TMS INFORMATION SOLUTIONS LIMITED

Registered Number: 1793902

Report and Financial Statements

31 December 2004

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Director's Report

The Director submits her report with the financial statements for the year ended 31 December 2004.

Results

The Company has not carried out any activities nor made any gains or losses during the year.

Principal Activities

The Company was dormant throughout the year.

Dividends

The Director did not recommend the payment of a dividend (2003: £nil).

Directors

The Directors of the Company who held office during the year and subsequently were as follows:

i. Miller (resigned 30 November 2004) A Leyshon

Directors' Interests

The Directors had no interests in the share capital of the Company during the year.

At the year end Ms. A. Leyshon was a Director of Parity Group plc, the ultimate parent company, and her interest in the share capital of that company is shown in its Report and Accounts for the year ended 31 December 2004.

No Director had any beneficial interest in the share capital of any subsidiary undertaking of Parity Group plc.

Director's Report (continued)

Statement of Director's Responsibilities

Company law requires the Director 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 year. In preparing those financial statements, the Director is required to:

- · select suitable accounting policies and then apply them consistently;
- · make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business;
- comply with applicable accounting standards subject to any material departures disclosed and explained in the financial statements.

The Director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable her to ensure that the financial statements comply with the Companies Acts 1985. The Director is 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.

Audit Exemption

During the period the Company was entitled to the exemption conferred by sub-section (1) of section 249AA of the Companies Act 1985 relating to the audit of its accounts.

By order of the Board

Mucley

Secretary

London SW19 3RU 12 May 2005

Wimbledon Bridge House

Registered Office

1 Hartfield Road

Wimbledon

Registered in England and Wales Company No. 1793902

Balance Sheet - 31 December 2004

	Notes	2004 £'000	2003 £'000
Current Assets	110100	2 000	2,000
Debtors – amounts due from subsidiary undertakings		-	-
Net Current Assets		-	_
Net Assets			
Capital and Reserves			
Called up share capital Share premium account Profit and loss account		- - -	- - -
Equity Shareholder's Funds	5	-	

I certify that the Company was entitled to the exemption under section 249AA (1) of the Companies Act 1985 for the financial year ended 31 December 2004. 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 director acknowledges her 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 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.

APPROVED BY THE BOARD

Director 12 May 2005

Notes to the Financial Statements – 31 December 2004

1. ACCOUNTING POLICY

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

2. DIRECTORS' EMOLUMENTS

The Director did not receive any emoluments for her services to the Company during the year (2003: £nil).

3. EMPLOYEES

The Company had no employees during the year (2003: nil). The Director has a contract of employment with another company within the Parity Group.

4. SHARE CAPITAL

4. SHARE CAPITAL	2004 No	2003 No	2004 £'000	2003 £'000
Authorised:				
Ordinary shares of £1 each	301,667	301,667	302	302
	2004	2003	2004	2003
	No	No	£'000	£'000
Allotted, called up and fully paid:				
Ordinary shares of £1 each		-		_

5. RECONCILIATION OF THE MOVEMENTS IN SHAREHOLDERS' FUNDS

	2004 £'000	2003 £'000
Equity Shareholders' funds at 1 January	-	-
Dividend paid	-	-
Return of share capital	-	-
Return of share premium reserve	IN HIGH THOUGH TO THE TOTAL OF	and the state of t
Equity Shareholders' funds at 31 December	-	

6. PARENT COMPANY

Parity Solutions Limited is the immediate parent company. Parity Group plc which is registered in England and Wales, is the ultimate parent company and is the largest and smallest parent company of the Group to consolidate these financial statements.

Consolidated financial statements for the year ended 31 December 2004 for Parity Group plc can be obtained from the Secretary, 16 St Martin's Le Grand, London, EC1A 4NA.

DORMANT COMPANY RESOLUTION:

Company Number: 1793902

The Companies Act 1985, Section 252 special resolution of TMS Information Solutions Limited.

At a general meeting of the above named Company, held on 12 May 2005, the following special resolution was duly passed:-

The accounts of the Company for the year ended 31 December 2004, having been laid before the Company at the meeting, and the Company, having qualified as small in that period and having been dormant since the end of it, resolves to make itself exempt from the obligation to appoint auditors as otherwise required by section 384 of the Companies Act 1985.

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Signed Secretary of Company

12 May 2005