

**MARCONI (THIRTEEN) LIMITED**  
**(formerly GEC Engineering (Accrington) Limited)**

**DIRECTORS' REPORT**

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The Directors present their report and the financial statements of the Company for the year ended 31 March 2001.

1. **CHANGE OF NAME**

On 15 February 2001, the Company changed its name from GEC Engineering (Accrington) Limited to Marconi (Thirteen) Limited.

2. **ACTIVITIES AND FUTURE PROSPECTS**

The Company has not traded during the year and did not trade during the previous year; the Directors do not anticipate that the Company will resume trading in the foreseeable future.

3. **RESULTS AND DIVIDENDS**

The Company made neither profit nor loss during the year (2000 - £nil). The Directors do not recommend the payment of a dividend (2000 - £nil).

4. **DIRECTORS**

The membership of the Board during the year was:

Miss J C Polley

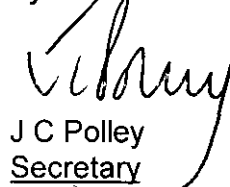
Mr N C Porter (appointed 15 December 2000)

Mrs C B Wheatley (resigned 15 December 2000)

5. **DIRECTORS' INTERESTS**

According to the Register kept by the Company under Section 325 of the Companies Act 1985, none of the Directors had any disclosable interests in the shares of the Company, the Company's ultimate holding company, Marconi plc or any of its subsidiaries at 31 March 2001. The Directors are also Directors of Yeslink Limited (a Marconi group company) and their interests in the shares of Marconi plc are disclosed in the Yeslink Limited accounts.

By Order of the Board

  
J C Polley  
Secretary

Registered Office:  
One Bruton Street  
London  
W1J 6AQ



Dated: 12 April 2001

**MARCONI (THIRTEEN) LIMITED**

(formerly GEC Engineers (Accrington) Limited)

**BALANCE SHEET AS AT 31 MARCH 2001**

	<b><u>2001</u></b>	<b><u>2000</u></b>
	<b><u>£</u></b>	<b><u>£</u></b>
<b><u>CURRENT ASSETS</u></b>		
<b><u>Debtors: amounts falling due within one year</u></b>		
Amount(s) owed by group companies	100	100
<b><u>Creditors: amounts falling due within one year</u></b>		
Amount(s) owed to group companies	-	-
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TOTAL ASSETS LESS CURRENT LIABILITIES	100	100
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**CAPITAL AND RESERVES**

**Called up share capital**


Ordinary shares of £1 each allotted and fully paid (authorised share capital: £100)	100	100
<b><u>Profit and loss account</u></b>	-	-
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EQUITY SHAREHOLDERS' INTEREST	100	100
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**STATEMENTS**

- (a) For the year ended 31 March 2001 the Company was entitled to exemption under Section 249AA(1) of the Companies Act 1985 (the "Act").
- (b) Members have not required the Company to obtain an audit in accordance with Section 249B(2) of the Act.
- (c) The Directors acknowledge their responsibility for:
- ensuring the Company keeps accounting records which comply with section 221 of the Act, and
  - preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, and if its profit and loss for the financial year, in accordance with the requirements of section 226 of the Act, and which otherwise comply with the requirements of the Act relating to accounts, so far as applicable to the Company.

Approved by the Board of Directors on 12 April 2001

Signed on behalf of the Board by

  
.....  
N C Porter  
Director

**MARCONI (THIRTEEN) LIMITED**

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**NOTE TO THE BALANCE SHEET**

The Company's ultimate parent and controlling Company is Marconi plc ("Marconi"), a Company incorporated in Great Britain. The immediate parent Company is The English Electric Company, Limited. The Marconi Group is the only group of which the Company is a member for which group accounts are prepared. Copies of the group accounts are available from the Secretary, One Bruton Street, London W1J 6AQ.