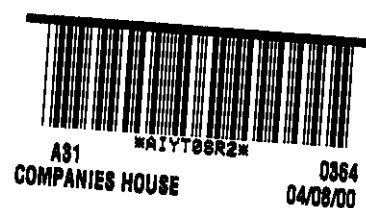


PRT MARKETING LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2000

**Registered in England & Wales
Company Number 2825532**



PRT Marketing Limited

DIRECTORS

J S Jesky (Chairman)	(appointed 11 November 1999)
C D Butler	(resigned 14 April 1999)
R S Hancock	(resigned 11 November 1999)
S V E Daybell	(appointed 14 April 1999, resigned 11 November 1999)
A Ryan	(appointed 11 November 1999)
J Collingwood	(appointed 11 November 1999, resigned 15 March 2000)

COMPANY SECRETARY

R S Hancock

AUDITORS

PricewaterhouseCoopers
1 Embankment Place
London WC2N 6NN

BANKERS

Clydesdale Bank PLC
Business Banking Centre
Glasgow G1 2HP

SOLICITORS

T C Young & Son	Bates, Wells & Braithwaite
30 George Square	Cheapside House
Glasgow G2 1LH	138 Cheapside
	London EC2V 6BB

REGISTERED OFFICE

142 Minories
London EC3N 1LB

DIRECTORS' REPORT

The directors' present their report and financial statements for the year ended 31 March 2000

Results and Dividends

The retained profit for the year, after taxation, was £26,320 (1999 - loss of £9,228).
The directors do not recommend the payment of a dividend.
The retained profit eliminates the cumulative losses of the company at 31 March 1999.
Profits in excess of this amount are being transferred to the parent company, The Princess Royal Trust for Carers, under Deed of Covenant.

Principal activity and review of business

The principal activity of the business continues to be the undertaking of commercial activities that raise funds in support of the company's parent undertaking, The Princess Royal Trust for Carers.

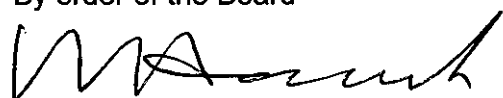
Directors' interests

No director had any beneficial interest in the share capital of the company.

Auditors

A resolution to re-appoint the auditors, PricewaterhouseCoopers, will be proposed at the Annual General Meeting.

By order of the Board



Company Secretary

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

Company law requires the directors 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 these 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 a going concern basis unless it is inappropriate to presume that the company will continue its activities.

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 company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

REPORT OF THE AUDITORS to the members of PRT Marketing Limited

We have audited the financial statements on pages 5 to 10.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the Annual Report. As described on page 3, this includes responsibility for preparing the financial statements, in accordance with applicable United Kingdom accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and our profession's ethical guidance.

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 United Kingdom Companies Act. 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.

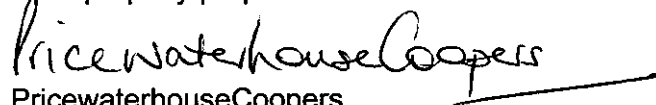
Basis of audit opinion

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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 March 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers
Chartered Accountants & Registered Auditors
1 Embankment Place, London WC2N 6NN

Date:

June 13th, 2000

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2000

		2000	1999
	Notes	£	£
TURNOVER	2	73,694	9,973
Cost of sales		(1,650)	(9,767)
		<hr/>	<hr/>
		72,044	206
Operating expenses	3	(11,973)	(10,060)
		<hr/>	<hr/>
OPERATING PROFIT/(LOSS)		60,071	(9,854)
Interest receivable		1,065	626
		<hr/>	<hr/>
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		61,136	(9,228)
Tax on ordinary activities		-	-
		<hr/>	<hr/>
PROFIT/(LOSS) ON ORDINARY ACTIVITIES AFTER TAXATION		61,136	(9,228)
Deed of Covenant payments		(34,816)	-
		<hr/>	<hr/>
RETAINED PROFIT/(LOSS)	4	26,320	(9,228)

There are no recognised gains or losses other than those dealt with within the profit and loss account.

PRT Marketing Limited

BALANCE SHEET AS AT 31 MARCH 2000

		2000	1999
	Notes	£	£
CURRENT ASSETS			
Stock	5	-	1,650
Debtors	6	948	495
Cash at bank and in hand		18,413	16,475
		<u>19,361</u>	<u>18,620</u>
CREDITORS:			
Amounts falling due within one year	7	(19,359)	(44,938)
NET CURRENT ASSETS		<u>2</u>	<u>(26,318)</u>
CAPITAL AND RESERVES			
Called up share capital	8	2	2
Profit and loss account	9	-	(26,320)
		<u>2</u>	<u>(26,318)</u>

Director



Date 13th JUNE 2000

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 March 2000

1 ACCOUNTING POLICIES

Accounting Convention

The financial statements are prepared under the historical cost convention.

Accounting Standards

The financial statements are prepared in accordance with applicable accounting standards.

Cash Flow Statement

The company qualifies as a small company under section 247 of the Companies Act 1985. As a consequence it has taken advantage of the exemptions in Financial Reporting Standard No. 1 not to publish a cash flow statement.

Stock

Stock is valued at the lower of cost and net realisable value.

2 TURNOVER

Turnover, which is stated net of value added tax, represents amounts receivable from third parties during the year ended 31 March 2000.

Turnover is attributed to one continuing activity, that of undertaking commercial activities that raise funds in support of the company's parent undertaking, The Princess Royal Trust for Carers, which operates within the United Kingdom.

	2000	1999
Analysis of turnover:	£	£
Net proceeds from sponsored event	50,025	-
Income from commercial use of PRTC logo	20,000	-
Sales of merchandise	2,813	9,803
Other	856	170
	<u>73,694</u>	<u>9,973</u>

NOTES TO THE FINANCIAL STATEMENTS (continued)
for the year ended 31 March 2000

3 OPERATING EXPENSES

Operating expenses comprise minor disbursements on behalf of the company, together with an apportionment of the administrative costs of the parent company reflecting time spent in marketing the company's activities and in providing financial services and administrative support.

4 RETAINED PROFIT/(LOSS)

	2000	1999
	£	£
The retained profit/(loss) is stated after crediting:		
Interest receivable	1,065	626
The retained profit/(loss) is stated after charging:		
Auditors' remuneration	-	-
Directors' emoluments	-	-

The company has no employees and all administration services are provided by the parent undertaking and charged to the company at cost. Auditors' fees are nil. The directors do not receive emoluments.

5 STOCK

	2000	1999
	£	£
Goods for resale	-	1,650

The residual stock of goods for resale has been revalued to zero at the end of the accounting period. The effect of writing down the value of the stock is shown under Cost of Sales. No purchases of stock were made in 1999/00.

NOTES TO THE FINANCIAL STATEMENTS (continued)
for the year ended 31 March 2000

6 DEBTORS

	2000	1999
	£	£
Other debtors	<u>948</u>	<u>495</u>

7 CREDITORS:

Amounts falling due within one year

	2000	1999
	£	£
Amounts owed to parent undertaking	10,552	43,852
Taxation and social security	7,787	1,086
Trade creditors	<u>1,020</u>	<u>-</u>
	<u>19,359</u>	<u>44,938</u>

8 SHARE CAPITAL

	Authorised		Allotted, called up and fully paid	
	2000	1999	2000	1999
	£	£	£	£
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>2</u>	<u>2</u>

NOTES TO THE FINANCIAL STATEMENTS (continued)
for the year ended 31 March 2000

**9 RECONCILIATION OF SHAREHOLDERS' FUNDS AND
MOVEMENTS ON RESERVES**

	Share Capital	Profit & Loss Account	Total
	£	£	£
At 1 April 1999	2	(26,320)	(26,318)
Retained profit for the year	-	26,320	26,320
At 31 March 2000	<u>2</u>	<u>-</u>	<u>2</u>

10 ULTIMATE PARENT UNDERTAKING

The ultimate parent undertaking of the group of undertakings for which group financial statements have been prepared and of which the company is a member is The Princess Royal Trust for Carers, registered in Scotland.