

Company Registration No. 3290446

ATOS LIMITED

Report and Financial Statements

For the year ended 31 December 2004



ATOS LIMITED

REPORT AND FINANCIAL STATEMENTS 2004

OFFICERS AND PROFESSIONAL ADVISERS

ATOS LIMITED

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 31 December 2004.

PRINCIPAL ACTIVITY

The company has not traded in either the current or prior year. Before then the principle activities of the company included one major IT outsource contract and the servicing of transaction processing contracts on behalf of the parent company.

REVIEW OF DEVELOPMENTS AND FUTURE PROSPECTS

The directors are in the process of acting to realise all remaining assets and liabilities prior to the company being liquidated.

RESULTS AND DIVIDENDS

The profit for the year was £ nil (2003: nil).

The directors do not recommend the payment of a dividend (2003: £ nil).

DIRECTORS AND THEIR INTERESTS

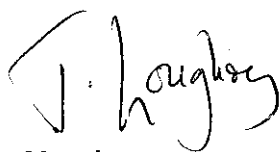
The directors who held office throughout the year were as follows:

J B Campbell	(resigned 29 January 2004)
B Connolly	(appointed 29 January 2004, resigned 2 August 2005)
S Curl	(appointed 29 January 2004)
J Loughrey	(appointed 29 January 2004)

None of the directors had a disclosable interest in the shares of the company or any other group company during the year.

AUDITORS

The directors have relied upon the provisions of section 249AA of the Companies Act 1985 and have resolved not to appoint auditors.



J Loughrey
Director

31st October 2005

ATOS LIMITED

BALANCE SHEET 31 December 2004

	Note	2004 £'000	2003 £'000
CURRENT ASSETS			
Debtors	4	3,174	3,174
CREDITORS: amounts falling due Within one year	5	(2,539)	(2,539)
NET ASSETS		<u>635</u>	<u>635</u>
CAPITAL AND RESERVES			
Called up share capital	6	100	100
Profit and loss account		<u>535</u>	<u>535</u>
EQUITY SHAREHOLDERS' FUNDS		<u>635</u>	<u>635</u>

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

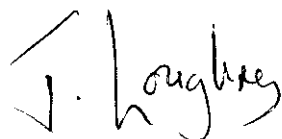
Members have not required the Company to obtain an audit in accordance with section 249(B)(2) of the Companies Act 1985.

The directors acknowledge their responsibility for:

(i) ensuring the Company keeps accounting records which comply with section 221; and

(ii) preparing accounts 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 or loss for the financial year, in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

The financial statements on pages 3 to 5 were approved by the board of directors on 30th September 2005 and signed on its behalf by:



J Loughrey

Director

NOTES TO THE ACCOUNTS
Year ended 31 December 2004

1. ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards and under the historical cost convention. The principle accounting policies of the group are set out below. The policies have remained unchanged from the previous year

Turnover

Turnover represents the amounts (excluding value added tax) derived from the provision of goods and services to customers

Deferred Tax

Deferred tax is recognised on all timing differences where the transactions or events that give the group an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax on defined benefit pension scheme surpluses or deficits is adjusted against these surpluses. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance sheet date.

2. DIRECTORS' EMOLUMENTS

No directors' emoluments were paid by the company during the years ended 31 December 2004 and 31 December 2003.

3. STAFF COSTS

There were no staff employed by the company during the years ended 31 December 2004 and 31 December 2003.

4. DEBTORS

	2004 £'000	2003 £'000
Amounts owed by group undertakings	3,174	3,174

5. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2004 £'000	2003 £'000
Amounts owed to group undertakings	2,539	2,539

NOTES TO THE ACCOUNTS
Year ended 31 December 2004

6. CALLED UP SHARE CAPITAL

	2004	2003
	£'000	£'000
Authorised, called up, allotted and fully paid:		
100,000 ordinary shares of £1 each	100	100

7. ULTIMATE PARENT COMPANY AND CONTROLLING ENTITY

The ultimate parent and controlling company is Atos Origin S.A., a company incorporated in France by virtue of its controlling interest in Atos Origin UK Holdings Limited, parent company of Atos Origin IT Services UK Ltd, this company's parent company. The largest and smallest group of undertakings for which group accounts are drawn up is that headed by Atos Origin S.A.. Copies of these accounts are available to the public and may be obtained from Atos Origin S.A., 3 Place de la Pyramide, 92067, Paris La Defense, Cedex, France.

8. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption in FRS 8, which exempts wholly owned subsidiaries from disclosing related party transactions with other wholly owned subsidiaries within the same group.

These transactions are all eliminated on consolidation in the accounts of Atos Origin S.A.