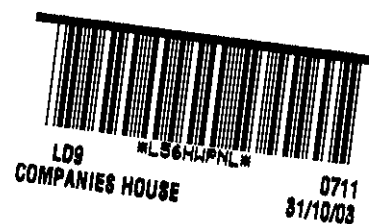


Barbour Index Limited
(formerly Barbour Index PLC)

Report and Financial Statements

31 December 2002



Barbour Index Limited (formerly Barbour Index PLC)

Registered No. 370721

Directors

C Guy
K Tickle

Secretary

M Margaritelli

Auditors

Ernst & Young LLP
Becket House
1 Lambeth Palace Road
London SE1 7EU

Bankers

The Royal Bank of Scotland
PO Box 2DG
208 Piccadilly
London EC1V 2NU

Registered office

New Lodge
Drift Road
Windsor
Berkshire
SL4 4RQ

Directors' report

The directors present their report and the audited financial statements for the year ended 31 December 2002.

Results and dividends

The profit after tax for the year amounted to £2m (2001: £0.2m). The directors do not consider it appropriate to recommend the payment of a dividend (2001- £nil).

Principal activities and review of the business

The principal activity of the company is the provision of specialist information services to professionals in the United Kingdom construction industry and those responsible for health & safety at work.

There have been no significant changes in the trading activities during the period under review and none are envisaged in the coming year.

Ultimate parent undertaking

The company is a subsidiary of Aprovia (UK) Limited, which is a subsidiary of Aprovia Group Holding Sarl, a company incorporated in Luxembourg.

Change of name

On 28 June 2002 the company changed its name from Barbour Index PLC to Barbour Index Limited.

Directors and their interests

The directors who held office during the year are as listed on page 1.

No director had any interest in any contract, other than a service contract, with the company or group undertakings at any time during the year.

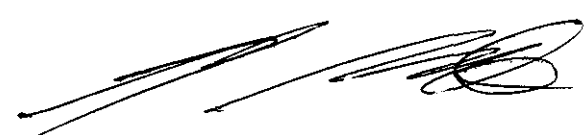
None of the directors had an interest at any time during the period in the share capital of the company, group undertakings or any participating interests.

Auditors

RSM Robson Rhodes resigned as auditors on 21 June 2002 and Ernst & Young LLP were appointed in their place.

A resolution to reappoint Ernst & Young LLP as auditors will be put to the members at the Annual General Meeting.

By order of the Board



Secretary

01 APR 2003

Statement of directors' responsibilities in respect of the financial statements

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 and of the profit or loss of the company for that period. 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; 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. 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.

Independent auditors' report

to the members of Barbour Index Limited

We have audited the company's financial statements for the year ended 31 December 2002 which comprise the Profit and Loss Account, Statement of Total Recognised Gains and Losses, Balance Sheet and the related notes 1 to 17. These financial statements have been prepared on the basis of the accounting policies set out therein.

This report is made solely to the company's members, 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 members 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 members 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 United Kingdom law and 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.

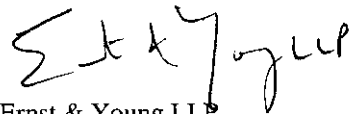
We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report

to the members of Barbour Index Limited (continued)

Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 31 December 2002 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.


Ernst & Young LLP
Registered Auditor
London

01 APR 2003

Profit and loss account

for the year ended 31 December 2002

		2002	2001
	Note	£000	restated £000
Turnover	2	14,845	15,289
Cost of sales		(8,976)	(10,875)
Gross profit		<u>5,869</u>	<u>4,414</u>
Administrative expenses		(3,217)	(4,224)
Other operating income	3	68	152
Operating profit	4	<u>2,720</u>	<u>342</u>
Income from investments		27	-
Interest receivable		124	234
Profit on ordinary activities before taxation		<u>2,871</u>	<u>576</u>
Tax on ordinary activities	7	(910)	(354)
Retained profit for the financial year	14,15	<u><u>1,961</u></u>	<u><u>222</u></u>

The results for 2001 have been reclassified to reflect a change in the classification of cost of sales and administrative expenses in 2002.

Statement of total recognised gains and losses
for the year ended 31 December 2002

There are no recognised gains and losses other than reported above.

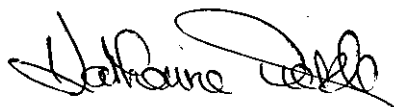
Balance sheet

at 31 December 2002

	Note	2002 £000	2001 £000
Fixed assets			
Tangible assets	8	7,659	7,991
Investments	9	103	62
		<u>7,762</u>	<u>8,053</u>
Current assets			
Debtors	10	11,685	12,963
Cash at bank and in hand		2,201	324
		<u>13,886</u>	<u>13,287</u>
Creditors: amounts falling due within one year	11	(7,420)	(9,073)
Net current assets		<u>6,466</u>	<u>4,214</u>
Total assets less current liabilities		<u>14,228</u>	<u>12,267</u>
Net assets		<u>14,228</u>	<u>12,267</u>
Capital and reserves			
Called up share capital	13	4,370	4,370
Revaluation reserve	14	2,858	2,858
Share premium account	14	858	858
Profit and loss account	14	6,142	4,181
Equity shareholders' funds		<u>14,228</u>	<u>12,267</u>

The financial statements were approved by the Board of Directors on
and were signed on its behalf by:

01 APR 2003



Director

1. Accounting policies

Basis of accounting

The financial statements are prepared under the historical cost convention as modified by the revaluation of certain fixed assets and in accordance with applicable accounting standards.

The financial statements present information about the company as an individual undertaking and not about its group. The company is wholly owned subsidiary undertaking, and therefore has taken advantage of exemptions available under section 228 of the Companies Act 1985, and has not prepared group financial statements.

Tangible fixed assets and depreciation

Depreciation is provided evenly on the cost (or valuation where appropriate) of tangible fixed assets, to write them down to their estimated residual values over their expected useful lives.

Where there is evidence of impairment, fixed assets are written off down to recoverable amount. Any such write down would be charged to operating profit unless it was reversal of a past revaluation surplus in which case it would be taken to the statement of total recognised gains and losses. Freehold property, other than non-depreciable land is reviewed for impairments in accordance with FRS 11 at the end of each reporting period.

The carrying value of the freehold property reflects previous revaluations as disclosed in note 8.

No depreciation charge is made on the freehold building on the grounds that the estimated residual value of the building is not materially different from its carrying value. No depreciation is provided on freehold land.

The principal annual rates used for other assets are:

Motor vehicles	–	25%
Fixtures, fittings and equipment	–	20-50%

Leasing

Operating lease rentals are charged in the profit and loss account as incurred.

Deferred Tax

A new accounting standard, FRS 19, was implemented during the year, which required provision for deferred tax as detailed below. There has been no impact on the company's opening reserves following the implementation of FRS 19.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exception:

- deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on the tax rates and laws enacted at the balance sheet date.

Pensions

The company operates a money purchase pension scheme in respect of the majority of its employees. The scheme is a defined contribution scheme and contributions are based on total earnings for the current year. The scheme is funded by payments to a trustee administered fund completely independent of the company's finances.

1. Accounting policies (continued)

Fixed asset investment

Investments in subsidiary and associated undertakings are included in the financial statements at cost less any provisions for permanent diminution in value.

Research and development

Expenditure on research and development is incurred as part of the company's day to day activities and is written off against profits in the year in which it arises.

Statement of cash flows

Under Financial Reporting Statement 1 (revised) the company is exempt from the requirement to prepare a statement of cash flows as it is a wholly owned subsidiary of Aprovia Group Holding Sarl whose financial statements are publicly available.

Foreign currencies

Assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at 31 December 2002. Exchange differences are taken to the profit and loss account.

2. Turnover

Turnover represents the amount of services, as described in the business on page 2, provided during the year, net of Value Added Tax and excludes inter company transactions.

A geographical analysis of turnover is given below.

	2002 £000	2001 £000
UK	13,636	14,028
Other European countries	1,125	1,190
Rest of the world	84	71
	<u>14,845</u>	<u>15,289</u>

3. Other operating income

	2002 £000	2001 £000
Rent and service charges receivable	<u>68</u>	<u>152</u>

4. Operating profit

This is stated after charging:

	2002 £000	2001 £000
Depreciation of tangible assets	653	679
Auditor's remuneration:		
Audit	13	17
Hire of motor vehicles	–	7
Research and development	74	584
	<u> </u>	<u> </u>

5. Directors' emoluments

	2002 £000	2001 £000
Emoluments	147	144
	<u> </u>	<u> </u>
Company contributions paid to money purchase pension scheme	9	8
	<u> </u>	<u> </u>
Members of money purchase pension scheme	1	1
	<u> </u>	<u> </u>

6. Staff costs

	2002 £000	2001 £000
Wages and salaries	4,604	4,938
Social security costs	462	453
Pension scheme costs	273	272
	<u>5,339</u>	<u>5,663</u>

The average number of employees during the year was as follows:

	Number	Number
Sales	83	85
Administration	80	89
	<u>163</u>	<u>174</u>

7. Tax on profit on ordinary activities

	2002 £000	2001 £000
UK corporation tax		
UK Corporation tax on profits of the period	794	354
Adjustment in respect of previous years	200	—
ACT recoverable	(84)	—
	<u>910</u>	<u>354</u>

Factors affecting tax charge for the year

The tax assessed on the loss on ordinary activities for the year varies from the standard rate of corporation tax in the UK. The differences are explained below:

	2002 £000	2001 £000
Profit on ordinary activities before tax	<u>2,871</u>	<u>576</u>
Profit on ordinary activities multiplied by standard rate of Corporation tax in the UK of 30% (2001- 30%)	861	173
Effect of:		
Disallowed expenses and non-taxable income	1	2
Depreciation in excess of capital allowances	(39)	176
Short term timing differences	(29)	3
Adjustments in respect of previous periods	200	—
ACT recoverable	(84)	—
Current tax charge for the year	<u>910</u>	<u>354</u>

8. Tangible fixed assets

	<i>Freehold land and buildings</i>	<i>Motor vehicles</i>	<i>Equipment</i>	<i>Total</i>
	<i>£000</i>	<i>£000</i>	<i>£000</i>	<i>£000</i>
Cost or valuation:				
At 1 January 2002	6,750	1,328	2,858	10,936
Additions	—	161	251	412
Disposals	—	(550)	(2)	(552)
At 31 December 2002	6,750	939	3,107	10,796
Depreciation:				
At 1 January 2002	—	687	2,258	2,945
Charge	—	243	410	653
Disposals	—	(460)	(1)	(461)
At 31 December 2002	—	470	2,667	3,137
Net book value:				
At 31 December 2002	6,750	469	440	7,659
At 1 January 2002	6,750	641	600	7,991

The transitional provisions within FRS 15 are being followed and the company has not updated the most recent full valuation of freehold property in accordance with these provisions. The company's freehold land and buildings were professionally valued at £6.75m, including notional directly attributable acquisition costs, on an open market existing use basis at 30 April 1998 by BS Campsie & Co. Chartered Surveyors.

	<i>2002</i>	<i>2001</i>
	<i>£000</i>	<i>£000</i>
If stated under the historical cost principles the comparable amount for freehold property at cost would be	2,082	2,082

9. Fixed asset investments

	<i>£000</i>
Cost	
As at 1 January 2002	62
Additions	41
As at 31 December 2002	103

The company owns 100% of the issued ordinary share capital of a subsidiary undertaking, Barbour Index Trustees Limited (non-trading) at a cost of £2, which is registered in England and Wales. The company also owns 75% of the issued ordinary share capital of National Engineering Specification Limited, (NES) which is registered in England and Wales. NES has prepared and maintains an engineering specification for the building services industry, which is available on a subscription basis.

10. Debtors

	2002	2001
	£000	£000
Trade debtors	3,931	3,967
Amount due from group companies	6,039	6,719
Other debtors	80	121
Prepayments and accrued income	1,551	1,506
Corporation tax	-	650
ACT recoverable	84	-
	<u>11,685</u>	<u>12,963</u>

11. Creditors: amounts falling due within one year

	2002	2001
	£000	£000
Trade creditors	102	24
Amount due to group companies	-	384
Corporation tax	225	-
Other creditors	105	-
Other taxes and social security	237	162
Accruals and deferred income	6,751	8,503
	<u>7,420</u>	<u>9,073</u>

12. Provisions for liabilities and charges

No provision has been made for deferred tax on gains recognised on revaluing property to its market value as potentially taxable gains will be mitigated by capital losses elsewhere in the group.

13. Share capital

	2002	2002	2001	2001
	No.	£000	No.	£000
<i>Authorised</i>				
Ordinary shares of 25p each	<u>20,000</u>	<u>5,000</u>	<u>20,000</u>	<u>5,000</u>
	2002	2002	2001	2001
<i>Allotted, called up and fully paid</i>	No.	£000	No.	£000
Ordinary shares of 25p each	<u>17,479</u>	<u>4,370</u>	<u>17,479</u>	<u>4,370</u>

14. Reserves

	<i>Revaluation reserve £000</i>	<i>Share premium £000</i>	<i>Profit and loss £000</i>
At 1 January 2002	2,858	858	4,181
Movements in the year	—	—	1,961
At 31 December 2002	<u>2,858</u>	<u>858</u>	<u>6,142</u>

15. Reconciliation of movements in shareholders' funds

	<i>2002 £000</i>	<i>2001 £000</i>
Opening shareholders' funds	12,267	12,045
Profit for the year	<u>1,961</u>	<u>222</u>
Closing shareholders' funds	<u>14,228</u>	<u>12,267</u>

16. Related party transactions

The company has taken advantage of FRS 8 paragraph 3(c) exemption not to disclose inter-group transactions.

17. Ultimate parent undertaking

The company's ultimate holding company is Aprovia Group Holding Sarl, a company incorporated in Luxembourg. Financial Statements may be obtained from 38/40 rue Saint Zithe, L-2763, Luxembourg. The company's immediate parent undertaking is Aprovia (UK) Limited, a company incorporated in England. The registered address of Aprovia (UK) Limited is 7th Floor, Anchorage House, 2 Clove Crescent, London E14 2BE.