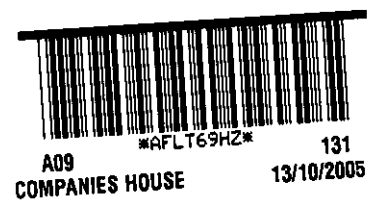


Company Registration No. 03970399 (England and Wales)

ESRI (UK) SERVICES LIMITED
ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2004



ESRI (UK) SERVICES LIMITED

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ESRI (UK) SERVICES LIMITED

INDEPENDENT AUDITORS' REPORT TO ESRI (UK) SERVICES LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 2 to 5, together with the financial statements of the company for the year ended 31 December 2004 prepared under section 226 of the Companies Act 1985.

This report is made solely to the company's members, as a body, in accordance with Section 247B 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 auditor's 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 opinions we have formed.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 246 of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with sections 246(5) and (6) of the Act to the Registrar of Companies and whether the accounts to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

Basis of audit opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with sections 246(5) and (6) of the Companies Act 1985, and the abbreviated accounts on pages 2 to 5 are properly prepared in accordance with that provision.



Hillier Hopkins LLP

Chartered Accountants
Registered Auditor

2 August 2005

2a Alton House Office Park
Gatehouse Way
Aylesbury
Bucks HP19 8YF

ESRI (UK) SERVICES LIMITED

ABBREVIATED BALANCE SHEET AS AT 31 DECEMBER 2004

	Notes	2004 £	£	2003 £	£
Fixed assets					
Tangible assets	2		-		337,543
Investments	2		232,419		232,419
		
			232,419		569,962
Current assets					
Debtors		645,001		345,000	
Creditors: amounts falling due within one year		(2,059,423)		(1,896,719)	
		
Net current liabilities			(1,414,422)		(1,551,719)
		
Total assets less current liabilities			(1,182,003)		(981,757)
		
Capital and reserves					
Called up share capital	3		2		2
Profit and loss account			(1,182,005)		(981,759)
		
Shareholders' funds			(1,182,003)		(981,757)
		

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board on 20 July 2005


P Paisley
Director

ESRI (UK) SERVICES LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

1.2 Compliance with accounting standards

The company continues to be supported by its parent and fellow subsidiaries into the foreseeable future. On this basis, the Directors consider it appropriate to prepare the financial statements on the going concern basis. The financial statements do not include any adjustment that would result from a withdrawal of funds due to group undertakings.

1.3 Turnover

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

1.4 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Searchflow	25% on original cost
Source code	25% on original cost

1.5 Investments

Investments held as fixed assets are stated at cost less provision for permanent diminution in value. Those held as current assets are stated at the lower of cost and net realisable value.

1.6 Consolidation

The financial statements present information about the company as an individual undertaking and not about its group. The company has not prepared group accounts as it is exempt from the requirement to do so by section 228 of the Companies Act 1985 as it is a subsidiary undertaking of ESRI Holdings Limited, a company incorporated in Great Britain, and is included in the consolidated accounts of that company.

ESRI (UK) SERVICES LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2004

2 Fixed assets

	Tangible assets £	Investments £	Total £
Cost			
At 1 January 2004	2,842,707	232,419	3,075,126
Additions	162,705	-	162,705
Disposals	(3,005,412)	-	(3,005,412)
At 31 December 2004	-	232,419	232,419
Depreciation			
At 1 January 2004	2,505,163	-	2,505,163
On disposals	(3,005,412)	-	(3,005,412)
Charge for the year	500,249	-	500,249
At 31 December 2004	-	-	-
Net book value			
At 31 December 2004	-	232,419	232,419
At 31 December 2003	337,543	232,419	569,962

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or incorporation	Shares held Class	%
Subsidiary undertakings			
ESRI (UK) Cambridge Limited	England & Wales	Ordinary	100

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and Profit for the reserves 2004 £	year 2004 £
ESRI (UK) Cambridge Limited	(259,771)	163,611

ESRI (UK) SERVICES LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2004

3	Share capital	2004	2003
		£	£
	Authorised		
	1,000 Ordinary shares of £1 each	1,000	1,000
		<hr/>	<hr/>
	Allotted, called up and fully paid		
	2 Ordinary shares of £1 each	2	2
		<hr/>	<hr/>

4 Ultimate parent company

The ultimate parent company is ESRI Holdings Limited, a company registered in England and Wales.