FINANCIAL STATEMENTS

FOR THE PERIOD ENDED

31 MARCH 2001



FINANCIAL STATEMENTS

For the period ended 31 March 2001

Company registration number:

03886647

Registered office:

20-22 Bedford Row

LONDON

WC1R 4JS

Directors:

A R Patel R V Patel A M Patel K V Patel

Secretary:

J Farley

Bankers:

National Westminster Bank PLC

London

Auditors:

Grant Thornton Registered auditors Chartered accountants

London

FINANCIAL STATEMENTS

For the period ended 31 March 2001

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REPORT OF THE DIRECTORS

The directors present their report together with financial statements for the period ended 31 March 2001.

Principal activities

The company is principally engaged in the marketing and distribution of healthcare products.

Business review

The company was incorporated on 1 December 1999 as Whizcare limited and subsequently changed it's name to B & S House of Health Limited on 13 April 2000 and commenced trading.

There was a profit for the period after taxation amounting to £231,753. The directors do not recommend payment of a dividend.

Directors

The present membership of the Board is set out below.

	O: 31 March 2001	rdinary shares 1 December 1999
A R Patel (appointed 29 February 2000) R V Patel (appointed 29 February 2000) A M Patel (appointed 1 January 2001) K V Patel (appointed 1 January 2001)	-	-
	-	-

None of the directors or their families had any beneficial interest in the shares of the company. The interests of the directors in the shares of the parent undertaking are disclosed in that company's financial statements.

Directors' responsibilities for the financial statements

Company law requires the directors to 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 those 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
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for maintaining proper accounting records, for safeguarding the assets of the company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

REPORT OF THE DIRECTORS

Auditors

Grant Thornton were appointed as auditors of the company during the period and offer themselves for reappointment in accordance with section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD

Director
11 June 2001

REPORT OF THE AUDITORS TO THE MEMBERS OF

B & S HOUSE OF HEALTH LIMITED

We have audited the financial statements on pages 4 to 9 which have been prepared under the accounting policies set out on page 4.

Respective responsibilities of directors and auditors

As described on page 1 the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards. 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 United Kingdom 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

11 June 2001

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 March 2001 and of its profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

-dank instruction

GRANT THORNTON
REGISTERED AUDITORS
CHARTERED ACCOUNTANTS
LONDON

PRINCIPAL ACCOUNTING POLICIES

BASIS OF PREPARATION

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention.

The principal accounting policies of the company are set out below.

TURNOVER

Turnover is the total amount receivable by the company for goods supplied and services provided, excluding VAT and trade discounts.

STOCKS

Stocks are stated at the lower of cost and net realisable value.

PROFIT AND LOSS ACCOUNT

For the period ended 31 March 2001

	Note	2001 £
Turnover Cost of sales	1	1,989,682 (647,267)
Gross profit		1,342,415
Distribution costs Administrative expenses		(1,402) (1,009,938)
Operating profit		331,075
Profit on ordinary activities before taxation	1	331,075
Tax on profit on ordinary activities	2	(99,322)
Profit transferred to reserves	8	231,753

There were no recognised gains or losses other than the profit for the financial period.

BALANCE SHEET AT 31 MARCH 2001

Note	2001 £
•	£
Current assets	
Stocks 4	129,357
Debtors 5	241,256
Cash at bank and in hand	265,860
	636,473
Creditors: amounts falling due within one year	(404,719)
Net current assets	231,754
Total assets less current liabilities	231,754
	
Capital and reserves	
Called up share capital 7	1
Profit and loss account	231,753
· · · · · · · · · · · · · · · · · · ·	23x,133
Shareholders' funds 9	231,754

The financial statements were approved by the Board of Directors on 11 June 2001

Director

NOTES TO THE FINANCIAL STATEMENTS

For the period ended 31 March 2001

1 TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The profit on ordinary activities is stated after:

2001 £

Auditors' remuneration

3,000

2 TAX ON PROFIT ON ORDINARY ACTIVITIES

The tax charge represents:

2001 £

UK Corporation tax at 30%

99,322

3 DIRECTORS AND EMPLOYEES

All employees of B & S House of Health Limited have been employed by Goldshield Pharmaceuticals Limited. A proportion of the total salaries expense is recharged to B & S House of Health Limited upon employee usage for the period.

No directors received any emoluments during the period.

4 STOCKS

2001 £

Finished goods and goods for resale

129,357

5 DEBTORS

2001

24,785

Trade debtors
Amounts owed by group undertakings

216,471

241,256

NOTES TO THE FINANCIAL STATEMENTS

For the period ended 31 March 2001

6	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	
		2001 £
	Trade creditors Corporation tax Accruals and deferred income	146,042 99,322 159,355
		404,719
7	SHARE CAPITAL	
		2001 £
	Authorised Ordinary shares of £1	1,000
	Allotted, called up and fully paid Ordinary shares of £1	
		1
	Allotments during the period	
	The company made an allotment of one ordinary £1 share on incorporation.	
8	RESERVES	
		Profit and loss account £
	Retained profit for the period	231,753
	At 31 March 2001	231,753
·		
9	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	
		2001 £
	Profit for the financial period Issue of shares	231,753 1
	Net increase in shareholders' funds	231,754

NOTES TO THE FINANCIAL STATEMENTS

For the period ended 31 March 2001

10 CAPITAL COMMITMENTS

The company had no capital commitments at 31 March 2001.

11 CONTINGENT LIABILITIES

There were no contingent liabilities at 31 March 2001.

12 CONTROLLING RELATED PARTY

The directors consider that the controlling related party and ultimate parent undertaking is Goldshield Group plc by virtue of its 100% shareholding in the company.

The largest group of undertakings for which group accounts have been drawn up is that headed by Goldshield Group plc which is registered in England and Wales. A copy of these accounts can be obtained from the company at NLA Tower, 12-16 Addiscombe Road, Croydon, CR0 0XT.

As a wholly owned subsidiary of Goldshield Group plc, the company has taken advantage of exemption from the requirement to disclose transactions with other members of the group headed by Goldshield Group plc.