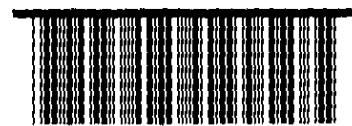


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**Rushbrook Consultants Ltd
Financial Statements
for the year ended 31 December 2002**



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Rushbrook Consultants Ltd
Financial Statements
for the year ended 31 December 2002

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Rushbrook Consultants Limited
Company Information
31 December 2002

Registered Number 201634

Directors	Alastair R Brown	(resigned 3 May 2002)
	John H Logie	(resigned 3 May 2002)
	Dr James F Lygate	(resigned 3 May 2002)
	Mark Cubitt	(appointed 3 May 2002)
	Gordon Masterton	(appointed 3 May 2002)

Secretary Mark Cubitt

Registered Office 95 Bothwell Street
Glasgow
G2 7HX

Bankers Bank of Scotland
Chief Office
11 Renfield Street
Glasgow
G2 5EA

Solicitors Dundas & Wilson
191 West George Street
Glasgow
G2 2LB

Independent Auditors PricewaterhouseCoopers LLP
Kintyre House
209 West George Street
Glasgow
G2 2LW

**Rushbrook Consultants Limited
Directors' Report
31 December 2002**

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

Principal activity

The principal activity of the company during the year was fire engineering, risk assessment and investigation.

Significant events

On 3 May 2002 the entire business of Rushbrook Consultants Limited was purchased by Babbie Group Limited. From that date Rushbrook Consultants Limited ceased to trade and all employees transferred to Babbie Group Limited.

Directors

The directors at 31 December 2002 who held office during the year are shown on page 1. The directors' beneficial interests in the shares of the company were as follows:

	Ordinary Shares of £1 each	
	At 1 January 2002	At 31 December 2002
Alastair R Brown	501	-
John H Logie	501	-
Dr James F Lygate	501	-

The directors' interests in the shares of the parent company, Babbie Group Limited, are detailed in the parent company's accounts with the exception of the following director:

	A ordinary shares		E Ordinary shares	
	as at		as at	
	1 January 2002	31 December 2002	1 January 2002	31 December 2002
G Masterton	271,803	271,803	467	-

Auditors

PricewaterhouseCoopers LLP were appointed as auditors to fill a casual vacancy caused by the resignation of Gilliland and Company.

Small company provisions

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



Mark Cubitt
Secretary
95 Bothwell Street
Glasgow
G2 7HX
30 April 2003.

Rushbrook Consultants Limited
Statement of Directors' responsibilities

Company Law requires the Directors to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the Company and of the profit of the Company for that year. The Directors are required to prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors confirm that suitable accounting policies have been used and applied consistently with the exception of changes arising on the adoption of new accounting standards in the year. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2002 and applicable accounting standards have been followed.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy, at any time, the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 1985.

They are also responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

On behalf of the board

A handwritten signature in black ink, appearing to be 'M Cubitt', written over a horizontal line.

M Cubitt
Director

30 April 2003

Independent auditors' report to the members of Rushbrook Consultants Limited

We have audited the financial statements which comprise the profit and loss account and balance sheet and related notes.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards issued by the Auditing Practices Board. This opinion has been prepared for and only for the company's members in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. The other information comprises the directors' report and the chairman's statement.

Basis of audit opinion

We conducted our audit in accordance with 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. However, the evidence available to us was limited in respect of the corresponding amounts in the current period's financial statements which are derived from unaudited financial statements for the year ended 31 December 2001. Accordingly the corresponding amounts shown for the profit and loss account may not be comparable with the figures for the current year.

Qualified opinion arising from limitation on audit scope

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 December 2002 and of its profit for the year then ended and, except for any adjustments that might have been found to be necessary had we been able to obtain sufficient evidence concerning the opening balances at 1 January 2002, have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
Glasgow
30 April 2003

Rushbrook Consultants Ltd
Profit and Loss Account
For the year ended 31 December 2002

	Note	2002 £	2001 £
Turnover	2	68,673	91,428
Operating charges	3, 4	<u>(67,046)</u>	<u>(73,746)</u>
Operating profit	3, 4	1,627	17,682
Interest receivable	5	53	545
Interest payable	6	<u>-</u>	<u>(48)</u>
Profit on ordinary activities before taxation		1,680	18,179
Tax on profit on ordinary activities	7	<u>(1,250)</u>	<u>(2,491)</u>
Profit on ordinary activities after taxation and retained for the year		<u>430</u>	<u>15,688</u>

There were no other recognised gains or losses in the year.

There is no difference between the profit calculated under the historical cost basis and the profit disclosed above.

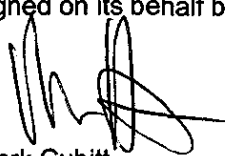
The turnover and results for the year to 31 December 2002 are wholly derived from continuing operations.

The notes on pages 7 to 11 form part of these accounts.

Rushbrook Consultants Limited
Balance Sheet
As at 31 December 2002

	Note	£	2002 £	£	2001 £
Fixed assets					
Tangible assets	8		6,881		12,721
Current assets					
Stocks		-		4,250	
Debtors due within one year	9	22,413		34,858	
Cash at bank		5,495		7,663	
		<u>27,908</u>		<u>46,771</u>	
Creditors: amounts falling due within one year	10	<u>(4,670)</u>		<u>(29,803)</u>	
Net current assets			<u>23,238</u>		<u>16,968</u>
Net assets			<u>30,119</u>		<u>29,689</u>
Capital and reserves					
Called-up equity share capital	12		1,503		1,503
Profit and loss account	13		<u>28,616</u>		<u>28,186</u>
Total shareholders' funds			<u>30,119</u>		<u>29,689</u>

These financial statements on pages 5 to 11 were approved by the directors on 30 April 2003 and were signed on its behalf by:


Mark Cubitt
Director

Rushbrook Consultants Limited
Notes to the Financial Statements
31 December 2002

1 Accounting policies

Basis of accounting

The financial statements have been prepared in accordance with the historical cost accounting convention.

Changes in accounting policies

The group has adopted FRS 19 "Deferred Tax" in these accounts. The adoption of this standard represents a change in accounting policy. There was no effect on the tax charge in the current year to 31 December 2002 or in previous years.

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Equipment	-	25% Reducing Balance
Computer Equipment	-	33% Straight Line

Work in progress

Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

Deferred taxation

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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements. A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

2 Turnover

The turnover and profit before taxation are attributable to fire engineering, risk assessment and investigation, derived from the UK.

Rushbrook Consultants Limited
Notes to the Financial Statements (continued)
31 December 2002

3 Operating profit

Operating profit is stated after charging:

	Year to 31 December 2002 £	Year to 31 December 2001 £
Depreciation	<u>5,840</u>	<u>5,143</u>

4 Directors' emoluments

The directors' aggregate emoluments in respect of qualifying services were:

	Year to 31 December 2002 £	Year to 31 December 2001 £
Aggregate emoluments	<u>-</u>	<u>4,667</u>

5 Interest receivable

	Year to 31 December 2002 £	Year to 31 December 2001 £
Bank interest receivable	<u>53</u>	<u>545</u>

6 Interest payable

	Year to 31 December 2002 £	Year to 31 December 2001 £
Interest paid	<u>-</u>	<u>48</u>

Rushbrook Consultants Limited
Notes to the Financial Statements (continued)
31 December 2002

7 Tax on profit on ordinary activities

	Year to 31 December 2002 £	Year to 31 December 2001 £
In respect of the year:		
Corporation tax based on the results for the year at 20% (2001 – 10%)	1,250	2,398
Adjustment in respect of previous years:		
Corporation tax	-	93
	<u>1,250</u>	<u>2,491</u>

8 Tangible fixed assets

	Office Equipment £	Computer Equipment £	Total £
Cost			
At 1 January 2002	2,839	16,227	19,066
Additions	-	-	-
At 31 December 2002	<u>2,839</u>	<u>16,227</u>	<u>19,066</u>
Depreciation			
At 1 January 2002	899	5,446	6,345
Charge for the year	485	5,355	5,840
At 31 December 2002	<u>1,384</u>	<u>10,801</u>	<u>12,185</u>
Net book value			
At 31 December 2002	<u>1,455</u>	<u>5,426</u>	<u>6,881</u>
At 31 December 2001	<u>1,940</u>	<u>10,781</u>	<u>12,721</u>

Rushbrook Consultants Limited
Notes to the Financial Statements (continued)
31 December 2002

9 Debtors

	2002	2001
	£	£
Trade debtors	6,045	33,188
Prepayments and other debtors	-	1,670
Amounts owed by parent undertaking	16,368	-
	<u>22,413</u>	<u>34,858</u>

10 Creditors: amounts falling due within one year

	2002	2001
	£	£
Trade creditors	2,639	3,871
Corporation Tax	1,250	2,398
PAYE and social security	-	1,495
VAT	781	2,115
Other creditors	-	17,375
Accruals and deferred income	-	2,549
	<u>4,670</u>	<u>29,803</u>

11 Related party transactions

At 31 December 2001, the company owed the previous directors Alastair R Brown, Dr James F Lygate and John H Logie £5,755, £3,499 and £8,111 respectively. These were repaid in full in 2002.

12 Share capital

Authorised share capital:

	2002	2001
	£	£
20,000 Ordinary shares of £1.00 each	<u>20,000</u>	<u>20,000</u>

Allotted, called up and fully paid:

	2002	2001
	£	£
Ordinary share capital	<u>1,503</u>	<u>1,503</u>

Rushbrook Consultants Limited
Notes to the Financial Statements (continued)
31 December 2002

13 Profit and loss account

	2002 £	2001 £
1 January 2002	28,186	12,498
Retained profit for the year	<u>430</u>	<u>15,688</u>
31 December 2002	<u>28,616</u>	<u>28,186</u>

14 Ultimate parent undertaking

The company's ultimate parent undertaking at the balance sheet date was Babbie Group Limited. No one party has ultimate control of Babbie Group Limited.