



**AXIOM INTERNET GROUP
LIMITED**

FINANCIAL STATEMENTS

FOR THE PERIOD ENDED

31 MARCH 2001

AXIOM INTERNET GROUP LIMITED

FINANCIAL STATEMENTS

For the period ended 31 March 2001

Company registration number: 03947081

Registered office: 288 Church Street
Blackpool
Lancashire
FY1 3QA

Directors: P Scott
M Fisher
P Brookes
M Housley

Secretary: S Wilkinson

Bankers: Bank of Scotland
19/21 Spring Gardens
Manchester
M2 1FB

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

Auditors: Grant Thornton
Registered Auditors
Chartered Accountants
The Quadrangle
Imperial Square
Cheltenham
Gloucestershire
GL50 1PZ

AXIOM INTERNET GROUP LIMITED

FINANCIAL STATEMENTS

For the period ended 31 March 2001

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AXIOM INTERNET GROUP LIMITED

REPORT OF THE DIRECTORS

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

Principal activities

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

The company was incorporated on 14 March 2000 as Review Services Limited and subsequently changed its name to Axiom Internet Group Limited on 29 March 2000.

On 12 May 2000 the company acquired the entire issued share capital of Axiom Software Limited satisfied by the issue of 300 ordinary shares of £1 each. The principal activity of Axiom Software Limited is the provision of psychometric testing programmes.

On 12 May 2000 the company acquired the entire issued share capital of Glyph Internet Limited satisfied by the issue of 30 ordinary shares of £1 each. The principal activity of Glyph Internet Limited is the design of websites for the internet.

On 12 May 2000 the company acquired the entire share capital of Brookhous Holdings Limited satisfied by the issue of 300 ordinary shares of £1 each. Brookhous Holdings Limited owns various intellectual property rights, but does not trade in its own right.

On 18 September 2000 the entire issued share capital of the company, being 1,000 ordinary shares of £1 each, was acquired by Harrogate Group plc. From this date, Harrogate Group plc became this company's ultimate parent undertaking.

The company did not trade during the period 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 period and therefore no profit and loss account is presented.

Directors

The present membership of the Board is set out below. All directors were appointed to the Board on 23 March 2000.

P Scott
M Fisher
P Brookes
M Housley

Mr R Holt was appointed to the Board on 18 September 2000 and subsequently resigned on 13 August 2001.

No director held an interest in the shares of the company at 31 March 2001 or at incorporation (or the date of their appointment to the Board if later).

R Holt, P Scott and M Housley were also directors of the parent undertaking, at 31 March 2001, and their interests in the parent undertaking are disclosed in that company's financial statements.

Corporate Appointments Limited was appointed to the Board on incorporation and subsequently resigned on 20 March 2000.

AXIOM INTERNET GROUP LIMITED

REPORT OF THE DIRECTORS

Directors' responsibilities for the financial statements

United Kingdom 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.

Auditors

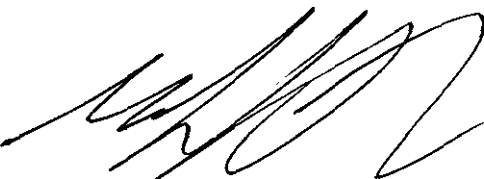
Grant Thornton offer themselves for reappointment as auditors in accordance with section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD

M Housley
Director

Date

05/12/07



**REPORT OF THE AUDITORS TO THE MEMBERS OF
AXIOM INTERNET GROUP LIMITED**

We have audited the financial statements on pages 4 to 7 which have been prepared under the accounting policies set out on page 4.

Respective responsibilities of directors and auditors

As described on page 2 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

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 have been properly prepared in accordance with the Companies Act 1985.

Grant Thornton

**GRANT THORNTON
REGISTERED AUDITORS
CHARTERED ACCOUNTANTS**

CHELTENHAM

Date 3 December 2001

AXIOM INTERNET GROUP LIMITED

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 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 are included at cost.

AXIOM INTERNET GROUP LIMITED**BALANCE SHEET AT 31 MARCH 2001**

	Note	2001 £
Fixed assets		
Investments	2	630
Current assets		
Cash at bank and in hand		370
Total assets less current liabilities		<u>1,000</u>
Capital and reserves		
Called up share capital	3	<u>1,000</u>
Equity shareholders' funds	4	<u>1,000</u>

The financial statements were approved by the Board of Directors on 3/12/01.



P Scott
Director

AXIOM INTERNET GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the period ended 31 March 2001

1 DIRECTORS AND EMPLOYEES

The company had no employees apart from the 5 directors during the period. None of the directors received any remuneration from the company.

2 FIXED ASSETS INVESTMENTS

	Shares in group undertakings £
Cost	
Additions and at 31 March 2001	630
Net book amount at 31 March 2001	630

At 31 March 2001 the company held more than 20% of the allotted share capital of the following undertakings:

	Country of incorporation /registration	Class of share capital held	Proportion held	Nature of business	Capital and reserves £	Loss for the financial period £
Subsidiaries						
Axiom Software Limited	UK	Ordinary	100%	Provision of psychometric testing programmes	(268,521)	(367,310)
Glyph Internet Limited	UK	Ordinary	100%	Design of websites	1,255	(4,701)
Brookhous Holdings Limited	UK	Ordinary	100%	Dormant	100	Nil

3 SHARE CAPITAL

	2001 £
Authorised Ordinary shares of £1 each	1,000
Allotted, called up and fully paid Ordinary shares of £1 each	1,000

AXIOM INTERNET GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the period ended 31 March 2001

Allotments during the period

The company made an allotment of 2 ordinary £1 shares at par on incorporation.

On 12 May 2000 the company allotted 998 ordinary £1 shares at par, for which consideration of £328 was received in cash.

The non-cash consideration of £630 represents the acquisition of the entire share capital of Axiom Software Limited for £300, Glyph Internet Limited for £30 and Brookhous Holdings Limited for £300.

4 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2001 £
Issue of shares	1,000
Shareholders' funds at 31 March 2001	<u>1,000</u>

5 CAPITAL COMMITMENTS

The company had no capital commitments at 31 March 2001

6 CONTINGENT LIABILITIES

There were no contingent liabilities at 31 March 2001.

7 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.

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.