

J.S. REALIZATION NUMBER NINE LIMITED

**DIRECTORS' REPORT AND
FINANCIAL STATEMENTS**

FOR THE YEAR ENDED 31 DECEMBER 2002



Registered number: 1093474 England

J.S. REALIZATION NUMBER NINE LIMITED

Directors: P J E Smith
P J Halpin

Secretary: S A Hargreaves

Registered office: Swinton House
6 Gt. Marlborough Street
Manchester
M1 5SW

Registered number: 1093474 England

J.S. REALIZATION NUMBER NINE LIMITED

REPORT OF THE DIRECTORS

The directors submit their report and financial statements of the company for the year ended 31 December 2002.

BUSINESS REVIEW

The Company did not trade during the year.

DIRECTORS

The members of the board during the year were:

P J E Smith
P J Halpin appointed 11.07.2002

P J E Smith has been assigned rights to 13,829,340 shares in Swinton (Holdings) Limited, another group company.

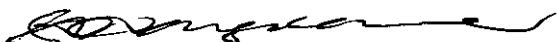
P J E Smith also holds through his interests in Webbshare Limited 50,400 Ordinary "A" shares (16.8% of the Ordinary Share Capital) in Its4me plc, a subsidiary of MMA Insurance plc.

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 profit 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 to 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 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.

By Order of the Board



S A HARGREAVES
Secretary
7 October 2003

J.S. REALIZATION NUMBER NINE LIMITED
BALANCE SHEET AS AT 31 DECEMBER 2002

	Note	2002 £	2001 £
CURRENT ASSETS			
Debtors	2	300,000	300,000
		<hr/>	<hr/>
CAPITAL AND RESERVES			
Called up share capital	3	300,000	300,000
		<hr/>	<hr/>

For the year ended 31 December 2002, the Company was entitled to the 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) of the Companies Act 1985.

The directors acknowledge their responsibilities for:

- (i) ensuring the Company keeps accounting records which comply with Section 221 of the Companies Act 1985; 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 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.

The financial statements on pages 3 to 4 were approved by the board on 7 October 2003 and signed on their behalf by



P J HALPIN
DIRECTOR

J.S. REALIZATION NUMBER NINE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2002

1. ACCOUNTING POLICY

Basis of preparation

These financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

A profit and loss account has not been prepared as the Company did not trade during the year. There are also no other recognised gains or losses in respect of this period.

	2002 £	2001 £
2. DEBTORS		
Amounts owed by parent undertakings	300,000	300,000
	<hr/>	<hr/>
3. SHARE CAPITAL		
Authorised 500,000 ordinary shares of £1 each	500,000	500,000
	<hr/>	<hr/>
Issued and fully paid 300,000 ordinary shares of £1 each	300,000	300,000
	<hr/>	<hr/>

4. ULTIMATE PARENT COMPANY

In the directors' opinion, the Company's ultimate parent company, controlling party and largest undertaking which produces consolidated accounts (which include the Company) continues to be La Mutuelle du Mans Assurances IARD ["MMA IARD"] which is registered in France. Copies of its group accounts can be obtained from MMA Insurance plc, Norman Place, Reading RG1 8DA.

The smallest undertaking in the group which produces consolidated accounts (which include the Company) continues to be Swinton (Holdings) Limited which is registered in England & Wales. A copy of its accounts can be obtained from the Company's registered office.