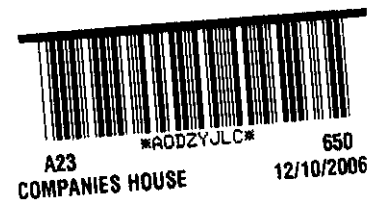


Registered Number 817696

GUARDIAN LEASING (NO.1) LIMITED

Financial Statements

for the year ended 31 December 2005



Registered Office: 5 Old Broad Street, London EC2N 1AD

GUARDIAN LEASING (NO.1) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

	2005 £	2004 £
Current assets		
Debtors		
Amount due from fellow subsidiary undertaking	<u>270,753</u>	<u>270,753</u>
	<u>270,753</u>	<u>270,753</u>
Creditors – amounts falling due within one year		
Amount due to immediate parent company	<u>(238,457)</u>	<u>(238,457)</u>
Total assets less current liabilities	<u><u>32,296</u></u>	<u><u>32,296</u></u>
Capital and reserves		
Called up share capital (note: 2)	100	100
Profit and loss account	<u>32,196</u>	<u>32,196</u>
Equity shareholders' funds	<u><u>32,296</u></u>	<u><u>32,296</u></u>

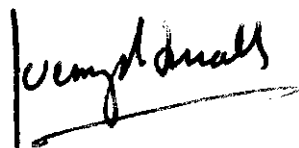
The financial statements on pages 1 to 3 were approved by the directors and signed on 9 October 2006.

For the year ended 31 December 2005 the Company was entitled to the exemption under section 249AA(1) of the Companies Act 1985.

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

The directors acknowledge their responsibility for:

- (i) ensuring the Company keeps accounting records which comply with section 221; and
- (ii) 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 or 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.



J. P. Small

Director

9 October 2006

GUARDIAN LEASING (NO.1) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued)

1. ACCOUNTING POLICY

The principal accounting policy is set out below.

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with applicable UK accounting standards. Financial Reporting Standard 21 (Events after the balance sheet date) and the presentational requirements of Financial Reporting Standard 25 (Financial Instruments: Disclosure and Presentation) have been adopted with no impact on the current or prior year.

2. SHARE CAPITAL

	2005		2004	
	Authorised £	Paid-up £	Authorised £	Paid-up £
Authorised:				
1,000,000 ordinary shares of £1 each	<u>1,000,000</u>		<u>1,000,000</u>	
Issued:				
100 ordinary shares of £1 each		<u>100</u>		<u>100</u>

3. DIRECTORS' EMOLUMENTS

The directors are employed and paid by companies in the AXA group and their directorships are held as part of that employment. No director has received any emoluments or other benefits from the Company or from any other company in the AXA group in respect of services to the Company.

4. CASH FLOW STATEMENT

Under Financial Reporting Standard 1 (Cash flow statements (revised 1996)), the Company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a subsidiary undertaking of a parent undertaking which produces a consolidated cash flow statement. The cash flow of the Company is consolidated in the AXA group financial statements, which can be obtained from 23, avenue Matignon, 75008 Paris, France.

GUARDIAN LEASING (NO.1) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued)

5. RELATED PARTIES

As the Company is a wholly-owned subsidiary it has taken advantage of the exemption granted under Financial Reporting Standard 8 (Related Party Disclosures) whereby subsidiary undertakings do not have to disclose transactions with group companies qualifying as related parties provided that consolidated financial statements are publicly available.

6. ULTIMATE PARENT

In the opinion of the directors, the Company's ultimate parent and controlling company is AXA, a company incorporated in France. The parent undertaking of the largest group which includes the Company and for which group financial statements are prepared is AXA. Copies of the AXA group financial statements can be obtained from 23, avenue Matignon, 75008 Paris, France.

The parent undertaking of the smallest group which includes the Company and for which group financial statements are prepared is Guardian Royal Exchange plc, a company registered in England. Copies of the Guardian Royal Exchange group financial statements can be obtained from 5 Old Broad Street, London EC2N 1AD.