

Company No. 04285569

Weichert Relocation UK Limited

Report and Accounts
December 31, 2003

Davison and Shingleton
Chartered Accountants



WEICHERT RELOCATION UK LIMITED

1

Director

A Minnetian

Secretary

T J G Secretaries Limited

Auditors

Davison and Shingleton
Boundary House
91-93 Charterhouse Street
London
EC1M 6HR

Bankers

Wachovia Bank, N.A.
London Branch
3 Bishopsgate
London
EC2N 3AB

Solicitors

Taylor Wessing
Carmelite
50 Victoria Embankment
Blackfriars
London
EC4Y 0DX

Registered Office

Carmelite
50 Victoria Embankment
Blackfriars
London
EC4Y 0DX

Company Number

04285569

WEICHERT RELOCATION UK LIMITEDDIRECTOR'S REPORT

The director presents his report and accounts for the year ended December 31, 2003.

Results and dividends

The trading loss for the year, after taxation, amounted to £187,944 (period to December 2002 : loss £30,690).

The director does not recommend the payment of a dividend.

Principal activity

The company's principal activity during the year was that of relocation and assignment management services.

Review of the business

The year's trading was disappointing. This resulted from the loss of two key accounts during a period when the infrastructure of the company was being built to support a significantly higher level of turnover to that achieved during the year. Weichert Relocation Company Inc. (which changed its name to Weichert Relocation Resources Inc. on January 1, 2004) continues to provide financial support to the company.

Director and his interests

The only director who served during the year was A Minnetian.

There are no director's interests requiring disclosure under the Companies Act 1985.

Statement of director's responsibilities in respect of the accounts

Company law requires the director to prepare accounts 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 accounts, the director is 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 accounts; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director confirms that the accounts comply with the above requirements.

The director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable him to ensure that the accounts comply with the Companies Act 1985. He is 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.

WEICHERT RELOCATION UK LIMITEDDIRECTOR'S REPORT

(continued)

Small company provisions

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

BY ORDER OF THE BOARD

A handwritten signature in black ink, appearing to read 'A Minnetian', with a long horizontal stroke extending to the right.

A Minnetian
Director

January 27, 2005



**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF
WEICHERT RELOCATION UK LIMITED**

We have audited the accounts of Weichert Relocation UK Limited for the year ended December 31, 2003 which comprise the profit and loss account, the balance sheet, the statement of total recognised gains and losses and the related notes. These accounts have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's shareholders, 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 shareholders 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 shareholders as a body, for our audit work, for this report or for the opinions we have formed.

Respective responsibilities of director and auditors

As described in the statement of director's responsibilities the company's director is responsible for the preparation of the accounts in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the accounts in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the accounts 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 director's report is not consistent with the accounts, 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 director's remuneration and transactions with the company is not disclosed.

We read the director's 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 accounts. It also includes an assessment of the significant estimates and judgements made by the director in the preparation of the accounts, 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 accounts 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 accounts.



INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF
WEICHERT RELOCATION UK LIMITED
(continued)

Opinion

In our opinion the accounts give a true and fair view of the state of the company's affairs as at December 31, 2003 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Davison and Shingleton
Registered Auditor

January 31, 2005

WEICHERT RELOCATION UK LIMITEDPROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED DECEMBER 31, 2003

		<i>Year ended</i> <i>December 31,</i> <i>2003</i> £	<i>16 month</i> <i>Period to</i> <i>December 31,</i> <i>2002</i> £
	<i>Notes</i>		
Turnover	2	349,059	219,766
Cost of sales		(273,371)	(118,969)
		-----	-----
Gross profit		75,688	100,797
Administrative expenses		(266,194)	(131,519)
		-----	-----
Operating loss	3	(190,506)	(30,722)
Bank interest receivable		2,562	32
		-----	-----
Loss on ordinary activities before taxation		(187,944)	(30,690)
Tax on ordinary activities		-	-
		-----	-----
Loss for the financial year/period	8	(187,944)	(30,690)
Deficit brought forward	8	(30,690)	-
		-----	-----
Deficit carried forward	8	£(218,634)	£(30,690)
		=====	=====

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
FOR THE YEAR ENDED DECEMBER 31, 2003

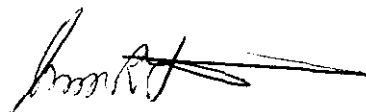
There are no recognised gains or losses other than the loss attributable to the shareholders of the company of £187,944 in the year ended December 31, 2003 and £30,690 in the period ended December 31, 2002.

WEICHERT RELOCATION UK LIMITEDBALANCE SHEET AT DECEMBER 31, 2003

	Notes	£	2003 £	2002 £
Fixed assets:				
Tangible assets	4		1,165	-
Current assets:				
Debtors	5	98,610		242,429
Cash at bank and in hand		252,344		39,521
		<u>350,954</u>		<u>281,950</u>
Creditors: amounts falling due within one year	6	(569,753)		(311,640)
Net current liabilities			(218,799)	(29,690)
Total assets less current liabilities			<u>£(217,634)</u>	<u>(29,690)</u>
Capital and reserves:				
Called up share capital	7		1,000	1,000
Profit and loss account	8		(218,634)	(30,690)
Shareholders' funds	8		<u>£(217,634)</u>	<u>£(29,690)</u>

The accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

Approved by the Board on January 27, 2005
and signed on its behalf by



A Minnetian
Director

WEICHERT RELOCATION UK LIMITEDNOTES TO THE ACCOUNTS AT DECEMBER 31, 20031. Accounting policiesAccounting convention

The accounts are prepared under the historical cost convention and in accordance with applicable Accounting Standards and the Financial Reporting Standard for Smaller Entities (effective June 2002).

Depreciation

Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost of each asset evenly over its expected useful life, as follows:

Computer and office equipment	-	over 3 years
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The carrying value of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

Deferred tax

Deferred tax is provided using the liability method calculated at the tax rates that are expected to apply in the periods in which the timing differences reverse. Deferred tax assets are only recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

2. Turnover

Turnover represents the amounts derived from the provision of goods and services which fall within the company's ordinary activities, all of which are continuing, stated net of value added tax.

3. Operating loss

	<i>Year ended December 31, 2003</i>	<i>16 month Period ended December 31, 2002</i>
	<i>£</i>	<i>£</i>
This is stated after charging:		
Auditors' remuneration	4,340	2,500
Depreciation	388	-
	<u> </u>	<u> </u>

WEICHERT RELOCATION UK LIMITEDNOTES TO THE ACCOUNTS AT DECEMBER 31, 2003

(continued)

4. Tangible fixed assets

	<i>Computer and office equipment</i> £	<i>Total</i> £
Cost:		
At January 1, 2003	-	-
Additions	1,553	1,553
	<hr/>	<hr/>
At December 31, 2003	1,553	1,553
	<hr/>	<hr/>
Depreciation:		
At January 1, 2003	-	-
Provided during the year	388	388
	<hr/>	<hr/>
At December 31, 2003	388	388
	<hr/>	<hr/>
Net book value:		
At December 31, 2003	£1,165	£1,165
	<hr/>	<hr/>
At January 1, 2003	£Nil	£Nil
	<hr/>	<hr/>

5. Debtors

	2003 £	2002 £
Trade debtors	53,024	241,430
Other debtors	999	999
Prepayments and accrued income	44,587	-
	<hr/>	<hr/>
	£98,610	£242,429
	<hr/>	<hr/>

6. Creditors: amounts falling due within one year

	2003 £	2002 £
Other taxes and social security costs	1,319	20,303
Accruals and deferred income	44,963	7,812
Amounts due to group companies	523,471	283,525
	<hr/>	<hr/>
	£569,753	£311,640
	<hr/>	<hr/>

WEICHERT RELOCATION UK LIMITEDNOTES TO THE ACCOUNTS AT DECEMBER 31, 2003

(continued)

7. Share capital

	<i>Authorised</i>		<i>Allotted, called up and fully paid</i>	
	2003	2002	2003	2002
	No.	No.	£	£
Ordinary shares of £1 each	1,000	1,000	£1,000	£1,000

8. Reconciliation of shareholders' funds and movements on reserves

	<i>Share capital</i>	<i>Profit and loss account</i>	<i>Total shareholders' funds</i>
	£	£	£
Arising on issue	1,000	-	1,000
Loss attributable to members of the company	-	(30,690)	(30,690)
Balance at December 31, 2002	1,000	(30,690)	(29,690)
Loss attributable to members of the company	-	(187,944)	(187,944)
Balance at December 31, 2003	£1,000	£(218,634)	£(217,634)

9. Related party transactions

During the year, Weichert Relocation Company Inc., the parent company, recharged an amount of £239,946 (2002 : £283,525) to the company in respect of operating expenses incurred on behalf of the company. At December 31, 2003 an amount of £523,471 (2002 : £283,525) was due from the company to Weichert Relocation Company Inc..

10. Parent undertaking and controlling party

The company's parent undertaking is Weichert Relocation Company Inc, (which changed its name to Weichert Relocation Resources Inc. on January 1, 2004) a company incorporated in the United States of America. Copies of these group financial statements are not available to the public. The ultimate controlling party is J M Weichert.