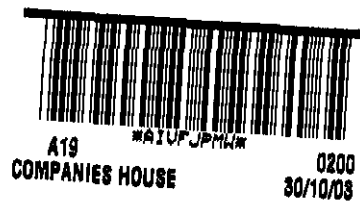


UNIQUE CLEANING SERVICES LIMITED

Directors' report and financial statements

For the period ended 31st December 2002

Registered in England and Wales number: 2153715



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Directors' report

The directors present their report and accounts for the ten-month period ended 31 December 2002.

Principal activities, results and business review

The Company has not traded during the period.

Directors and their interests

The Directors who served during the period were as follows:

P E Blackburn	(appointed 13 May 2002)
J R Broadley	
J L Ellis	(appointed 13 May 2002)
J K Sheridan	(resigned 13 May 2002)

None of the Directors held any interests in the share capital of the Company.

The interests in the share capital of group undertakings of J L Ellis who is also a director of the Company's ultimate parent undertaking MacLellan Group plc, are shown in the notes to the financial statements of that company. The interests of the other Directors in office at the period end in the share capital of MacLellan Group plc are as follows:

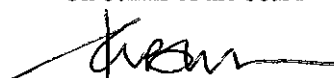
	<i>Number of ordinary shares of 5 pence each</i>	
	<i>31 December 2002</i>	<i>3 March 2002 or later date of appointment</i>
J R Broadley	1,491,899	-
P E Blackburn	-	-

The other Directors in office at the period end held options over the following number of ordinary shares of 5 pence nominal value each in the ultimate parent undertaking, MacLellan Group plc:

	<i>Dates normally exercisable</i>	<i>3 March 2002 or later date of appointment</i>	<i>Granted in period</i>	<i>Exercised in period</i>	<i>31 December 2002</i>	<i>Exercise Price</i>
J R Broadley	May 2005/12	-	119,020	-	119,020	95.67p
	May 2005/08	-	30,980	-	30,980	96.83p
P E Blackburn	September 2004/07	42,670	-	-	42,670	70.3p
	September 2004/11	32,330	-	-	32,330	70.3p
	May 2005/12	-	75,000	-	75,000	95.67p

There are no other directors' interests requiring disclosure under the Companies Act 1985. The MacLellan Group maintains insurance to cover directors' and officers' liability as permitted by Section 310 (3) (a) of the Companies Act 1985.

On behalf of the board



P E Blackburn
 Director

Registered Office:
 MacLellan House
 Clews Road
 Oakenshaw
 Redditch
 Worcestershire B98 7ST

11 March 2003

Balance Sheet as at 31 December 2002

	<i>Notes</i>	<i>31 December 2002 £</i>	<i>3 March 2002 £</i>
CURRENT ASSETS			
Debtors: Amounts due from Group undertakings		90,002	90,002
		<u>90,002</u>	<u>90,002</u>
CAPITAL AND RESERVES			
Called up share capital	4	4	4
Share premium account		<u>89,998</u>	<u>89,998</u>
Equity shareholders' funds		<u>90,002</u>	<u>90,002</u>

Notes:

1. The Company has not traded during the current or prior period.
2. The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.
3. For the period ended 31 December 2002 the Company was entitled to the exemption under section 249AA(1) of the Companies Act 1985.
Members have not required the Company to obtain an audit of its financial statements in accordance with section 249(B)(2) of the Companies Act 1985.
The Directors acknowledge their responsibility for:
 - (i) ensuring the Company keeps accounting records which comply with section 221; and
 - (ii) preparing financial statements that give a true and fair view of the state of affairs of the Company as at the end of the financial period, and of its profit or loss for the financial period, in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to financial statements so far as applicable to the Company.
4. Share Capital

	<i>Authorised</i>		<i>Allotted, called up and fully paid</i>	
	<i>31 December 2002 £</i>	<i>3 March 2002 £</i>	<i>31 December 2002 £</i>	<i>3 March 2002 £</i>
Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>	<u>4</u>	<u>4</u>

5. The Company's ultimate parent undertaking is MacLellan Group plc, a company incorporated in Great Britain and registered in England and Wales, which is the only group to consolidate the accounts of the Company. Copies of the Group accounts of MacLellan Group plc may be obtained from the Company Secretary, MacLellan Group plc, Enterprise House, Chamber Court, Castle Street, Worcester WR1 3AD.

Approved by the board of directors on 11 March 2003 and signed on its behalf by



J L Ellis
Director