Report and Financial Statements For the year ended 31 December 2003

REGISTERED NUMBER: 2149279

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2003

The Directors present their report together with the financial statements for the year ended 31 December 2003.

Review of business

The Company has not traded during the year or the previous year and has not incurred any liabilities. The Company has made neither profit nor loss, nor any other recognised gain or loss. Therefore, neither a profit and loss account nor a statement of total recognised gains and losses has been prepared.

The Company is expected to remain dormant during 2004.

No dividend has been paid or proposed (2002: nil)

Directors

The Directors of the Company, who served during the year, are as shown below:

Barcosec Limited Barometers Limited

Directors' Interests in Shares (as defined by section 325 the Companies Act 1985)

Barcosec Limited and Barometers Limited have no beneficial interest in the shares of the Company, its holding company or any fellow subsidiary.

Approved by the Board of Directors Signed on behalf of the Board

M Amey

For and on behalf of Barcosec Limited

Corporate Secretary 54 Lombard Street London EC3P 3AH

27 September 2004

BALANCE SHEET AS AT 31 DECEMBER 2003

DEBTORS	Note	2003 £	2002 £
Debtors falling due within one year	3	100	100
NET ASSETS		100	100
CAPITAL AND RESERVES Called up share capital	4	100	100
Total shareholders' funds		100	100

The Company was dormant throughout the financial year.

AUDIT EXEMPTION

For the year ended 31 December 2003 the Company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

Members have not required the Company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.

The Directors acknowledge their responsibility for:

(1) ensuring the Company keeps accounting records which comply with section 221; and (2) 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 of its profit and loss for the financial year, in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

The notes on pages 3 to 4 form an integral part of these financial statements.

These financial statements were approved by the Board of Directors on 27 September 2004.

Signed on behalf of the Board of Directors

C F Carson

For and on behalf of Barometers Limited

Director

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

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, the accounting policies set out below and in accordance with the applicable accounting standards of the Accounting Standards Board and pronouncements of the Urgent Issues Task Force.

Profit and loss account

A profit and loss account has not been prepared as there are no transactions required to be reflected in the profit and loss account for either 2003 or 2002. The Company has made neither profit nor loss, nor any other recognised gain or loss.

2. DIRECTORS' EMOLUMENTS

The Directors did not receive any emoluments in respect of their services to the Company during the year (2002: nil). The Company has made no loans, guarantees or other such dealings to its Directors and others during the year.

3. DEBTORS

J.	DEBTORS	2003 £	2002 £
	Amounts owed by group undertaking	100	100
		100	100
4.	CALLED UP SHARE CAPITAL	- Aith	
		2003 £	2002 £
	Authorised: 100 ordinary shares of £1each	100	100
	Allotted and fully paid: 100 ordinary shares of £1each	100	100

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003 (CONTINUED)

5. RELATED PARTY TRANSACTIONS

There have been no transactions with related parties requiring disclosure in either 2003 or 2002.

AGENCY ARRANGEMENTS

The Company has not acted as an agent for any person during the year (2002 - nil).

7. ULTIMATE HOLDING COMPANY

The parent undertaking of the smallest group that presents group accounts is Barclays Bank PLC. The ultimate holding company and the parent company of the largest group that presents group accounts is Barclays PLC. Both companies are incorporated in Great Britain and registered in England and Wales. The accounts for both Barclays Bank PLC and Barclays PLC are available from the Secretary, 54 Lombard Street, London EC3P 3AH.

8. SUBSIDIARY UNDERTAKINGS

The Company has no subsidiary undertakings.