LOMBARD RISK MANAGEMENT PLC INITIAL ACCOUNTS PERIOD ENDED 31 MARCH 1997

(Company No. 3224870)

A02 *AFSIØXMI* 445 COMPANIES HOUSE 23/07/97

DIRECTORS

J M Wisbey - Chairman N J Duxbury

SECRETARY

N J Duxbury

REGISTERED OFFICE

13th Floor 21 New Fetter Lane London EC4A 1AJ

AUDITORS

Grant Thornton Ashdown House 125 High Street Crawley West Sussex RH10 1DQ

SOLICITORS

Bird & Bird 90 Fetter Lane London EC4A 1TP

PRINCIPAL BANKERS

National Westminster Bank Plc P.O. Box 2341 55 Kensington High Street London W2 1JA

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REPORT OF THE DIRECTORS

PERIOD ENDED 31 MARCH 1997

The directors present their report for the period from 15 July 1996 to 31 March 1997.

DIRECTORS' RESPONSIBILITIES FOR THE INITIAL ACCOUNTS

Company law requires the directors to prepare initial accounts 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 period. In preparing these initial accounts, the directors are required to:

Select suitable accounting policies and apply them consistently;

Make judgements and estimates that are reasonable and prudent;

State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the initial accounts;

Prepare the initial 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, for safeguarding the assets of the company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

By Order of the Board

2 Jadey

N J Duxbury

Secretary

30 June 1997

13th Floor 21 New Fetter Lane London EC4A 1AJ

PERIOD ENDED 31 MARCH 1997

REPORT OF THE AUDITORS TO THE DIRECTORS OF LOMBARD RISK MANAGEMENT PLC UNDER SECTION 273 (4) OF THE COMPANIES ACT 1985

We have audited the initial accounts on pages 6 to 8 which have been prepared under the accounting policies set out on page 8.

Respective responsibilities of directors and auditors

As described on Page 4, the company's directors are responsible for the preparation of initial accounts. It is our responsibility to form an independent opinion, based on our audit, of those initial 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 initial accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the initial 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 initial accounts are free from material mis-statement, 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 initial accounts.

Opinion

In our opinion the initial accounts for the period from 15 July 1996 to 31 March 1997 have been properly prepared within the meaning of section 273 of the Companies Act 1985.

Ashdown House 125 High Street Crawley

West Sussex RH10 1DQ

30 June 1997

Grant Thornton
Chartered Accountants

Genet Runci

Registered Auditors

PROFIT AND LOSS ACCOUNT

PERIOD ENDED 31 MARCH 1997

		199	7	19	96
	Notes	£	£	£	£
TURNOVER			0		-
Change in work in progress			0		-
			0		
External charges			0		-
			0		
Staff costs		0			-
Other operating charges		21			-
	•		(21)		
OPERATING PROFIT			(21)		
Write off of investment in discontinued operations		0			-
Income from investments		100,000		•	-
Interest payable		0			
	•		100,000		- -
	•		99,979		
Increase/(Reduction) in value of investments			0		-
PROFIT ON ORDINARY ACTIVITIES			99,979		-
BEFORE TAXATION					
Tax on profit on ordinary activities			0		-
PROFIT ON ORDINARY ACTIVITIES			99,979		
AFTER TAXATION					
Dividends			100,000		_
LOSS TRANSFERRED FROM			(21)		
RESERVES					

All recognised gains and losses in the period have been included in the Profit and Loss Account.

The results for the period as set out above have been derived entirely from continuing operations.

BALANCE SHEET

31 MARCH 1997

	1997			1996		
	Notes	£	£	£	£	
FIXED ASSETS	2					
Investment in group companies		_	15,000,000		-	
		_	15,000,000		-	
CURRENT ASSETS						
Debtors due within one year		32,190				
Cash at bank and in hand		979			-	
		33,169	_		-	
CREDITORS: Amounts falling due within		(32,190)			_	
one year			-		_	
Net current assets			979		-	
Total assets less current liabilities		_	15,000,979			
CAPITAL AND RESERVES						
Called up share capital	3		500,000		_	
Other Reserve			14,501,000		-	
Profit and loss account			(21)			
EQUITY SHAREHOLDERS' FUNDS		=	15,000,979		-	

The initial accounts were approved by the board on 30 June 1997 and signed on its behalf by:

John Directo

N J Duxbury

NOTES TO THE INITIAL ACCOUNTS

FOR THE PERIOD ENDED 31 MARCH 1997

1. ACCOUNTING POLICIES

(a) Basis of Preparation

The initial accounts have been prepared in accordance with section 273 of the Companies Act 1985 to enable the directors to pay a dividend.

The initial accounts have been prepared in accordance with applicable accounting standards and under the historical cost convention except that fixed asset investments are included at valuations.

(b) Fixed Asset Investments

Investments are included at directors valuation.

2. INVESTMENT IN GROUP COMPANIES

The investment of £15,000,000 is the company's holding in 100% of the issued share capital of Lombard Risk Systems Limited, a company incorporated in England and Wales.

The investment is carried at directors valuation.

3. SHARE CAPITAL

Audiosis	1997 £
Authorised 10,000,000 10p Ordinary	1,000,000
Allotted, called up and fully paid 5,000,000 10p Ordinary	500,000