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AXIOM INTERNET GROUP LIMITED

Financial Statements

for the year ended

31 March 2002



IBDO

BDO Stoy Hayward
Chartered Accountants

AXIOM INTERNET GROUP LIMITED

Financial statements for the year ended 31 March 2002

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Directors

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Directors

P Scott
M Fisher
P Brookes
M Housley

Secretary and registered office

S Wilkinson

288 Church Street
Blackpool
Lancashire
FY1 3QA

Company number

03947081

Auditors

BDO Stoy Hayward, 263 Church Street, Blackpool, FY1 3PB.

Bankers

Bank of Scotland
19-21 Spring Gardens
Manchester
M2 1FB

Solicitors

Wacks Caller
Steam Packet House
76 Cross Street
Manchester
M2 4JU

AXIOM INTERNET GROUP LIMITED

Report of the directors for the year ended 31 March 2002

The directors present their report together with the audited financial statements for the year ended 31 March 2002.

Principal activities

The principal activity of the company is that of a holding company.

The company did not trade during the year and received no income from its subsidiary undertakings. All expenses have been met by other group undertakings. As such there is no profit or loss for the year and therefore no profit and loss account is presented.

Directors

The directors of the company during the year were:

P Scott

M Fisher

P Brookes

M Housley

R Holt (Resigned 13 August 2001)

No director held an interest in the shares of the company.

R Holt, P Scott and M Housley were also directors of the parent undertaking, Harrogate Group plc, and their interests in the share capital of that company are disclosed in its financial statements.

AXIOM INTERNET GROUP LIMITED

Report of the directors for the year ended 31 March 2002 (*Continued*)

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 year. 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.
- 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 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.

Auditors

BDO Stoy Hayward have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

This directors' report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

On behalf of the Board

M Housley
Director



Approved by the Board on... 24/04/02

AXIOM INTERNET GROUP LIMITED

Report of the independent auditors

We have audited the financial statements of Axiom Internet Group Limited for the year ended 31 March 2002 on pages 4 to 6. These financial statements have been prepared under the accounting policies set out therein.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards 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 United Kingdom Auditing Standards.

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 if, in our opinion, the Directors' Report is not consistent with the financial statements, if 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 Directors' Report 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 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

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 March 2002 and have been properly prepared in accordance with the Companies Act 1985.

BDO Stoy Hayward
Chartered Accountants and Registered Auditors
Blackpool

Date 27/1/03

AXIOM INTERNET GROUP LIMITED

Balance sheet as at 31 March 2002

	Notes	2002	2001
		£	£
Fixed assets			
Investments	2	630	630
Current assets			
Cash at bank and in hand		865	370
Creditors: amounts falling due within one year	3	(495)	-
Net current assets		370	370
Total assets less current liabilities		1000	1000
Capital and reserves			
Called up share capital	4	1000	1000
Equity shareholders' funds		1000	1000

These financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board on 24/10/02

On behalf of the Board

P Scott
Director



The notes on pages 5 to 6 form part of these financial statements.

AXIOM INTERNET GROUP LIMITED

Notes forming part of the financial statements for the year ended 31 March 2002

1 Accounting Policies

The financial statements have been prepared under the historical cost convention.

The company is exempt from preparing consolidated financial statements by virtue of section 228 of the Companies Act 1985. The company's results are included in the consolidated financial statements of Harrogate Group plc. These financial statements therefore present information about the company as an individual undertaking and not about its group.

Investments

Investments held as fixed assets are stated at cost less any provision for impairment in value.

2 Fixed asset investments

	Shares in group undertakings £
<i>Cost</i>	
At 31 March 2001 and at 31 March 2002	630

At 31 March 2002 the company held more than 20% of the allotted ordinary share capital of the following undertakings:

Name	Country of incorporation	Proportion of voting rights and ordinary share capital held	Nature of business	Capital & reserves £	Loss for the financial year £
Axiom Software Limited	UK	100%	Provision of psychometric testing programmes	(1,026,861)	(758,340)
Glyph Internet Limited	UK	100%	Dormant	1,255	-
Brookhouse Holdings Limited	UK	100%	Dormant	100	-

AXIOM INTERNET GROUP LIMITED

Notes forming part of the financial statements for the year ended 31 March 2002 *(Continued)*

3 Creditors: amounts falling due within one year

	2002	2001
Other creditors	495	-
	<hr/>	<hr/>

4 Share Capital

	2002	2001
Authorised		
Ordinary shares of £1 each	1,000	1,000
	<hr/>	<hr/>
Allotted, called up and fully paid		
Ordinary shares of £1 each	1,000	1,000
	<hr/>	<hr/>

5 Ultimate parent undertaking and controlling related party

The directors consider that the ultimate parent undertaking of this company is its parent company Harrogate Group plc.

Harrogate Group plc is this company's controlling and ultimate controlling related party by virtue of its holding 100% of the issued share capital of the company.

The largest and smallest group of undertakings for which group accounts have been drawn up is that headed by Harrogate Group plc. These accounts are available at the registered office of this company.