

BUPA Limited

Financial Statements for the Year Ended 31st December 2001



Registered Office:

BUPA House
15 – 19 Bloomsbury Way
London
WC1AA 2BA

Registered number 2306135

Report of the Directors for the year ended 31st December 2001

The Directors present their report and financial statements for the year ended 31st December 2001.

1. Review of the business

The Company did not trade during the year and therefore made no profit or loss.

2. Directors and directors' interests

The names of persons who were directors at any time during the year are as follows:

E W Lea	(Resigned 13 th September 2001)
J P Davies	
M I Dugdale	(Appointed 1 st January 2002)
D A Holden	(Resigned 31 st December 2001)
R King	(Appointed 1 st August 2001)
A D Walford	

There were no directors' interests requiring disclosure under section 234 of the Companies Act 1985.

3. Auditors

The Company is a dormant company within the meaning of section 249AA of the Companies Act 1985. In accordance with the aforesaid section, the Company has not appointed auditors

Registered Office:

By Order of the Board

BUPA House
15 – 19 Bloomsbury Way
London
WC1A 2BA

11th January 2002



A D Walford
Secretary

Balance Sheet
as at 31st December 2001

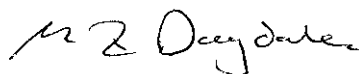
		2001		2000	
	<i>Note</i>	£	£	£	£
Fixed assets					
Investments		2		2	
			2		2
Net assets			<u>2</u>		<u>2</u>
Capital and Reserves					
Called up share capital	1		2		2
Shareholders' funds			<u>2</u>		<u>2</u>

The Directors of the Company hereby: -

1. Confirm that for the year ended 31st December 2001 the Company was entitled to exemption under section 249AA(1) of the Companies Act 1985;
2. Confirm that the Members have not required the Company to obtain an audit of its accounts for the year in question in accordance with subsection (2) of 249B of the Companies Act 1985;
3. Acknowledge their responsibility for: (a) ensuring the Company keeps accounting records which comply with section 221 of the Companies Act 1985; and (b) prepare accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226 of the Companies Act 1985, and which otherwise comply with the requirements of the Companies Act 1985 relating to accounts, so far as applicable to the Company;
4. Confirm that during the financial year and the preceding financial year the Company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss.

These financial statements were approved by the Board of Directors on 11th January 2002 and were signed on its behalf by: **M I Dugdale**

Director



The notes on page 3 form part of the Financial Statements.

Notes

1 Called up share capital

	2001 £	2000 £
<i>Authorised</i>		
20,000,000 Ordinary shares of £1 each	20,000,000	20,000,000
	<hr/>	<hr/>
<i>Allotted, called up and fully paid</i>		
2 Ordinary shares of £1 each	2	2
	<hr/>	<hr/>

2 Contingent liabilities

The Company has given a guarantee and other undertakings, as part of the Group banking arrangements, in respect of the overdraft of certain other Group undertakings.

Under a Group registration the Company is jointly and severally liable for Value Added Tax due by certain other Group Companies.

3 Ultimate parent company

The ultimate parent company is The British United Provident Association Limited, a company incorporated in England and Wales.

A copy of The British United Provident Association Limited's financial statements is available to the public from The Registrar of Companies, Cardiff, CF4 3UZ.