Registered in England No. 2741053

Zurich Municipal Marketing Services Limited

Directors' Report and Financial Statements

31 December 1996



DIRECTORS

D W White, ACII (Chairman) J R Murray, FCII

SECRETARY

M J Chandler, BSc ACIS

REGISTERED OFFICE

Zurich House Stanhope Road Portsmouth Hampshire PO1 1DU

Registered in England No. 2741053

DIRECTORS' REPORT

The directors present their annual report together with the financial statements for the year ended 31 December 1996.

Principal activity

The Company has not traded during the year.

Directors and directors' interests

The directors who held office during the year are listed on page 2.

None of the directors had any disclosable interest in the shares of the Company.

By order of the Board

M J Chandler Secretary

9 May 1997

Zurich House Stanhope Road Portsmouth Hampshire PO1 1DU

Balance sheet as at 31 December 1996

	Note	1996 £	1995 £
CURRENT ASSETS			
Debtors	4	100	100
NET CURRENT ASSETS SHARE CAPITAL		£100	£100
Called up share capital	6	£100	<u>£100</u>

The Company was dormant (within the meaning of Section 250 of the Companies Act 1985) throughout the year ended 31 December 1996.

We acknowledge our responsibilities for ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985, and preparing financial statements 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 for the financial year in accordance with the requirements of section 226, and which otherwise comply with the Companies Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the Board of Directors on 9 May 1997 and were signed on its behalf by;

Chairman

D W White

The notes on page 5 form part of these accounts.

NOTES TO THE ACCOUNTS

1. BASIS OF PREPARATION

The financial statements have been prepared in accordance with the provisions of Schedule 4 of the Companies Act 1985 and in accordance with applicable accounting standards using the historical cost accounting rules.

2. HOLDING COMPANY

The Company is a subsidiary undertaking of Zurich Holdings (UK) Limited, which is registered in England. The ultimate parent Company is Zurich Insurance Company which is incorporated in Switzerland. The registered office of the ultimate parent Company is, Mythenquai 2, P O Box CH-8022, Zurich, Switzerland.

3. PROFIT & LOSS ACCOUNT

During the financial year and the preceding financial year the Company did not trade and received no income and incurred no expenditure. Consequently, during these years, the Company made neither a profit or a loss.

4. DEBTORS

	<u>1996</u>	<u> 1995</u>
	£	£
Amount due from group undertaking	<u>100</u>	<u>100</u>

5. DIRECTORS' EMOLUMENTS

No remuneration was payable to the directors during the year.

6. CALLED UP SHARE CAPITAL

	1996 £	<u>1995</u> £
Authorised: 100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
Issued: 100 ordinary shares of £1 each, fully paid	<u>100</u>	<u>100</u>