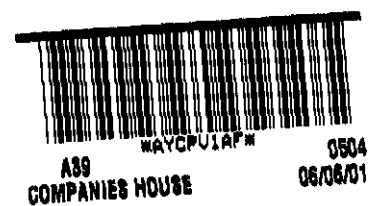


KING GEORGE COURT MANAGEMENT LIMITED

REPORT AND ACCOUNTS

FOR THE SEVEN-MONTH PERIOD ENDED 31 DECEMBER 2000

COMPANY REGISTRATION NUMBER 3175135



DIRECTORS' REPORT

The directors present their report and accounts for the seven-month period ended 31 December 2000.

CHANGE OF ACCOUNTING REFERENCE DATE

The Company changed its accounting reference date to 31 December to coincide with the ultimate parent undertaking. Accordingly, these accounts cover the 7-month period from 1 June 2000 to 31 December 2000.

PRINCIPAL ACTIVITY

The company did not trade during the period. Accordingly, no profit and loss account has been prepared.

DIRECTORS AND THEIR INTERESTS

The directors who served during the year were as follows:

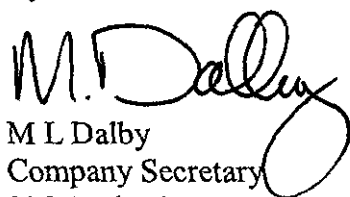
N G Bannister
M L Dalby
K C Rutherford

No director had an interest in the ordinary shares of the company or in the ultimate parent undertaking, Holiday Retirement Corporation. The interest of N G Bannister in the share capital of Holiday Retirement UK Limited is disclosed in that company's accounts.

AUDITORS

In accordance with the provisions of Section 249AA(1) of the Companies Act 1985, the Company being a dormant company within the meaning of the said section, Section 388A(1) of the Companies Act 1985 shall apply and accordingly no auditors have been appointed.

By order of the Board.


M L Dalby
Company Secretary
29 March 2001

Registered Office
Queensway House
11 Queensway
New Milton
Hampshire
BH25 5NR

BALANCE SHEET

At 31 December 2000

	Notes	31 December 2000 £	31 May 2000 £
CURRENT ASSETS			
Debtors – amount owed by fellow subsidiary undertaking		<u>2</u>	<u>2</u>
CAPITAL AND RESERVES			
Authorised share capital 10,000 ordinary shares of £1 each			
Allotted and fully paid 2 ordinary shares of £1 each		<u>2</u>	<u>2</u>

The company was entitled to exemption under section 249AA(1) of the Companies Act 1985 for the period ended 31st December 2000. No members have required the company to obtain an audit of its accounts for the period in question in accordance with section 249B(2).

The directors acknowledge their responsibility for:

- a). ensuring the company keeps accounting records that comply with section 221;
- b). preparing accounts that 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 or loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

These accounts were approved by the board of directors on 29 March 2001 and signed on its behalf by:



Nigel Bannister
Chief Executive

NOTES TO THE ACCOUNTS at 31 December 2000

1. ACCOUNTING POLICIES

Accounting convention

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards and with the requirements of the Companies Act 1985.

2. ULTIMATE PARENT UNDERTAKING

The company's ultimate parent undertaking and controlling party is Holiday Retirement Corporation, a company registered in Oregon USA. Holiday Retirement UK Limited is the smallest and largest group for which group accounts are prepared and are available to the public and may be obtained from Companies House, Cardiff.