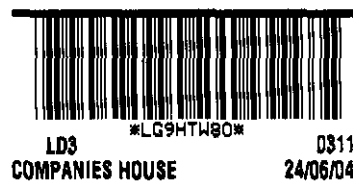


Glowspine Limited
REPORT AND FINANCIAL STATEMENTS

30 September 2003



Company Registration No. 02942160

Glowspine Limited

DIRECTORS AND OFFICERS

DIRECTORS

ICM Howard
J Northcote

SECRETARY

J Northcote

REGISTERED OFFICE

211 Stockwell Road
London SW9 9SL

AUDITORS

Baker Tilly
Chartered Accountants
2 Bloomsbury Street
London WC1B 3ST

Glowspine Limited

DIRECTORS' REPORT

The directors submit their report and the financial statements of Glowspine Limited for the year ended 30 September 2003.

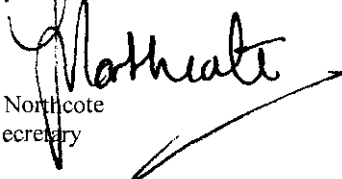
ACTIVITIES, RESULTS, AND FUTURE DEVELOPMENTS

The company has not traded during the year and there are no plans to re-activate it.

DIRECTORS AND THEIR INTERESTS

Both Messrs Howard and Northcote, who served throughout the year, are directors of The McKenzie Group Limited, of which the company is a 100% subsidiary. Accordingly, they are not required to disclose their interests in the share capital of the company.

By order of the Board


J Northcote
Secretary

19 JUNE 2004

Glowspine Limited

DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF FINANCIAL STATEMENTS

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:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and estimates that are reasonable and prudent;
- c. 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 requirements of 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GLOWSPINE LIMITED

We have audited the financial statements on pages 5.

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 auditors' 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 opinion we have formed.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out in the Statement of Directors' Responsibilities.

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 other information contained in the Annual Report, and consider whether it is consistent with the audited financial statements. This other information comprises only the Directors' Report. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

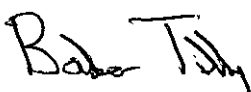
Basis of opinion

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 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 at 30 September 2003 and have been properly prepared in accordance with the Companies Act 1985.



BAKER TILLY
Registered Auditor
Chartered Accountants
2 Bloomsbury Street
London WC1B 3ST

19 JUNE 2004

Glowspine Limited

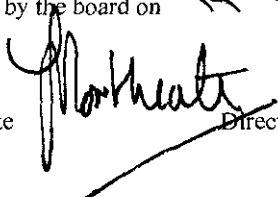
BALANCE SHEET

At 30 September 2003

	Notes	2003 £	2002 £
NET ASSETS		-	-
CAPITAL AND RESERVES			
Called up share capital	1	900,002	900,002
Goodwill reserve		(1,158,584)	(1,158,584)
Profit and loss account	2	258,582	258,582
SHAREHOLDERS' FUNDS		-	-

Approved by the board on 19 JUNE 2004

J Northcote


Director

NOTES TO THE BALANCE SHEET

1 The accounts are drawn up under the historical cost convention.

2	SHARE CAPITAL	2003 £	2002 £
	Authorised,		
	1,000 ordinary shares of £1 each	1,000	1,000
	900,000 7.5% preference shares of £1 each	900,000	900,000
		901,000	901,000
	Allotted, issued and fully paid:		
	2 ordinary shares of £1 each	2	2
	900,000 7.5% preference shares of £1 each	900,000	900,000
		900,002	900,002