REPORT AND ACCOUNTS

31 DECEMBER 2001

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COMPANIES HOUSE 27/04/02

Report and accounts for the year ended 31 December 2001

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Sole Director

Henderson Administration Services Limited

Secretary and Registered Office

Henderson Secretarial Services Limited 4 Broadgate London EC2M 2DA

Directors' report

The directors present their report and accounts for the year ended 31 December 2001.

Principal activities

The Company has not traded during the year and accordingly no profit and loss account has been prepared. The directors do not propose the payment of a dividend.

Directors and their interests

The sole director is Henderson Administration Services Limited.

Elective resolutions

Elective resolutions are in force which were approved by the Company's shareholders during the year to dispense with the following requirements:

- 1. to hold an Annual General Meeting; and
- 2. to lay the accounts before the Company in general meeting.

By order of the Board

Sonia Whiteside

For and on behalf of Henderson Secretarial Services Limited, Secretary

19th April 2002

BALANCE SHEET at 31 December 2001

		31 December 2001	31 December 2000
CURRENT ASSETS	Note	£	£
Amounts owed by parent undertaking		1	1
NET CURRENT ASSETS		1	1
CAPITAL AND RESERVES			
Called up share capital	3	1	1
EQUITY SHAREHOLDERS' FUNDS		1	1

We, the directors:

- (a) confirm that the Company is eligible to take advantage of audit exemption pursuant to section 249AA(1) of the Companies Act 1985;
- (b) confirm that members have not required the Company to obtain an audit of its accounts for the year ended 31 December 2001 in accordance with section 249B(2) of the Companies Act 1985;
- (c) acknowledge our responsibilities for
 - (i) ensuring that the Company keeps accounting records which comply with section 221 of the Companies Act 1985; 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 year and of its profit or loss for the year in accordance with the requirements of section 226 of the Companies Act 1985 and which otherwise comply with the requirements of the Act relating to accounts, so for as they are applicable to the Company.

The accounts on pages 3 to 5 were approved by the Board on 19th April 2002 and were signed on its behalf by:

R B Ély

For and on behalf of Henderson Administration Services Limited, Director

NOTES TO THE ACCOUNTS at 31 December 2001

1. ACCOUNTING POLICIES

Basis of accounting

The accounts are prepared under the historic cost basis of accounting and conform with applicable United Kingdom Accounting standards.

2. PROFIT AND LOSS ACCOUNT

The Company has not traded during the year and has made neither a profit or loss. No profit and loss account has therefore been prepared.

3. SHARE CAPITAL

	31 December 2001 £	31 December 2000 £
Authorised		
100 ordinary shares of £1 each	100	100
Allotted, called up and fully paid		
1 ordinary share of £1	1	1

4. PARENT UNDERTAKING

The Company's immediate parent undertaking is National Provident Life Limited. The parent undertaking of the smallest company for which group accounts are prepared is AMP (UK) plc.

The ultimate parent undertaking and controlling party is AMP Limited, a company incorporated in New South Wales, Australia. The address from which copies of the accounts of AMP Limited can be obtained is AMP Building, GPO Box 4134, Sydney Cove, New South Wales, Sydney, Australia.

NOTES TO THE ACCOUNTS (continued) at 31 December 2001

5. CASHFLOW STATEMENT

Cashflows of the Company are included in the consolidated group cashflow statement of AMP (UK) plc and consequently, the Company is exempt under the terms of Financial Reporting Standard No 1 (Revised) from publishing a cashflow statement.

6. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption in Financial Reporting Standard 8 'Related Party Disclosures', relating to transactions between 90 per cent or more controlled subsidiaries.