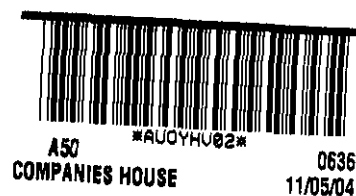


Company Registration No. 666914 (England and Wales)

HANDFORCE LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JULY 2003



HANDFORCE LIMITED

COMPANY INFORMATION

Directors

V. Barker
G.R. Horsfield

Secretary

G.R. Horsfield

Company number

666914

Registered office

Leck House
80 Deansgate Lane
Timperley
Cheshire
WA14 1SP

Auditors

Haines Watts
9-21 Princess Street
Albert Square
Manchester
M2 4DN

HANDFORCE LIMITED

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HANDFORCE LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 JULY 2003

The directors present their report and financial statements for the year ended 31 July 2003.

Principal activities

The company has not traded during the year and has made neither profits nor losses.

Directors

The following directors have held office since 1 August 2002:

V. Barker

G.R. Horsfield

Directors' interests

V. Barker and G.R. Horsfield are directors of the holding company and their interests in the shares of that company are disclosed in the financial statements of Leck Group Limited.

Neither of the directors had any interests in the shares of the company during the year.

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Haines Watts be reappointed as auditors of the company will be put to the Annual General Meeting.

Directors' responsibilities

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;
- 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.

This 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



V. Barker

Director

22 March 2004

HANDFORCE LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF HANDFORCE LIMITED

We have audited the financial statements of Handforce Limited on pages 3 to 4 for the year ended 31 July 2003. These financial statements have been prepared under the historical cost convention and the accounting policy 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 the directors and auditors

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

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 July 2003 and have been properly prepared in accordance with the Companies Act 1985.

Haines Watts

Haines Watts

22 March 2004

**Chartered Accountants
Registered Auditor**

9-21 Princess Street
Albert Square
Manchester
M2 4DN

HANDFORCE LIMITED

BALANCE SHEET AS AT 31 JULY 2003

	Notes	2003 £	£	2002 £	£
Current liabilities					
Creditors: amounts falling due within one year	2	(38,337)		(38,337)	
Net liabilities			(38,337)		(38,337)
Capital and reserves					
Called up share capital	3	10,000		10,000	
Profit and loss account		(48,337)		(48,337)	
Shareholders' funds - equity interests			(38,337)		(38,337)

These financial statements have been 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 22 March 2004



V. Barker
Director

HANDFORCE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2003

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Basis of preparation

The financial statements have been prepared on a going concern basis as the parent undertaking has confirmed that it will continue to provide the necessary funds to enable the company to continue to exist in the foreseeable future.

Having considered the factors referred to above, the directors consider that it is appropriate to adopt the going concern basis of preparing the financial statements. The financial statements do not include any adjustments that might be necessary if the financial support was not forthcoming.

2 Creditors: amounts falling due within one year	2003 £	2002 £
Trade creditors	6,547	6,547
Amounts owed to parent undertaking	31,790	31,790
	<u>38,337</u>	<u>38,337</u>

3 Share capital	2003 £	2002 £
Authorised		
200,000 Ordinary Shares of 25p each	<u>50,000</u>	<u>50,000</u>
Allotted, called up and fully paid		
40,000 Ordinary Shares of 25p each	<u>10,000</u>	<u>10,000</u>

4 Contingent liabilities

The company has guaranteed the bank overdrafts of certain group companies. At 31 July 2003 these overdrafts amounted to £11,302 (2002 - £236,584).

5 Control

The ultimate parent company is Leck Group Limited, a company registered in England and Wales. V. and C. M. Barker control Leck Group Limited as they own 97% of its issued share capital.