

Company Registration No. 2027245 (England and Wales)

MOTHERDALE LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2001



MOTHERDALE LIMITED

COMPANY INFORMATION

Directors	Dr M N Maredia S E Maredia
Secretary	S E Maredia
Company number	2027245
Registered office	1 Millthorp Close, Newminster Park Sunderland Tyne and Wear
Auditors	BKR Haines Watts Sterling House, 22 St Cuthberts Way Darlington Co Durham DL1 1GB
Business address	1 Millthorp Close, Newminster Park Sunderland Tyne and Wear
Bankers	Royal Bank of Scotland Plc 64 Fawcett Street Sunderland Tyne and Wear

MOTHERDALE LIMITED

CONTENTS

	Page
Directors' report	1
Auditors' report	2
Profit and loss account	3
Balance sheet	4
Notes to the financial statements	5 - 9

MOTHERDALE LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2001

The directors present their report and financial statements for the year ended 31 March 2001.

Principal activities

The principal activity of the company was the management of a residential nursing home at the premises, Ashbrooke House, 10 The Cedars, Sunderland, which was sold in August 2000. The company acquired a property in Manchester in October 2000 and since that date, the principal activity has been property management.

Directors

The following directors have held office since 1 April 2000:

Dr M N Maredia
S E Maredia

Directors' interests

The directors' beneficial interests in the shares of the company were as stated below:

	Ordinary shares of £ 1 each	
	31 March 2001	1 April 2000
Dr M N Maredia	70	70
S E Maredia	9	9

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that BKR Haines Watts be reappointed as auditors of the company will be put to the Annual General Meeting.

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 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;
- 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.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

On behalf of the board



S E Maredia

Director

17/01/2002

MOTHERDALE LIMITED

AUDITORS' REPORT TO THE SHAREHOLDERS OF MOTHERDALE LIMITED

We have audited the financial statements of Motherdale Limited on pages 3 to 9 for the year ended 31 March 2001. These financial statements have been prepared under the historical cost convention and the accounting policies set out herein.

Respective responsibilities of directors and auditors

As described in the statement of directors' responsibilities on page 1 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 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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 March 2001 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

BKR Haines Watts

BKR Haines Watts

Chartered Accountants
Registered Auditor

30/1/02

Sterling House, 22 St Cuthberts Way
Darlington
Co Durham
DL1 1GB

MOTHERDALE LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2001

	Notes	2001 £	2000 £
Turnover		150,274	479,053
Cost of sales		(102,079)	(298,899)
Gross profit		48,195	180,154
Administrative expenses		(61,501)	(113,364)
Operating (loss)/profit	2	(13,306)	66,790
Profit on sale of property	2	139,778	-
Profit on ordinary activities before interest		126,472	66,790
Other interest receivable and similar income		9,037	35,840
Interest payable and similar charges		(15,251)	(34,705)
Profit on ordinary activities before taxation		120,258	67,925
Tax on profit on ordinary activities	3	(424)	(15,947)
Profit on ordinary activities after taxation		119,834	51,978
Dividends		(62,400)	(72,000)
Retained profit/(loss) for the year	12	57,434	(20,022)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

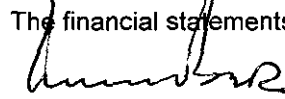
MOTHERDALE LIMITED

BALANCE SHEET AS AT 31 MARCH 2001

	Notes	2001 £	£	2000 £	£
Fixed assets					
Tangible assets	4		107,111		372,513
Investments	5		80		80
			<u>107,191</u>		<u>372,593</u>
Current assets					
Stocks		-		500	
Debtors	6	9,029		77,463	
Cash at bank and in hand		186,552		284,360	
		<u>195,581</u>		<u>362,323</u>	
Creditors: amounts falling due within one year	7	(3,184)		(34,911)	
Net current assets			<u>192,397</u>		<u>327,412</u>
Total assets less current liabilities			<u>299,588</u>		<u>700,005</u>
Creditors: amounts falling due after more than one year	8		-		(456,272)
Provisions for liabilities and charges	9		-		(1,579)
			<u>299,588</u>		<u>242,154</u>
Capital and reserves					
Called up share capital	11		100		100
Profit and loss account	12		299,488		242,054
Shareholders' funds - equity interests	13		<u>299,588</u>		<u>242,154</u>

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board on 17/01/2002



Dr M N Maredia
Director

MOTHERDALE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2001

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Freehold buildings	Straight line over fifty years
Fixtures, fittings & equipment	10% Straight line
Motor vehicles	25% Straight line

1.4 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.5 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.6 Stock

Work in progress is valued at the lower of cost and net realisable value.

1.7 Pensions

the company operates a money purchase (defined contribution) pension scheme. Contributions payable to this scheme are charged to the profit and loss account in the period to which they relate. These contributions are invested separately from the company's assets.

1.8 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

2 Operating (loss)/profit

	2001	2000
	£	£
Operating (loss)/profit is stated after charging:		
Depreciation of tangible assets	8,242	33,295
Operating lease rentals	1,067	2,540
Auditors' remuneration	-	1,940
Directors' emoluments	18,600	18,750

MOTHERDALE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2001

3	Taxation	2001 £	2000 £
	U.K. current year taxation		
	U.K. corporation tax at 20% (2000 - 21%)	-	17,689
	Deferred taxation	(1,579)	(1,742)
		<u>(1,579)</u>	<u>15,947</u>
	Prior years		
	U.K. corporation tax	2,003	-
		<u>424</u>	<u>15,947</u>

4	Tangible fixed assets	Freehold buildings £	Fixtures, fittings & equipment £	Motor vehicles £	Total £
	Cost				
	At 1 April 2000	392,021	240,344	28,958	661,323
	Additions	100,262	-	-	100,262
	Disposals	(392,021)	(240,344)	-	(632,365)
	At 31 March 2001	<u>100,262</u>	<u>-</u>	<u>28,958</u>	<u>129,220</u>
	Depreciation				
	At 1 April 2000	70,826	204,117	13,867	288,810
	On disposals	(70,826)	(204,117)	-	(274,943)
	Charge for the year	1,002	-	7,240	8,242
	At 31 March 2001	<u>1,002</u>	<u>-</u>	<u>21,107</u>	<u>22,109</u>
	Net book value				
	At 31 March 2001	<u>99,260</u>	<u>-</u>	<u>7,851</u>	<u>107,111</u>
	At 31 March 2000	<u>321,195</u>	<u>36,227</u>	<u>15,091</u>	<u>372,513</u>

MOTHERDALE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2001

5 Fixed asset investments

	Shares in group undertakings and participating interests £
Cost	
At 1 April 2000 & at 31 March 2001	80

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or incorporation	Class	Shares held %
Subsidiary undertakings			
Ideal Care (North) Limited		Ordinary	80

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and reserves	Profit for the year
Ideal Care (North) Limited	268,597	202,913

6 Debtors	2001 £	2000 £
Trade debtors	2,881	29,473
Amounts owed by group undertakings and undertakings in which the company has a participating interest	-	18,000
Other debtors	6,148	29,990
	9,029	77,463

MOTHERDALE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2001

7	Creditors: amounts falling due within one year	2001	2000
		£	£
	Bank loans and overdrafts	-	11,255
	Trade creditors	-	6,467
	Taxation and social security	426	13,373
	Other creditors	2,758	3,816
		<u>3,184</u>	<u>34,911</u>
8	Creditors: amounts falling due after more than one year	2001	2000
		£	£
	Bank loans	-	456,272
		<u>-</u>	<u>456,272</u>
	Analysis of loans		
	Wholly repayable within five years	-	467,527
	Included in current liabilities	-	(11,255)
		<u>-</u>	<u>456,272</u>
	Loan maturity analysis		
	In more than one year but not more than two years	-	11,255
	In more than two years but not more than five years	-	33,765
	In more than five years	-	411,252
		<u>-</u>	<u>411,252</u>

9 Provisions for liabilities and charges

Deferred taxation provided in the financial statements is as follows:

	2001	Fully provided 2000
	£	£
Accelerated capital allowances	-	1,579

10 Pension costs

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £3,600 (2000 : £3,750).

MOTHERDALE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2001

11 Share capital	2001	2000
	£	£
Authorised		
100 Ordinary shares of £ 1 each	100	100
	<u> </u>	<u> </u>
Allotted, called up and fully paid		
100 Ordinary shares of £ 1 each	100	100
	<u> </u>	<u> </u>
12 Statement of movements on profit and loss account		
		Profit and loss account £
Balance at 1 April 2000		242,054
Retained profit for the year		57,434
		<u> </u>
Balance at 31 March 2001		299,488
		<u> </u>
13 Reconciliation of movements in shareholders' funds	2001	2000
	£	£
Profit for the financial year	119,834	51,978
Dividends	(62,400)	(72,000)
	<u> </u>	<u> </u>
Net addition to/(depletion in) shareholders' funds	57,434	(20,022)
Opening shareholders' funds	242,154	262,176
	<u> </u>	<u> </u>
Closing shareholders' funds	299,588	242,154
	<u> </u>	<u> </u>

14 Control

The company was under the ultimate control of Dr M N Maredia, who owned 70% of the shares.