

Contents

Financial statements for
the year ended 30 June 2001

**EMT SOFTWARE
LIMITED**

| | |
|-----------------------------------|-------|
| Director's report | 1- 2 |
| Auditors' report | 3 |
| Profit and loss account | 4 |
| Balance sheet | 5 |
| Notes to the financial statements | 6 - 8 |



EMT SOFTWARE LIMITED

Company information

| | |
|--------------------------|---|
| Director | M Wannfors |
| Secretary | B Collett |
| Company number | 2869018 |
| Registered office | 10 Norwich Street London EC4A 1BD |
| Auditors | Mazars Neville Russell Raffety House 2-4 Sutton Court Road Sutton Surrey SM1 4TN |
| Solicitors | Macfarlanes 10 Norwich Street London EC4A 1BD |

EMT SOFTWARE LIMITED

Director's report For the year ended 30 June 2001

The director presents his report and financial statements for the year ended 30 June 2001.

Director's responsibilities

Company law requires the director 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 director is 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 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 financial statements 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.

Director

The director set out in the table below have held office during the whole of the year from 1 July 2000 to the date of this report unless otherwise stated.

The interests of the directors holding office on 30 June 2001 in the shares of the company, according to the register of directors' interests, were as shown below:

| | Ordinary shares of £1 each | |
|------------|----------------------------|-------------|
| | 30 June 2001 | 1 July 2000 |
| M Wannfors | 1 | 1 |

Principal activities and review of the business

The principal activity of the company continued to be the provision of consultancy relating to computer software.

Both the level of business and the year end financial position were satisfactory and the director expects that the present level of activity will be sustained for the foreseeable future.

Results and dividends

The results for the year are set out on page 4.

The director does not recommend the payment of any dividend.

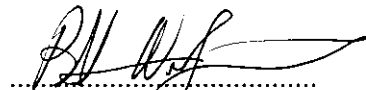
EMT SOFTWARE LIMITED

Director's report For the year ended 30 June 2001

Auditors

Mazars Neville Russell were appointed auditors to the company and a resolution to re-appoint them as auditors will be proposed at the forthcoming annual general meeting.

Approved by the Board on11th April 2002.....
and signed on its behalf by



M Wannfors
Director

EMT SOFTWARE LIMITED

Independent Auditors' report To the shareholders of EMT SOFTWARE LIMITED

We have audited the financial statements on pages 4 to 8 which have been prepared following the accounting policies set out on page 6.

Respective responsibilities of the director and auditors

As described in the Statement of Directors' Responsibilities the company's director is responsible for the preparation of 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. We also report to you if, in our opinion, the director's 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 director's remuneration and transactions with the company is not disclosed.

We read the other information contained in the Annual Report and consider whether it is consistent with the audited financial statements. Our responsibilities do not extend to any other information.

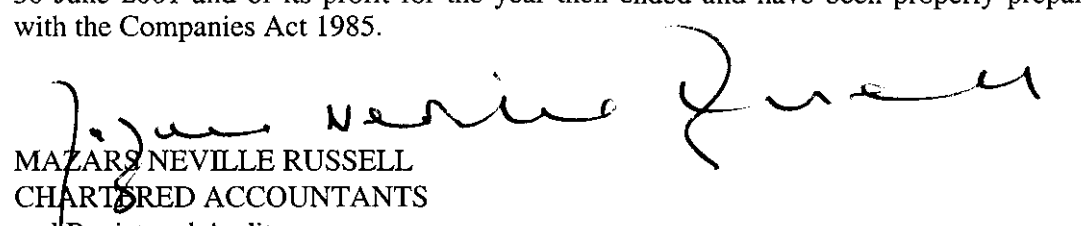
Basis of opinion

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 director 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 June 2001 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



MAZARS NEVILLE RUSSELL
CHARTERED ACCOUNTANTS
and Registered Auditors
2-4 Sutton Court Road



EMT SOFTWARE LIMITED

Profit and loss account For the year ended 30 June 2001

| | Notes | 2001 BFr | 2000 BFr |
|--|-----------|----------------|----------------|
| Turnover | 2 | 6,842,718 | 6,982,086 |
| Administrative expenses | | (6,278,331) | (6,638,747) |
| Operating profit | 3 | 564,387 | 343,339 |
| Interest receivable and similar income | 4 | 2,831 | 370 |
| Profit on ordinary activities before taxation | | 567,218 | 343,709 |
| Tax on profit on ordinary activities | 7 | (3,417) | - |
| Profit on ordinary activities after taxation | 11 | 563,801 | 343,709 |

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

The profit for the year has been calculated on the historical cost basis.

EMT SOFTWARE LIMITED

Balance sheet For the year ended 30 June 2001

| | Notes | 2001 BFr | BFr | 2000 BFr | BFr |
|---|-------|------------------|----------------|------------------|-----------------|
| Current assets | | | | | |
| Debtors | 8 | 1,076,653 | | 6,621,885 | |
| Cash at bank and in hand | | 1,521,229 | | 72,089 | |
| | | <u>2,597,882</u> | | <u>6,693,974</u> | |
| Creditors: amounts falling due within one year | 9 | (2,097,956) | | (6,757,849) | |
| Total assets less current liabilities | | | <u>499,926</u> | | <u>(63,875)</u> |
| Capital and reserves | | | | | |
| Called up share capital | 10 | | 45 | | 45 |
| Profit and loss account | 11 | | 499,881 | | (63,920) |
| Shareholders' funds - equity interests | 12 | | <u>499,926</u> | | <u>(63,875)</u> |

Approved by the Board on 11th April 2002
and signed on its behalf by



M Wannfors
Director

EMT SOFTWARE LIMITED

Notes to the financial statements For the year ended 30 June 2001

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.3 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the director, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

1.4 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into Belgium francs at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

2 Turnover

The turnover, profit before taxation and net assets are attributable to the principal activity of the provision of consultancy relating to computer software. The company operates in Belgium and the whole of its turnover is to the European market.

3 Operating profit

| | 2001 BFr | 2000 BFr |
|---|-------------|-------------|
| Operating profit is stated after charging: | | |
| Auditors' remuneration | 307,027 | 267,657 |
| Remuneration of auditors for non-audit work | 152,039 | 75,000 |
| Exchange (gain) / loss | (116,118) | 135,242 |

4 Interest receivable and similar income

| | 2001 BFr | 2000 BFr |
|---------------|-------------|-------------|
| Bank interest | 2,831 | 370 |

EMT SOFTWARE LIMITED

Notes to the financial statements (continued) For the year ended 30 June 2001

5 Employees

Number of employees

There were no employees during the year apart from the director

| Employment costs | 2001 BFr | 2000 BFr |
|--------------------|------------------|------------------|
| Wages and salaries | <u>4,419,859</u> | <u>4,332,714</u> |

6 Director's emoluments

| | 2001 BFr | 2000 BFr |
|------------------------------------|------------------|------------------|
| Emoluments for qualifying services | <u>4,419,859</u> | <u>4,332,714</u> |

Emoluments disclosed above include the following amounts paid to the highest paid director:

| | | |
|------------------------------------|------------------|------------------|
| Emoluments for qualifying services | <u>4,419,859</u> | <u>4,332,714</u> |
|------------------------------------|------------------|------------------|

7 Taxation

| | 2001 BFr | 2000 BFr |
|----------------------------|--------------|-------------|
| U.K. current year taxation | | |
| U.K. corporation tax | <u>3,417</u> | <u>-</u> |

8 Debtors

| | 2001 BFr | 2000 BFr |
|---------------------|------------------|------------------|
| Due within one year | | |
| Trade debtors | <u>1,076,653</u> | <u>6,621,885</u> |

9 Creditors: amounts falling due within one year

| | 2001 BFr | 2000 BFr |
|------------------------------|------------------|------------------|
| Corporation tax | 3,417 | - |
| Director's current account | 1,717,388 | 6,462,160 |
| Accruals and deferred income | <u>377,151</u> | <u>295,689</u> |
| | <u>2,097,956</u> | <u>6,757,849</u> |

EMT SOFTWARE LIMITED

Notes to the financial statements (continued) For the year ended 30 June 2001

| 10 Share capital | 2001 £ | 2000 £ |
|---|-------------------|-------------------|
| Authorised | | |
| 1,000 Ordinary shares of £1 each | 1,000 | 1,000 |
| | <u> </u> | <u> </u> |
| | 2001 BFR | 2000 BFR |
| Allotted, called up and fully paid | | |
| 1 Ordinary share of £1 each | 45 | 45 |
| | <u> </u> | <u> </u> |

11 Statement of movements on profit and loss account

| | Profit and loss account BFR |
|------------------------------|-----------------------------------|
| Balance at 1 July 2000 | (63,920) |
| Retained profit for the year | 563,801 |
| | <u> </u> |
| Balance at 30 June 2001 | 499,881 |
| | <u> </u> |

| 12 Reconciliation of movements in shareholders' funds | 2001 BFR | 2000 BFR |
|---|-------------------|-------------------|
| Profit for the financial year | 563,801 | 343,709 |
| Opening shareholders' funds | (63,875) | (407,584) |
| | <u> </u> | <u> </u> |
| Closing shareholders' funds | 499,926 | (63,875) |
| | <u> </u> | <u> </u> |

13 Related party transactions

The company is controlled by the director, M Wannfors, who is also the controlling shareholder of EMT AB, a company incorporated in Sweden.

The turnover of BFr 6,186,405 (2000: BFr 6,982,086) is receivable from EMT AB. At the year end EMT AB owed the company BFr 1,076,653 (2000: BFr 6,621,885).

14 Exchange rate

The financial statements have been prepared in Belgian Francs (BFR). The rate of exchange on 30 June 2001 was £1 = BFr67.