Gemini (UK) Limited

Company No.SC178003

Financial accounts for

Year ended 31st December 2000

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GEMINI (UK) LIMITED

DIRECTORS' REPORT

The directors submit their report and financial statements for the year ended 31 December 2000

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The company has not traded during the year and is not expected to trade in the foreseeable future.

DIRECTORS AND THEIR INTEREST

The directors who have served during the year and up to the date of this report are:

	Shares in SEET PLC				
	<u>Beginning</u>	Options	<u>End</u>	Options	
K C Scates	584,428	95,238	632,428	95,238	
P McDonald	175,000	95,238	180,000	95,238	

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 profits or loss of the company for that period. In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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 maintaining 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 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.

AUDITORS

Registered Office Banner House Greg Street Reddish Stockport Cheshire SK5 7BT Approved by the Board on 23rd April 2001

and signed on/sts behalf by

P.McDonald Director

GEMINI (UK) LIMITED

BALANCE SHEET as at 31 December 2000

	2000 £	1999 £
CURRENT ASSETS		
Debtors:		
Holding Company	2	2
	£2 ====	£2
CAPITAL AND RESERVES		
Called up share capital:		
Authorised 100 ordinary shares of £1 each Allotted, issued and fully paid 2 ordinary shares of £1 each	2	2
	£2	£2
	====	<i>\$22</i> ===≥

For the year ended 31 December 2000 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2).

The directors acknowledge their responsibility for:

- a) Ensuring the company keeps accounting records which comply with section 221;
- b) Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

Approved by the board on 23rd April 2001 and signed on its behalf by

K C Scates Director P.McDonald Director

GEMINI (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2000

1. ACCOUNTING POLICIES

The Accounts have been prepared in accordance with applicable accounting standards, the Companies Act 1985 and under historical cost convention.

2. PROFIT AND LOSS ACCOUNT

The company did not trade during the period and there were no transactions on the profit and loss account.

3. ULTIMATE PARENT COMPANY

The ultimate parent company is SEET plc, registered in Scotland.