BC PARTNERS EUROPE LIMITED

COMPANY REGISTRATION NUMBER: 3043814

REPORT AND FINANCIAL STATEMENTS 31 DECEMBER 2004



BC PARTNERS EUROPE LIMITED

DIRECTORS S D Palley (Chairman)

M A Twinning

SECRETARY M A Twinning

COMPANY REGISTRATION NUMBER 3043814

REGISTERED OFFICE 43 - 45 Portman Square

London W1H 6DA

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BALANCE SHEET at 31 December 2004

	Note	2004 £	2003 £
Current assets			
Debtors - amounts owed by holding company		25,000	25,000
Capital and reserves			
Called up share capital - authorised,issued and fully paid	3	25,000	25,000
Equity shareholders' funds		25,000	25,000

For the year ended 31 December 2004 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

Members have not required the company to obtain an audit in accordance with section 294B(2) of the Companies Act 1985.

The directors acknowledge their responsibility for:

- 1) ensuring the company keeps accounting records which comply with section 221, and
- 2) 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 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.

Approved by the board on 11 March 2005

and signed on its behalf

MATwinning / Secretary

NOTES TO THE ACCOUNTS

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable accounting standards.

Basis of accounting

The financial statements are prepared under the historical cost convention.

2. PROFIT AND LOSS ACCOUNT

The company has not transacted business nor incurred any expenses and has made neither profit or loss nor any other recognised gain or loss during the year, hence no profit and loss account has been prepared. No emoluments were paid to the directors during the year.

3. SHARE CAPITAL

The authorised, issued and fully paid share capital consists of 25,000 ordinary shares of £1 each.

4. ULTIMATE PARENT COMPANY

The ultimate parent company is BC Partners Holdings Limited, a company registered in Guernsey at Trafalgar Court, Les Banques, St. Peter Port Guernsey GY1 3QL.