Annual report

for the year ended 30 September 1995

Registered Number: 2886353



Annual report and financial statements for the year ended 30 September 1995

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Directors' report for the year ended 30 September 1995

The directors present their report together with the financial statements for the company for the year ended 30 September 1995.

Principal Activities

The company has not traded during the period and has made neither any profit nor loss.

Directors

The directors of the company during the year were as follows:

G M Guthrie
Dr A W Henfrey (appointed 31 May 1996)
R E Sims (appointed 31 May 1996)
G Lane (resigned 31 May 1996)
I Taylor (resigned 1 September 1995)
I S Baker (appointed 1 September 1995; resigned 31 May 1996)

Directors' interests

No director has any interest in the issued share capital of the company. The interests of the directors in the issued share capital of the ultimate holding company are disclosed in the group financial statements.

Statement of directors' responsibilities

The directors are required by UK Company Law to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the company and the group as at the end of the financial year and of the profit or loss of the group for that period.

The directors confirm that suitable accounting policies have been used and applied consistently and reasonable and prudent judgements and estimates have been made in the preparation of the financial statements for the year ended 30 September 1995. The directors also confirm tha applicable accounting standards have been followed and that the financial statements have been prepared on the going-concern basis.

The directors are responsible for keeping proper accounting records, for taking reasonable steps to safeguard the assets of the company and the group and to prevent and to detect fraud and other irregularities.

By order of the board

R E Sims FCIS
Company Secretary

28 JUNE 1996

Balance Sheet at 30 September 1995

| | Notes | 1995 £ | 1994 £ |
|--|-------|-----------|-----------|
| Current Assets Debtors | 3 | 100 | 100 |
| | | | |
| Capital and reserves Called-up share capital | 4 | 100 | 100 |

The company was dormant throughout the financial period within the meaning of Section 250(3) of the Companies Act 1985.

The financial statements on pages 4 to 5 were approved by the board of directors on 28 JUNE 1996 and were signed on its behalf by:

G M Guthrie Director

Notes to the financial statements for the year ended 30 September 1995

1. Principal accounting policies

The financial statements have been prepared under the historical cost convention. They have been drawn up to comply in all material respects with UK Standard Accounting Practice in force at the relevant time.

2. Profit and loss account

The company did not trade during the period, received no income and incurred no expenditure. Consequently, the company made neither a profit nor a loss.

| 3. | Debtors | 1995 | 1994 |
|-------------------------|---|-----------|-----------|
| | | £ | £ |
| Amounts d | ue from parent company | 100 | 100 |
| 4. | Called-up share capital | 1995 £ | 1994 £ |
| Authorise 1,000 Ordi | d: nary shares of £1 each | 1,000 | 1,000 |
| • | called-up and fully paid ary shares of £1 each | 100 | 100 |

5. Ultimate holding company

The ultimate holding company at 30 September 1995 was BrightReasons Group plc, a company incorporated in the United Kingdom and registered in England and Wales. Full consolidated financial statements for the group can be found at BrightReasons Group plc, Bakers House, 25 Bakers Road, Uxbridge, Middlesex, UB8 1RG.

6. Post Balance Sheet Event

On 31 May, 1996, G Lane and I S Baker resigned as directors. Dr A W Henfrey and R E Sims were appointed directors on that date.