO 31ST AUGUST 2005****1. ACCOUNTING POLICIES****Basis of accounting**

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

Going concern

The financial statements have also been prepared under the going concern concept recognising that the holding company and its subsidiary companies have agreed to provide adequate funds for the company to meet its liabilities as they fall due.

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

Turnover

The turnover comprises amounts for fees invoiced in the period.

Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

2. TURNOVER

The turnover and loss before tax are attributable to the one principal activity of the company.

The company derives all turnover from the operations in the United Kingdom.

3. OPERATING LOSS

Operating loss is stated after charging:

Directors' emoluments
Auditors' remuneration
- as auditors

**Period from
28 April 2004 to
31 August 2005
£000**

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2

GILES PLUS SERVICES LIMITED**NOTES TO THE FINANCIAL STATEMENTS****PERIOD FROM 28TH APRIL 2004 TO 31ST AUGUST 2005****4. PARTICULARS OF EMPLOYEES**

The average number of staff employed by the company during the financial period amounted to:

	Period from 28 April 2004 to 31 August 2005
	No
Administrative staff	<u>3</u>

The aggregate payroll costs of the above were:

	Period from 28 April 2004 to 31 August 2005
	£000
Wages and salaries	131
Social security costs	15
Other pension costs	<u>2</u>
	<u>148</u>

5. DEBTORS

	31 August 2005
	£000
Trade debtors	<u>7</u>

6. CREDITORS: Amounts falling due within one year

	31 August 2005
	£000
Amounts owed to group undertakings	142
PAYE and social security	5
Accruals and deferred income	<u>2</u>
	<u>149</u>

7. PENSIONS

The company operates a defined contribution pension scheme and contributions are charged in the Profit and Loss Account as they accrue. The charge for the period was £1,700. There are no unpaid contributions outstanding at the period end.

8. RELATED PARTY TRANSACTIONS

The company has taken advantage if the exemptions available to subsidiary undertakings in Financial Reporting Standard 8.

GILES PLUS SERVICES LIMITED**NOTES TO THE FINANCIAL STATEMENTS****PERIOD FROM 28TH APRIL 2004 TO 31ST AUGUST 2005****9. SHARE CAPITAL****Authorised share capital:**

1,000 Ordinary shares of £1 each

31 August 2005**£000****1****Allotted, called up and fully paid:**

Ordinary shares of £1 each

No**1****£****1****10. ULTIMATE PARENT COMPANY**

Giles Holdings Limited, a company registered in Scotland is regarded by the directors as being the company's ultimate Holding Company.