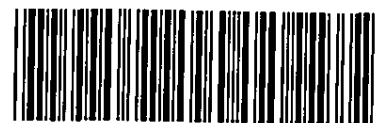


Financial Statements

B & S House of Health Limited

For the year ended 31 March 2009

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COMPANIES HOUSE

Company No. 03886647

Company information

Company registration number	03886647
Registered office	No.1 Croydon 12-16 Addiscombe Road Croydon Surrey CR0 0XT
Directors	R V Patel A M Patel
Secretary	S Venkateswaran
Bankers	The Royal Bank of Scotland plc 280 Bishopsgate London EC2M 4RB
Solicitors	Jones Day 10 Old Bailey London EC4M 7NG Cripps Harries Hall LLP Wallside House 12 Mount Ephraim Road Tunbridge Wells Kent TN1 1EG
Auditor	Grant Thornton UK LLP Chartered Accountants Registered Auditors Grant Thornton House Melton Street Euston Square London NW1 2EP

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Report of the directors

The directors present their report and the financial statements of the company for the year ended 31 March 2009.

Principal activities

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

Results and dividends

The trading results for the year and the company's financial position at the end of the year are shown in the attached financial statements. During the year a dividend of £1,400,000 was paid.

Business review and future developments

Turnover for the year was £765,636 (2008: £1,521,634). Progress is being made on the re-packaging and re-marketing of key generic products into value added branded alternatives which will be sold and marketed from Goldshield Limited.

Financial risk management objectives and policies

The company uses a variety of financial instruments including cash, equity and various items such as trade debtors and trade creditors, that arise directly from its operations. The main purpose of these financial instruments is to provide working capital for the company's operations.

Short term debtors and creditors

Short term debtors and creditors have been excluded from the following disclosures except those relating to currency risk. The company's trade and other receivables are actively monitored to avoid significant concentration of credit risk.

Interest rate risk

The company finances its operations through a mixture of retained profits and bank facilities. Bank borrowings are made using variable interest rates.

Liquidity risk

The company seeks to manage financial risk, to ensure sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably.

Short term flexibility is achieved through overdraft facilities and short/medium term borrowings.

Currency risk

The company is exposed to transaction foreign exchange risk.

Directors

The directors who served the company during the year were as follows:

R V Patel
A M Patel

Report of the directors (continued)

Directors' responsibilities

The directors are responsible for preparing the Report of the directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). The financial statements are required by law to 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 judgments and estimates that are reasonable and prudent;
- 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 keeping proper accounting records that 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.

In so far as the directors are aware:

- there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditor

Grant Thornton UK LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with section 487(2) of the Companies Act 2006 unless the company receives notice under section 488(1) of the Companies Act 2006.

Small company exemption

This report has been prepared in accordance with the special provision of Part VII of the Companies Act 1985 relating to small entities.

ON BEHALF OF THE BOARD



R V Patel
Director

4 September 2009



Report of the independent auditor to the members of B & S House of Health Limited

We have audited the financial statements of B & S House of Health Limited for the year ended 31 March 2009 which comprise the principal accounting policies, the profit and loss account, the balance sheet and notes 1 to 14. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

The directors' responsibilities for preparing the Report of the directors and the financial statements in accordance with United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

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 Companies Act 1985. We also report to you whether in our opinion the information given in the Report of the directors is consistent with the financial statements.

In addition we report to you if, in our opinion, 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 with the company is not disclosed.

We read the Report of the directors and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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.

Report of the independent auditor to the members of B & S House of Health Limited (continued)

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2009 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Report of the directors is consistent with the financial statements.



GRANT THORNTON UK LLP
REGISTERED AUDITOR
CHARTERED ACCOUNTANTS
LONDON

11 September 2009

Principal accounting policies

Basis of accounting

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

The directors have reviewed the principal accounting policies and consider they remain the most appropriate for the company. The principal accounting policies of the company remain unchanged from the previous year and are set out below.

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) 'Cash Flow Statements' from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year.

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exception:

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Profit and loss account

	Note	2009 £	2008 £
Turnover	1	765,636	1,521,634
Cost of sales		(213,040)	(414,916)
Gross profit		552,596	1,106,718
Other operating charges	2	(292,731)	(783,606)
Operating profit	3	259,865	323,112
Interest received		305	-
Profit on ordinary activities before taxation		260,170	323,112
Tax on profit on ordinary activities	5	(68,233)	(104,466)
Retained profit for the financial year		191,937	218,646
Balance brought forward		1,912,523	1,693,877
Equity dividends paid	6	(1,400,000)	-
Balance carried forward		704,460	1,912,523

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the results for the year as set out above.

Balance sheet

	Note	2009 £	2008 £
Current assets			
Stocks	7	-	90,750
Debtors	8	919,934	2,079,166
Cash at bank		39,089	65,539
		<u>959,023</u>	<u>2,235,455</u>
Creditors: amounts falling due within one year	10	(254,562)	(322,931)
Net current assets		<u>704,461</u>	<u>1,912,524</u>
Total assets less current liabilities		<u>704,461</u>	<u>1,912,524</u>
Capital and reserves			
Called-up equity share capital	12	1	1
Profit and loss account		704,460	1,912,523
Shareholders' funds	13	<u>704,461</u>	<u>1,912,524</u>

These financial statements were approved by the directors on 4/9/09 and are signed on their behalf by:



 R V Patel
 Director

The accompanying accounting policies and notes form part of these financial statements.

Notes to the financial statements

1 Turnover

The turnover and profit before tax are attributable to the one principal activity of the company.
 An analysis of turnover is given below:

	2009 £	2008 £
United Kingdom	<u>765,636</u>	<u>1,521,634</u>

2 Other operating charges

	2009 £	2008 £
Distribution costs	16,165	36,270
Administrative expenses	276,566	747,336
	<u>292,731</u>	<u>783,606</u>

3 Operating profit

Operating profit is stated after charging:

	2009 £	2008 £
Auditor's remuneration:		
Audit fees	<u>5,000</u>	<u>5,000</u>

Auditor's remuneration for other services is disclosed in note 3 of the Consolidated IFRS financial statements of Goldshield Group plc, the ultimate parent undertaking.

Fees paid to Company's auditor, Grant Thornton UK LLP, and its associates for services other than statutory audit of the Company are not disclosed in B & S House of Health Limited's accounts since the consolidated accounts of Goldshield Group plc are required to disclose non-audit fees on a consolidated basis.

4 Directors and employees

All directors and employees of B & S House of Health Limited have been employed by Goldshield Management Services Limited. A proportion of the total salaries expenses is recharged to B & S House of Health Limited based upon employee usage for the period.

Notes to the financial statements

5 Taxation on profit on ordinary activities

(a) Analysis of charge in the year

	2009 £	2008 £
Current tax:		
UK Corporation tax based on the results for the period at 28%(2008: 30%)	77,191	93,504
(Over)/under provision in prior year	(8,958)	4,965
Total current tax	<u>68,233</u>	<u>98,469</u>
Deferred tax:		
Movement in deferred tax balance	-	5,997
Tax on profit on ordinary activities	<u>68,233</u>	<u>104,466</u>

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is lower (2008: higher) than the standard rate of corporation tax in the UK of 28% (2008: 30%)

	2009 £	2008 £
Profit on ordinary activities before taxation	<u>260,170</u>	<u>323,112</u>
Tax on ordinary activities at 28% (2008: 30%)	72,848	96,934
Expenses not deductible for tax purposes	4,343	(3,430)
Adjustments to tax charge in respect of previous periods	(8,958)	4,965
Total current tax (note 5(a))	<u>68,233</u>	<u>98,469</u>

6 Dividends

	2009 £	2008 £
Ordinary shares -dividend paid £1,400,000 per share (2008:£ nil)	<u>1,400,000</u>	<u>-</u>

Notes to the financial statements

7 Stocks

	2009	2008
	£	£
Finished goods	-	90,750

8 Debtors

	2009	2008
	£	£
Trade debtors	-	1,063
Amounts owed by group undertakings	919,934	2,078,103
	<u>919,934</u>	<u>2,079,166</u>

9 Deferred Taxation

	2009	2008
	£	£
The movement in the deferred taxation account during the year was:		
Balance brought forward	-	5,997
Other timing differences	-	(5,997)
	<u>-</u>	<u>-</u>
Balance carried forward	-	-
	<u>-</u>	<u>-</u>
The balance for deferred taxation consists of the tax effect of timing differences in respect of :		
Other timing differences	-	-
	<u>-</u>	<u>-</u>

10 Creditors: amounts falling due within one year

	2009	2008
	£	£
Trade creditors	135	15,520
Amounts owed to group undertakings	154,227	83,542
Corporation tax	80,189	102,422
Other taxation and social security	7,354	50,108
Accruals and deferred income	12,657	71,339
	<u>254,562</u>	<u>322,931</u>

Notes to the financial statements

11 Capital Commitments

The company had no capital commitments at 31 March 2009 or 31 March 2008.

12 Share capital

Authorised share capital:

	2009	2008
	£	£
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

Allotted, called up and fully paid:

	2009		2008
	No	£	No
Ordinary shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>

13 Reconciliation of movements in shareholders' funds

	2009	2008
	£	£
Profit for the financial year	191,937	218,646
Equity dividends paid	(1,400,000)	-
Opening shareholders' equity funds	<u>1,912,524</u>	<u>1,693,878</u>
Closing shareholders' equity funds	<u>704,461</u>	<u>1,912,524</u>

14 Ultimate parent company

The directors consider that the ultimate parent undertaking and controlling related party of this company is Goldshield Group plc, by virtue of its majority shareholding.

The largest and smallest 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 No.1 Croydon, 12-16 Addiscombe Road, Croydon, CR0 0XT.

As a wholly owned subsidiary of Goldshield Group plc, the company is exempt from the requirements of Financial Reporting Standard 8 'Related Party Disclosures' to disclose transactions with other members of the group headed by Goldshield Group plc.

Management information

**The following pages do not form part of the statutory financial statements
which are the subject of the independent auditor's report on page 5 & 6.**

Profit and loss account

	2009 £	2008 £
Turnover	765,636	1,521,634
Cost of sales		
Purchases	(213,040)	(414,916)
Gross profit	<u>552,596</u>	<u>1,106,718</u>
Overheads		
Distribution Costs	(16,165)	(36,270)
Administrative expenses	(276,566)	(747,336)
	<u>(292,731)</u>	<u>(783,606)</u>
Operating profit	259,865	323,112
Interest receivable	305	-
Profit on ordinary activities	<u>260,170</u>	<u>323,112</u>

Notes to the detailed profit and loss account

	2009	2008
	£	£
Administrative expenses		
General expenses		
Printing and postage	89,508	273,681
Advertising and promotion	(14,905)	124,476
Management charges	160,227	236,261
Consultancy fees	21,424	40,159
Stock write-off	(1,988)	36,960
Insurance	-	7,484
Auditor's remuneration	5,000	5,000
	<u>259,266</u>	<u>724,021</u>
Financial costs		
Bad debts written-off	2	413
Bank charges	17,298	22,902
	<u>17,300</u>	<u>23,315</u>
	<u>276,566</u>	<u>747,336</u>
Interest receivable		
Bank interest receivable	<u>(305)</u>	<u>-</u>