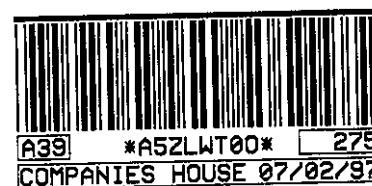


Registration Number 2925273

Greenbanks Homecare Limited
Directors' Report and Financial Statements
for the year ended 30 April 1996



Greenbanks Homecare Limited

Company Information

Directors	S J Parris S Baldock
Secretary	S J Parris
Company Number	2925273
Registered Office	Oak Cottage The Square Liphook, Hants GU30 7AB
Auditors	M J Hosmer Fairview 23 The Moorings Hindhead Surrey GU26 6SD
Business Address	Oak Cottage The Square Liphook, Hants GU30 7AB
Bankers	National Westminster Bank plc PO Box 299 Guildford Surrey GU1 3ZU
Solicitors	W Davies & Son Acorn House 5 Chertsey Road Woking, Surrey GU21 5AB

Greenbanks Homecare Limited

Contents

	Page
Directors' Report	1 - 2
Auditors' Report	3
Profit and Loss Account	4
Balance Sheet	5
Notes to the Financial Statements	6 - 10

Greenbanks Homecare Limited

Directors' Report for the year ended 30 April 1996

The directors present their report and the financial statements for the year ended 30 April 1996.

Principal Activity and Review of the Business

The company's principal activity is that of an agency providing home carers.

The directors consider that the results for the year are satisfactory.

Results And Dividends

The results for the year are set out on page 4.

It is proposed that the retained profit of £776 is transferred to reserves.

Fixed Assets

Full disclosure of all matters relating to fixed assets are set out in note 8 of the financial statements.

Directors and their Interests

The directors who served during the year and their interests in the company are as stated below:

	Class of share	Number of shares	
		1996	1995
S J Parris	Ordinary shares	30	-
T Hillman(Resigned 24.1.97)	Ordinary shares	12	-
S Baldock(Appointed28.9.95)	Ordinary shares	5	-

Directors' Responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements based on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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.

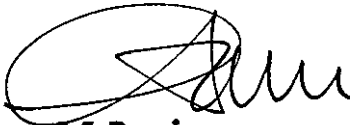
Greenbanks Homecare Limited
Directors' Report
for the year ended 30 April 1996

..... continued

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that M J Hosmer be reappointed as auditors of the company will be put to the Annual General Meeting.

This report was approved by the Board on 29 January 1997 and signed on its behalf by



S J Parris
Secretary

Greenbanks Homecare Limited
Auditors' Report to the Shareholders of Greenbanks Homecare Limited

We have audited the financial statements on pages 4 to 10 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 1 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

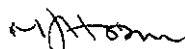
Basis of opinion

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 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 as at the 30 April 1996 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



M J Hosmer

Chartered Accountants and
Registered Auditor

Fairview
23 The Moorings
Hindhead
Surrey
GU26 6SD

29 January 1997

Greenbanks Homecare Limited

Profit and Loss Account for the year ended 30 April 1996

		Continuing operations	
		1996	1995
	Notes	£	£
Turnover	2	624,704	325,208
Cost of sales		(408,596)	(193,401)
Gross profit		216,108	131,807
Administrative expenses		(210,263)	(128,159)
Operating profit	3	5,845	3,648
Interest payable and similar charges	4	(4,691)	(1,523)
Profit on ordinary activities before taxation		1,154	2,125
Tax on profit on ordinary activities	7	(378)	(835)
Profit on ordinary activities after taxation		776	1,290
Retained profit for the year		776	1,290

There are no recognised gains and losses other than the profit or loss for the above financial year.

The notes on pages 6 to 10 form an integral part of these financial statements.

Greenbanks Homecare Limited

Balance Sheet as at 30 April 1996

	Notes	1996 £	£	1995 £	£
Fixed Assets					
Tangible assets	8		27,347		12,227
Current Assets					
Debtors	9	180,768		69,081	
Cash at bank and in hand		480		200	
		<u>181,248</u>		<u>69,281</u>	
Creditors: amounts falling due within one year	10	<u>(201,831)</u>		<u>(78,564)</u>	
Net Current Liabilities			<u>(20,583)</u>		<u>(9,283)</u>
Total Assets Less Current Liabilities			6,764		2,944
Creditors: amounts falling due after more than one year	11		<u>(4,597)</u>		<u>(1,652)</u>
Net Assets			<u><u>2,167</u></u>		<u><u>1,292</u></u>
Capital and Reserves					
Called up share capital	12		100		2
Profit and loss account			2,067		1,290
Equity Shareholders' Funds	13		<u><u>2,167</u></u>		<u><u>1,292</u></u>

The financial statements were approved by the Board on 29 January 1997 and signed on its behalf by



S J Parris
Director



S Baldock
Director

The notes on pages 6 to 10 form an integral part of these financial statements.

Greenbanks Homecare Limited

Notes to the Financial Statements for the year ended 30 April 1996

1. Accounting Policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

The company has taken advantage of the exemption in FRS1 from the requirement to produce a cashflow statement because it is a small company.

1.2 Turnover

Turnover represents the total invoice value, excluding value added tax, of commissions earned and carers' wages re-charged during the year.

1.3 Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Fixtures, fittings and equipment	- 25 % Reducing Balance
Motor vehicles	- 25 % Reducing Balance

1.4 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce constant periodic rates of charge on the net obligations outstanding in each period.

1.5 Pensions

The pension costs charged in the financial statements represent the contribution payable by the company during the year in accordance with SSAP 24.

2. Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the UK.

3. Operating profit

	1996	1995
	£	£
Operating profit is stated after charging:		
Depreciation of tangible assets	6,618	4,077
Loss on disposal of tangible fixed assets	1,275	-
Auditors' remuneration	1,000	1,000

Greenbanks Homecare Limited
Notes to the Financial Statements
for the year ended 30 April 1996

4. Interest payable and similar charges	1996 £	1995 £
On bank loans and overdrafts	3,620	1,007
Hire purchase interest	715	516
On overdue tax	356	-
	<u>4,691</u>	<u>1,523</u>
5. Employees		
Number of employees		
The average weekly numbers of employees (including the directors) during the year were:		
	1996 Number	1995 Number
	10	10
	<u>10</u>	<u>10</u>
Employment costs	1996 £	1995 £
Wages and salaries	487,614	241,006
Social security costs	20,153	10,298
Other pension costs	6,027	-
	<u>513,794</u>	<u>251,304</u>
5.1 Directors' emoluments		
	1996 £	1995 £
Remuneration		
Directors' emoluments	<u>12,486</u>	<u>-</u>
6. Pension costs		
The company operates a defined contribution pension scheme for qualifying employees which is independently administered.		
7. Taxation	1996 £	1995 £
UK current year taxation		
UK Corporation Tax at 24% & 25% (1995 - 25%)	<u>378</u>	<u>835</u>

Greenbanks Homecare Limited

Notes to the Financial Statements for the year ended 30 April 1996

8. Tangible assets

	Fixtures, fittings & equipment	Motor vehicles	Total
	£	£	£
Cost			
At 1 May 1995	6,366	9,938	16,304
Additions	15,218	8,995	24,213
Disposals	-	(3,300)	(3,300)
At 30 April 1996	21,584	15,633	37,217
Depreciation			
At 1 May 1995	1,592	2,485	4,077
On disposals	-	(825)	(825)
Charge for the year	4,998	1,620	6,618
At 30 April 1996	6,590	3,280	9,870
Net book values			
At 30 April 1996	14,994	12,353	27,347
At 30 April 1995	4,774	7,453	12,227

Included above are assets held under finance leases or hire purchase contracts as follows:

Asset description	1996		1995	
	Net book value £	Depreciation charge £	Net book value £	Depreciation charge £
Motor vehicles	12,353	3,280	4,978	1,660

9. Debtors

	1996 £	1995 £
Trade debtors	94,082	50,679
Amount owed by connected companies	76,413	12,500
Other debtors	5,266	693
Prepayments and accrued income	5,007	5,209
	180,768	69,081

Greenbanks Homecare Limited

Notes to the Financial Statements for the year ended 30 April 1996

10. Creditors: amounts falling due within one year	1996 £	1995 £
Bank overdraft	65,329	18,702
Net obligations under finance leases and hire purchase contracts	3,844	2,478
Trade creditors	13,153	6,961
Corporation tax	378	835
Other taxes and social security costs	40,392	10,334
Other creditors	74,168	36,288
Accruals and deferred income	4,567	2,966
	<u>201,831</u>	<u>78,564</u>
The bank overdraft is secured by a floating charge over the assets of the company.		
11. Creditors: amounts falling due after more than one year	1996 £	1995 £
Net obligations under finance leases and hire purchase contracts	4,597	1,652
	<u>4,597</u>	<u>1,652</u>
Net obligations under finance leases and hire purchase contracts		
Repayable between one and five years	-	(1,652)
	<u>-</u>	<u>(1,652)</u>
12. Share capital	1996 £	1995 £
Authorised equity		
100 Ordinary shares of £1 each	100	100
	<u>100</u>	<u>100</u>
Allotted, called up and fully paid equity		
100 Ordinary shares of £1 each	100	2
	<u>100</u>	<u>2</u>

Greenbanks Homecare Limited

Notes to the Financial Statements for the year ended 30 April 1996

13. Reconciliation of movements in shareholders' funds

	1996	1995
	£	£
Profit for the year	776	1,290
Net proceeds of equity share issue	98	2
Opening shareholders' funds	1,293	-
	<hr/>	<hr/>
	2,167	1,292
	<hr/>	<hr/>

14. Ultimate parent undertaking

The directors consider that the company is controlled by Greenbank Homes Limited.