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**Roke  
Manor  
Research**

**ROKE MANOR RESEARCH LIMITED**

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Registered in England & Wales at  
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Berkshire, RG12 8FZ Number 267550

**REPORT OF THE DIRECTORS**

The Directors have pleasure in presenting their report and the audited financial statements for the year ended 30 September 2000.

**1 PRINCIPAL ACTIVITIES**

The company is principally engaged in the undertaking of contract research and development consultancy in communications and electronic sensors in the following primary technology areas:

Wireless Communications  
Internet Infrastructure & Applications  
Radar Systems  
Telecommunications  
Satellite Systems  
Navigation  
Computer Vision

In addition the company undertakes its own research and development which in the year totalled £1,169,000 (1999: £1,265,000).

**2 STATEMENT OF 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 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 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

## **ROKE MANOR RESEARCH LIMITED**

### **REPORT OF THE DIRECTORS (continued)**

#### **3 REVIEW OF THE BUSINESS**

The company continues to provide a wide range of contract R&D services to Siemens and to external customers. There has been significant growth over the year in the wireless communications area, particularly third generation mobile systems (UMTS), in which the company has a strong market position.

Turnover has advanced strongly on the previous year due to an underlying growth in the business and to completion of some major contract milestones. Additionally the order book carried forward into next year is significantly higher than any level recorded in the past. Operating profit has also improved on the prior year.

The general economic climate appears increasingly competitive but the company is operating from a strong position from which to build on its success. Further business growth is anticipated following a significant investment in buildings and infrastructure development which was completed in July 2000.

#### **4 RESULTS AND DIVIDENDS**

The operating profit for the year was £1,980,000 (1999: £1,485,000) and the profit on ordinary activities before taxation was £2,212,000 (1999: £2,002,000) and £2,212,000 (1999: £1,977,000) after taxation.

The Directors do not recommend the payment of a dividend (1999: £4,533,000). An amount of £2,212,000 (1999: loss £2,556,000) has been transferred to reserves.

#### **5 CASH FLOW AND COMPONENTS**

Capital expenditure during the year includes £7,073,000 (1999: £1,869,000) spent on new buildings and £1,422,000 (1999: £2,000,000) on new plant and machinery. The company had capital commitments at the year end of £3,799 (1999: £5,828,000) - see note 18.

#### **6 EMPLOYEE PARTICIPATION**

The directors recognise the importance of good communications and relations with employees. Regular discussions and briefing meetings are held between management and staff and use is made of presentations, notice boards, employee representation, company magazines and an intranet.

#### **7 EMPLOYMENT OF DISABLED PERSONS**

The company recognises its responsibilities towards disabled persons and gives full and fair consideration to applications from them for employment. It endeavours to place such applicants in positions suited to their own particular abilities where suitable openings exist. Where employees become disabled in the course of their employment, every effort is made to provide them with continuing employment and, where appropriate, to retrain them so that their full potential may be realised. The special needs of all disabled employees are carefully examined so that their fullest possible career development can be achieved.

**ROKE MANOR RESEARCH LIMITED**

**REPORT OF THE DIRECTORS (continued)**

**8 DIRECTORS AND THEIR INTERESTS**

Directors during the year were as follows:

P J Stein  
A J Baynes  
C F H Teed (Non executive and Chairman)  
P J Tizzard (Non executive)


None of the directors had a beneficial interest in shares or debentures of the ultimate holding company or any of its subsidiaries during the year ended 30 September 2000.

No director had any interest, either during or at the end of the year, in any disclosable contracts or arrangements with the company.

**9 AUDITORS**

In accordance with section 384 of the Companies Act 1985, a resolution will be proposed at the annual general meeting to re-appoint KPMG Audit Plc as auditors.

By order of the Board

 ..... 21st December 2000

P J Stein, Director



KPMG Audit Plc  
Dukes Keep  
Marsh Lane  
Southampton SO14 3EX  
United Kingdom

## **Auditors' report to the members of Roke Manor Research Limited**

We have audited the financial statements on pages 5 to 16.

### **Respective responsibilities of directors and auditors**

The directors are responsible for preparing the directors' report and, as described on page 1, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

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. 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.

### **Basis of audit opinion**

We conducted our audit in accordance with 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 30 September 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*KPMG Audit Plc*

KPMG Audit Plc  
Chartered Accountants  
Registered Auditor  
Southampton

*9 January 2001*

# ROKE MANOR RESEARCH LIMITED

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 SEPTEMBER 2000

	<u>Notes</u>	<u>2000</u> £'000	<u>1999</u> £'000
TURNOVER	2	37,781	27,872
Change in stocks of finished goods and work-in- progress		(832)	590
		<hr/> 36,949	<hr/> 28,462
Raw materials and consumables		(7,816)	(4,119)
		<hr/> 29,133	<hr/> 24,343
Staff costs	4	(16,537)	(13,652)
Depreciation and other amounts written off tangible fixed assets		(1,928)	(1,744)
Other operating charges		(8,688)	(7,462)
		<hr/>	<hr/>
OPERATING PROFIT		1,980	1,485
Interest receivable and similar income		232	517
		<hr/>	<hr/>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3	2,212	2,002
Taxation on profit on ordinary activities	6	-	(25)
		<hr/>	<hr/>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		2,212	1,977
Dividend on equity shares - paid		-	(3,500)
- proposed		<hr/> -	<hr/> (1,033)
RETAINED PROFIT/(LOSS) FOR THE FINANCIAL YEAR	14	<hr/> <u>2,212</u>	<hr/> <u>(2,556)</u>

The company has no recognised gains or losses other than its profit for the current and preceding financial years.

All of the turnover and operating profit has been derived from continuing operations.

There is no material difference between the profit on ordinary activities before taxation and the retained profit for the financial year and their historical cost equivalent.


The notes on pages 8 to 16 form an integral part of these financial statements.

**ROKE MANOR RESEARCH LIMITED**

**BALANCE SHEET AS AT 30 SEPTEMBER 2000**

	<u>Notes</u>	<u>2000</u> £'000	<u>1999</u> £'000
<b>FIXED ASSETS</b>			
Tangible assets	7	<u>13,642</u>	<u>7,157</u>
<b>CURRENT ASSETS</b>			
Stocks	8	2,408	2,592
Debtors	9	11,591	13,390
Cash at bank and in hand		-	-
		<u>13,999</u>	<u>15,982</u>
CREDITORS (amounts falling due within one year)	10	<u>(12,876)</u>	<u>(10,868)</u>
<b>NET CURRENT ASSETS</b>		<u>1,123</u>	<u>5</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		14,765	1'
CREDITORS (amounts falling due after more than one year)	11	(1,872)	,
PROVISIONS FOR LIABILITIES AND CHARGES	12	<u>(1,799)</u>	<u>,819)</u>
<b>NET ASSETS</b>		<u><u>11,094</u></u>	<u><u>8,882</u></u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	13	1,000	1,000
Share premium account	14	7,882	7,882
Profit and loss account	14	2,212	-
<b>EQUITY SHAREHOLDERS' FUNDS</b>	15	<u><u>11,094</u></u>	<u><u>8,882</u></u>

The financial statements were approved by the Board and were signed on its behalf by:


 ..... 21st December 2000  
 P J Stein, Director

The notes on pages 8 to 16 form an integral part of these financial statements.

**ROKE MANOR RESEARCH LIMITED**

**CASH FLOW STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2000**

	<u>Notes</u>	<u>2000</u>		<u>1999</u>	
		£'000	£'000	£'000	£'000
NET CASH INFLOW FROM OPERATING ACTIVITIES	(a)		9,455		7,537
TAXATION					
Corporation tax paid			(22)		(200)
CAPITAL EXPENDITURE AND FINANCIAL INVESTMENT					
Purchase of tangible fixed assets		(8,495)		(3,869)	
Sale of tangible fixed assets		95		32	
Net cash outflow for capital expenditure and financial investment			(8,400)		(3,837)
EQUITY DIVIDENDS PAID			(1,033)		(3,500)
(DECREASE)/INCREASE IN CASH IN THE YEAR	(b)		-		-

**(a) RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW**

	<u>2000</u>	<u>1999</u>
	£'000	£'000
Operating profit on ordinary activities before interest	1,980	1,485
Depreciation	1,928	1,744
Movement on provisions	(20)	(9)
Movement on stocks	184	(21)
Movement on debtors	1,209	38
Movement on creditors	2,332	2,093
Movement on group company balances	1,855	2,239
Profit on disposal of fixed assets	(13)	(32)
Net cash inflow from operating activities	9,455	7,537

**(b) ANALYSIS OF NET FUNDS**

	<u>At 1 Oct</u>	<u>Cash</u>	<u>At 30 Sept</u>
	<u>1999</u>	<u>Flow</u>	<u>2000</u>
	£'000	£'000	£'000
Cash at bank and in hand	-	-	-
Total	-	-	-

The notes on pages 8 to 16 form an integral part of these financial statements.



**NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2000**

**1 ACCOUNTING POLICIES**

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

**i TURNOVER**

Turnover represents the sales value of goods and services supplied to customers. Turnover on major long term contracts and on funded development contracts is recorded progressively in line with the value of work completed.

**ii RESEARCH AND DEVELOPMENT**

Expenditure funded by the company is written off as incurred.

**iii TANGIBLE FIXED ASSETS**

Depreciation is provided to write off the cost less the estimated residual value of tangible fixed assets on the straight line basis over their estimated useful lives. The principal rates of depreciation used are as follows:

Freehold buildings - over periods ranging from 10 to 50 years.  
Plant and machinery - over periods ranging from 2 to 10 years.

Where the directors consider there has been a permanent diminution in the value of a fixed asset, it is written down to its estimated market value.

**iv STOCKS**

Stocks and work-in-progress are valued at the lower of cost, including appropriate overheads, and net realisable value, less payments on account. Long term contract work-in-progress is valued at cost less the value of work done transferred to the profit and loss account, payments on account and foreseeable losses.

**v DEFERRED TAXATION**

Deferred taxation is provided at the appropriate rates of taxation where there is a reasonable probability that a liability will crystallise in the foreseeable future.

**vi FOREIGN CURRENCY TRANSLATION**

Monetary balances in foreign currencies are translated at rates of exchange ruling at the balance sheet date, or at the relevant forward exchange contract rate if the balance is hedged. Profit and loss account items are translated into sterling at the rate prevailing at the date of transaction.

All exchange differences are included in the profit and loss account.

**vii PENSIONS**

The expected cost of pensions in respect of the Siemens Benefits Scheme is charged to the profit and loss account so as to spread the cost of pensions over the service lives of the employees in the scheme. Further details can be found in note 16 to these financial statements.

**ROKE MANOR RESEARCH LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2000 (continued)**

viii RELATED PARTY TRANSACTIONS

Related party transactions with members of the group controlled by Siemens AG are not disclosed in accordance with the exemption allowed under FRS8 as the company is a wholly owned subsidiary of that company.

**ROKE MANOR RESEARCH LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2000 (continued)**

**2 TURNOVER**

The directors are of the opinion that the business activities all fall within one class of business. Consequently, no segmental analysis by class of business is required.

The majority of the company's activities and net assets are based within the United Kingdom.

	<u>2000</u> £'000	<u>1999</u> £'000
The geographical analysis of turnover by destination is as follows:		
UK	8,702	9,766
Europe	28,425	16,745
Other	654	1,361
	<u>37,781</u>	<u>27,872</u>

**3 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION**

	<u>2000</u> £'000	<u>1999</u> £'000
Profit on ordinary activities before taxation is stated after charging/(crediting):		
Depreciation	1,928	1,744
Hire of plant and machinery	460	354
Auditors' remuneration - audit work	20	19
Profit on disposal of tangible fixed assets	<u>(13)</u>	<u>(32)</u>

**4 EMPLOYEES**

Staff costs are analysed as follows:

	<u>2000</u> £'000	<u>1999</u> £'000
Wages and salaries	14,721	12,120
Social security costs	1,514	1,204
Other pension costs	302	328
	<u>16,537</u>	<u>13,652</u>

The average number of persons employed by the company was:

	<u>2000</u>	<u>1999</u>
Sales, marketing and administration	86	79
Research and development	332	305
	<u>418</u>	<u>384</u>

**ROKE MANOR RESEARCH LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2000 (continued)**

**5 DIRECTORS' EMOLUMENTS**

	<u>2000</u> £'000	<u>1999</u> £'000
Directors' emoluments (excluding pensions)	<u>216</u>	<u>176</u>

	<u>Number</u> <u>2000</u>	<u>of Directors</u> <u>1999</u>
Retirement benefits are accruing to the following number of directors under:		
Defined benefit schemes	<u>2</u>	<u>2</u>

	<u>2000</u> £'000	
Directors' emoluments (excluding pensions) includes the following amounts to the highest paid director:	<u>129</u>	<u>—</u>

**6 TAXATION**

	<u>2000</u> £'000	<u>1999</u> £'000
Tax on profit on ordinary activities:		
United Kingdom corporation tax at 30% (1999: 30.5%)	-	25
Group relief payable / (receivable)		
- current year	(1,119)	-
- adjustment in respect of prior years	1,119	-
	<u>-</u>	<u>25</u>

No provision for deferred tax has been made as it is anticipated that a liability will not crystallise in the foreseeable future.

The full potential liability for deferred tax is:

	<u>2000</u> £'000	<u>1999</u> £'000
Excess of tax allowances over depreciation	3,837	2,371
Other timing differences	(569)	(578)
Losses	(112)	-
	<u>3,156</u>	<u>1,793</u>

**ROKE MANOR RESEARCH LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2000 (continued)**

**7 TANGIBLE FIXED ASSETS**

	Freehold land and buildings £'000	Plant and machinery £'000	Assets in the course of construction £'000	Total £'000
<b><u>COST</u></b>				
At 1 October 1999	2,354	12,326	1,646	16,326
Additions	7,073	1,422	-	8,495
Disposals	-	(776)	-	(776)
Transfers	1,646	-	(1,646)	-
	<u>11,073</u>	<u>12,972</u>	<u>-</u>	<u>24,045</u>
At 30 September 2000	<u>11,073</u>	<u>12,972</u>	<u>-</u>	<u>24,045</u>
<b><u>ACCUMULATED DEPRECIATION</u></b>				
At 1 October 1999	(225)	(8,944)	-	(9,169)
Charge for the year	(98)	(1,830)	-	(1,928)
Disposals	-	694	-	694
	<u>(323)</u>	<u>(10,080)</u>	<u>-</u>	<u>(10,403)</u>
At 30 September 2000	<u>(323)</u>	<u>(10,080)</u>	<u>-</u>	<u>(10,403)</u>
<b><u>NET BOOK VALUE</u></b>				
At 30 September 2000	<u>10,750</u>	<u>2,892</u>	<u>-</u>	<u>13,642</u>
At 30 September 1999	<u>2,129</u>	<u>3,382</u>	<u>1,646</u>	<u>7,157</u>

Included in cost of Freehold Land and Buildings of £11,073k (1999: £2,354k) is £10,220k (1999: £1,501k) in respect of cost of buildings.

**8 STOCKS**

	<u>2000</u> £'000	<u>1999</u> £'000
Work in progress	4,898	5,666
Long term contract balances	-	-
	<u>4,898</u>	<u>5,666</u>
Net cost less foreseeable losses	<u>4,898</u>	<u>5,666</u>
Less applicable payments on account	(2,490)	(3,074)
	<u>2,408</u>	<u>2,592</u>

**ROKE MANOR RESEARCH LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2000 (continued)**

**9 DEBTORS**

	<u>2000</u> £'000	<u>1999</u> £'000
Trade debtors	2,534	2,477
Amounts owed by group undertakings	8,382	9,998
Other debtors	510	658
Prepayments and accrued income	165	257
	<u>11,591</u>	<u>13,390</u>

'Amounts owed by group undertakings' includes cash held by Siemens on the company's behalf.

**10 CREDITORS (amounts falling due within one year)**

	<u>2000</u> £'000	<u>1999</u> £'000
Payments received on account	5,510	3,623
Trade creditors	1,719	2,051
Amounts owed to group undertakings	1,266	2,513
Taxation and social security	3	25
Accruals and deferred income	4,378	2,656
	<u>12,876</u>	<u>10,868</u>

**11 CREDITORS (amounts falling due after more than one year)**

	<u>2000</u> £'000	<u>1999</u> £'000
Accruals and deferred income	<u>1,872</u>	<u>1,570</u>

This relates to a pension provision and is the excess of pension cost charged over amounts funded.

**NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2000 (continued)**

**12      PROVISIONS FOR LIABILITIES AND CHARGES**

The movements on provisions were as follows:

	<u>Losses</u> <u>on</u> <u>contracts</u> £'000	<u>Other</u> £'000	<u>Total</u> £'000
At 1 October 1999	1,464	355	1,819
Amounts used/reclassified	(165)	(330)	(495)
Amounts charged to profit and loss account	475	-	475
	<hr/>	<hr/>	<hr/>
At 30 September 2000	<u>1,774</u>	<u>25</u>	<u>1,799</u>

**13      SHARE CAPITAL**

	<u>2000</u> £'000	<u>1999</u> £'000
Authorised 1,000,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid 1,000,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

**14      RESERVES**

	<u>Share</u> <u>premium</u> <u>account</u> £'000	<u>Profit</u> <u>&amp; loss</u> <u>account</u> £'000
At 1 October 1999	7,882	-
Retained profit for the financial year	<u>-</u>	<u>2,212</u>
	<hr/>	<hr/>
At 30 September 2000	<u>7,882</u>	<u>2,212</u>

**NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2000 (continued)**

**15 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**

	<u>2000</u> £'000	<u>1999</u> £'000
Profit for the financial year	2,212	1,977
Dividends	-	(4,533)
	<hr/>	<hr/>
Net addition/(reduction) to shareholders' funds	2,212	(2,556)
Opening shareholders' funds	8,882	11,438
	<hr/>	<hr/>
Closing shareholders' funds	<u>11,094</u>	<u>8,882</u>

**16 PENSION COMMITMENTS**

The principal scheme at 30 September 2000 is the Siemens Benefits Scheme, a defined benefit scheme. The most recent valuation of the Siemens Benefits Scheme was carried out by a qualified actuary as at 30 September 1999 using the projected unit method. The principal assumptions adopted in this valuation were that the rate of return on investments would be 8.0% per annum, that general salary increases would average 5.5% per annum and that the rate of increase of pensions in payment would be 3.75% per annum. At the date of the actuarial valuation, the market value of the scheme's assets was £803,000,000 and the actuarial value of these assets represented 109% of the benefits which had accrued to members after allowing for future increases in earnings.

The total pension cost for the year which has been assessed in accordance with the advice of a qualified actuary was £302,000 (1999: £328,000). As a result of the valuation surplus disclosed at this and the previous valuation the actuary has recommended that most businesses within the Group should make no funding payments to the scheme for the time being. However, contributions are to be phased in over a period commencing on 1 October 2001. In order to recognise the pension cost over the average remaining service lives of current employees, in accordance with SSAP 24, a difference arises between the funding contributions and the pension cost as a result of which a pension accrual of £1,872,000 (1999: £1,570,000) is included in creditors (amounts falling due after more than one year).



**ROKE MANOR RESEARCH LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2000 (continued)**

**17     OPERATING LEASE COMMITMENTS**

Annual commitments in respect of plant and machinery under non-cancellable operating leases are set out below:

	<u>2000</u> £'000	<u>1999</u> £'000
Leases expiring:		
Within one year	19	-
Between two and five years	151	259
	<hr/> 170 <hr/>	<hr/> 259 <hr/>

**18     CAPITAL COMMITMENTS**

	<u>2000</u> £'000	<u>1999</u> £'000
Expenditure committed but not provided for	<hr/> 4 <hr/>	<hr/> 5,828 <hr/>

**19     CONTINGENT LIABILITIES**

(a) The company, along with other Siemens companies in the United Kingdom, is a party to Siemens Group banking facilities. The company's cash at bank of £nil may be used in this manner to offset Siemens Group undertakings to the banks.

(b) The company has given guarantees and performance bonds in respect of contractual obligations totalling £692,000.

**20     PARENT UNDERTAKING**

The company's immediate beneficial parent undertaking is Siemens Holdings plc, a company registered in England. The ultimate parent undertaking is Siemens AG, a company incorporated in Germany. An English version of the group financial statements of Siemens AG can be obtained from:

Wittelsbacherplatz 2  
D-8000 Munich 2  
Germany