REGISTRAR OF COMPANIES

The Interface Mobile Communications Limited

Report and Financial Statements

Year Ended

31 March 1996



THE INTERFACE MOBILE COMMUNICATIONS LIMITED

Annual report and financial statements for the year ended 31 March 1996

Contents

Director

Page:

- 1 Report of the director
- 2 Balance sheet

Director

C W Dunstone

Secretary and registered office

D P J Ross, 146 Marylebone Road, London, NW1 5PG.

Company number

2441554

THE INTERFACE MOBILE COMMUNICATIONS LIMITED

Report of the director for the year ended 31 March 1996

The director presents his annual report and financial statements of the company for the year ended 31 March 1996.

The company changed its name from Professional Cellular Services Limited to The Interface Mobile Communications Limited on 10 January 1996.

The company has not traded during the financial year and accordingly no profit and loss account has been prepared.

The director of the company during the financial year and his interest in the ordinary share capital of the company was:

31 March 1996 and 1 April 1995

C W Dunstone - Ordinary shares of £1 each

1

The interest of C W Dunstone in the share capital of The Carphone Warehouse Limited, the company's ultimate parent company, is disclosed in the financial statements of that company.

By order of the Board

Jand PJ ROSS.

Secretary

Date 30 Jany 1997

THE INTERFACE MOBILE COMMUNICATIONS LIMITED

Balance sheet at 31 March 1996

| · · · · · · · · · · · · · · · · · · · | | |
|--|-------------|-----------|
| | 1996 £ | 1995 £ |
| Current assets - debtors | | |
| Called up share capital not paid | 100 | 100 |
| | | |
| | | |
| Represented by: | | |
| Capital and reserves | | |
| Authorised share capital of 1,000 ordinary shares of £1 each | | |
| Called up share capital - allotted and issued: | | |
| 100 ordinary shares of £1 each | 100 | 100 |
| | | |

The company, whose ultimate parent company is The Carphone Warehouse Limited, was dormant within the meaning of section 250 of the Companies Act 1985, throughout the financial year.

C W Dunstone

Director

Date 30 Jonney 1947