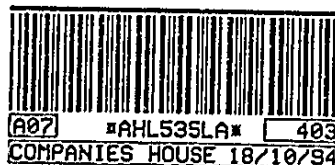


**Tullett & Tokyo  
(Futures Holdings) Limited**

Company Registration Number 1837209

**Report & Accounts**

**December 31st 1993**



**TULLETT & TOKYO (FUTURES HOLDINGS) LIMITED**

**DIRECTORS' REPORT**

The directors submit their report and accounts for the year ended December 31st 1993.

**Results & Dividends**

The trading loss for the year, after taxation, amounted to £ 10,986 (1992 - £19,385)

The directors do not recommend the payment of a dividend.

**Review of the Business and Future Developments**

The company provided management services for Tullett & Tokyo (Futures & Traded Options) Ltd. during the course of the year ended 31st December 1993. The directors do not anticipate any change in the foreseeable future.

**Directors & Their Interests**

The directors who held office during the year were as follows :

A.J. Styant  
D.J. Tuffley  
N Coupland (appointed 27 July 1993)


None of the directors had a beneficial interest in the issued share capital of the company during the year.

A.J. Styant and D.J. Tuffley are directors of Tullett & Tokyo Forex International Limited the ultimate holding company, and their interest in the share capital of group undertakings are disclosed in the ultimate holding company's accounts.

**Auditors**

Ernst & Young have expressed their willingness to continue in office as auditors and a resolution proposing their re appointment will be submitted at the Annual General Meeting.

BY ORDER OF THE BOARD

  
22/4/94  
Director  
Date

**TULLETT & TOKYO (FUTURES HOLDINGS) LIMITED**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS**

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company for that period. In preparing those accounts, the directors are required to:

- \* select suitable accounting policies and then apply them consistently;
- \* make judgements and estimates that are reasonable and prudent;
- and
- \* prepare the accounts 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 accounts 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.



## REPORT OF THE AUDITORS TO THE MEMBERS OF

### TULLETT & TOKYO (FUTURES HOLDINGS) LIMITED

We have audited the accounts on pages 4 to 11, which have been prepared under the historical cost convention and on the basis of the accounting policies set out on page 6.

#### Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

#### Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

#### Opinion

In our opinion the accounts give a true and fair view of the state of affairs of the company at December 31st, 1993 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

A handwritten signature in dark ink, appearing to read 'S. M. J. Y. J.', written over the printed name of the firm.

ERNST & YOUNG

Chartered Accountants  
Registered Auditor  
London

14 Oct 1994

**TULLETT & TOKYO (FUTURES HOLDINGS) LIMITED**

**PROFIT & LOSS ACCOUNT  
FOR THE YEAR ENDED DECEMBER 31st 1993**


	NOTES	1993 £	1992 £
TURNOVER :		-	-
CONTINUING OPERATIONS			
OTHER OPERATING CHARGES		(432,567)	(338,421)
OTHER OPERATING INCOME		428,374	334,661
OPERATING LOSS :			
CONTINUING OPERATIONS	2	<u>(4,193)</u>	<u>(3,760)</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>(4,193)</u>	<u>(3,760)</u>
TAX ON PROFIT ON ORDINARY ACTIVITIES	3	(6,793)	(15,625)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		<u>(10,986)</u>	<u>(19,385)</u>
RETAINED PROFIT BROUGHT FORWARD		(19,385)	0
RETAINED PROFIT CARRIED FORWARD		<u><u>(30,371)</u></u>	<u><u>(19,385)</u></u>

During the year there were no recognised gains or losses other than the profit and loss for the period.

# TULLETT & TOKYO (FUTURES HOLDINGS) LIMITED

## BALANCE SHEET FOR THE YEAR ENDED DECEMBER 31st 1993

	NOTES	1993 £	1992 £
FIXED ASSETS			
- TANGIBLE ASSETS	4	253,298	391,610
- INVESTMENTS	5	4,603,995	4,603,995
		<u>4,857,293</u>	<u>4,995,605</u>
CURRENT ASSETS			
-DEBTORS	6	3,334	9,578
		<u>3,334</u>	<u>9,578</u>
CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR	7	3,190,998	3,324,568
NET CURRENT ASSETS		<u>(3,187,664)</u>	<u>(3,314,990)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		1,669,629	1,680,615
		<u>1,669,629</u>	<u>1,680,615</u>
CAPITAL AND RESERVES			
- CALLED UP SHARE CAPITAL	8	1,700,000	1,700,000
- SHARE PREMIUM ACCOUNT		0	0
- REVALUATION RESERVE		0	0
- ACCUMULATED LOSS		(30,371)	(19,385)
		<u>1,669,629</u>	<u>1,680,615</u>

  
22/4/94

Director

Date

## **TULLETT & TOKYO (FUTURES HOLDINGS) LIMITED**

### **NOTES TO THE ACCOUNTS AT DECEMBER 31, 1993**

#### **1. Accounting policies**

##### **Accounting convention**

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards.

##### **Deferred Taxation**

Deferred taxation is provided under the liability method on all timing differences which are expected to reverse in the future, calculated at the rate at which it is estimated that tax will be payable.

##### **Depreciation**

Depreciation is provided on tangible fixed assets at rates calculated to write off the cost or valuation, less estimated residual value, of each asset evenly over its expected useful life, as follows :

Fixtures, fittings and equipment 20 % - 33 1/3 %

##### **Group Accounts**

Tullett and Tokyo (Futures Holdings) Limited is exempt from the obligation to deliver group accounts. It is a wholly owned subsidiary of Tullett and Tokyo Forex International Limited, a company registered in England and Wales.

#### **2. Operating loss**

A material proportion of the company's expenditure is, including auditor's remuneration, incurred by Tullett & Tokyo Forex International Limited, the ultimate parent undertaking, and recovered from Tullett & Tokyo (Futures Holding) Limited by way of management charge.

## **TULLETT & TOKYO (FUTURES HOLDING) LIMITED**

### **NOTES TO THE ACCOUNTS AT DECEMBER 31, 1993**

(continued)

Directors' remuneration has not been charged to the profit and loss account as these costs are borne by other group companies.

All directors are employees of the ultimate parent undertaking. Amounts paid to the directors by the ultimate parent undertaking in respect of services as directors of the company or in connection with the management of the company and its subsidiary undertakings totalled £126,895 (1992 £ 662,005) including pension contributions.

Where directors of the company are also directors of the ultimate parent undertaking and subsidiary undertakings, their remuneration is received directly from those companies. The directors do not believe it is practicable to apportion this amount between their services as directors of the company and of the ultimate parent undertaking and subsidiary undertakings.

The emoluments, excluding pension contributions, of the highest paid director were £126,895 (1992 £ 301,637 ) Directors' emoluments, excluding pension contributions, fell within the following ranges :

		1993 Number	1992 Number
£ Nil	- 5,000	2	2
£ 125,001	- 130,000	1	-
£ 230,001	- 235,000	-	1
£ 300,001	- 305,000	-	1

### **3. Tax on loss on ordinary activities**

The taxation charge is made up as follows:

	<u>1993</u> £	<u>1992</u> £
Based on the profit of the year :		
Corporation tax @ 33%(1992 - 33%)	6,793	15,625

**TULLETT & TOKYO (FUTURES HOLDINGS) LIMITED**

**NOTES TO THE ACCOUNTS AT DECEMBER 31, 1993**

(continued)

**4. Tangible Fixed Assets**

	£ Fixtures & Fittings & Equipment	£ Total
<b>COST OR VALUATION :</b>		
At 1st January 1993	826,792	826,792
Additions	47,925	47,925
At December 31, 1993	<u>874,717</u>	<u>874,717</u>
<b>DEPRECIATION :</b>		
At 1st January 1993	435,182	435,182
Provided during the year	186,238	186,238
At 31st December 1993	<u>621,420</u>	<u>621,420</u>
<b>NET BOOK VALUE</b>		
At 31st December 1993	<u>253,297</u>	<u>253,297</u>
At 1st January 1993	<u>391,610</u>	<u>391,610</u>

# **TULLETT & TOKYO (FUTURES HOLDINGS) LIMITED**

## **NOTES TO THE ACCOUNTS AT DECEMBER 31, 1993**

(continued)

### **5. Fixed Asset Investments**

	£
At January 1, 1993	4,603,995
At December 31, 1993	<u>4,603,995</u>

The company's interest in subsidiary undertakings comprises ;

	Country of Incorporation	Group Interest
Tullett & Tokyo (Futures & Traded Options) Ltd 399,600 Ordinary Shares of £1 900,000 Preference Shares of £1	England	99 % 100 %
Tullett & Tokyo ( Trading Advisor ) Ltd 5,999 Ordinary Shares of £ 1	England	99 %
Tullett & Tokyo ( Futures & Traded Options ) GmbH DM 50,000 1 Share	Germany	100 %
Tullett & Tokyo ( Futures and Traded Options ) Paris SA 167,500 Ordinary Shares of Ffr 100 each	France	99 %
Tullett & Tokyo ( Futures Neminees ) Ltd 2 Ordinary Shares of £ 1 each	England	100 %

The investment has not been revalued in the accounts but the directors consider that their aggregate value as at December 31st 1993, was not less than the net book value shown in the accounts.

### **6. Debtors**

	<u>1993</u> £	<u>1992</u> £
Prepayments and accrued Income	-	9,578
Inter company Debtor	3,334	-
	<u>3,334</u>	<u>9,578</u>

**TULLETT & TOKYO (FUTURES HOLDINGS) LIMITED**

**NOTES TO THE ACCOUNTS AT DECEMBER 31, 1993**

(continued)

**7. Creditors: amounts falling due within one year**

	<u>1993</u>	<u>1992</u>
	£	£
Amounts owed to ultimate holding company	3,180,598	3,303,730
Trade creditors	-	5,213
Corporation tax payable	10,400	15,625
	<u>3,190,998</u>	<u>3,324,568</u>

**8. Share capital**

	<u>Authorised</u>	<u>Allotted, called up and fully paid</u>	
	<u>1993</u>	<u>1992</u>	
	Number	Number	
			<u>1993</u>
			£
			<u>1992</u>
			£
Ordinary shares of £1 each	1,700,000	1,700,000	1,700,000
	<u>1,700,000</u>	<u>1,700,000</u>	<u>1,700,000</u>

**9. Share Capital movement on reserves and reconciliation of movements in shareholders funds**

	<u>Share Capital</u>	<u>Profit and Loss Account</u>	<u>Total Shareholder Funds</u>
	£	£	£
Balance at 1 January 1992	33,333	-	33,333
Loss for the year	-	(19,385)	(19,385)
Share capital issued	1,666,667	-	1,666,667
	<u>1,700,000</u>	<u>(19,385)</u>	<u>1,680,615</u>
Balance at 1 January 1993	1,700,000	(19,385)	1,680,615
Loss for the year	-	(10,986)	(10,986)
Balance at 31 December 1993	<u>1,700,000</u>	<u>(30,371)</u>	<u>1,669,629</u>

**TULLETT & TOKYO (FUTURES HOLDINGS) LIMITED**

**NOTES TO THE ACCOUNTS AT DECEMBER 31, 1993**

(continued)

**10. Ultimate Holding company**

The ultimate holding company of Tullett & Tokyo (Futures Holdings) Limited is Tullett & Tokyo Forex International Limited, a company registered in England & Wales. Copies of the group accounts can be obtained from Tullett & Tokyo Forex International Limited, 54-62 New Broad Street, London, EC2M 1JJ.

**11. Guarantee Note**

The company has given a guarantee to a maximum of £27,000,000 (1992 - £ nil) to a creditor of the ultimate parent company of the group.