

**COLT Telecom Finance Limited**  
**(previously Trushelfco (No.2785) Limited)**

**Annual Report for the 11 month period ended  
31 December 2001**

Registered no: 4150069



**COLT Telecom Finance Limited**  
**(previously Trushelfco (No.2785) Limited)**

**Report and Financial Statements**  
**for the 11 month period ended 31 December 2001**

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# **COLT Telecom Finance Limited** **(previously Trushelfco (No.2785) Limited)**

## **Directors' Report for the 11 month period ended 31 December 2001**

The Directors present the report and audited financial statements of the Company for the 11 month period ended 31 December 2001.

### **Principal activities**

Trushelfco (No 2785) was created on 30 January 2001 and was renamed COLT Telecom Finance Limited on 25 June 2001.

The Company's principal activity is to act as a Finance company, in particular in respect of buying in group indebtedness on the market. The profit and loss account for the 11 months is set out on page 6.

### **Review of business and future developments**

Since the balance sheet date, the company has continued to take advantage of opportunities offered by market conditions to acquire group debt on commercially advantageous terms, with the financial support of its ultimate parent company.

### **Dividends**

The directors do not recommend the payment of a dividend.

### **Directors**

The directors of the Company who held office during the period are given below:

E J. Zuercher (appointed on 30 January 2001 and resigned on 19 March 2001)  
D C J. Rowe (appointed on 30 January 2001 and resigned on 19 March 2001)  
C W. H Underhill (appointed 19 March 2001 and resigned on 25 June 2001)  
A C. Holland (appointed on 19 March 2001 and resigned on 25 June 2001)  
L M. Ingeneri (appointed on 25 June 2001 and resigned 30 June 2002)  
M A. Jenkins (appointed on 25 June 2001)  
P D. Manning (appointed 25 June 2001 and resigned on 25 July 2002)  
G N Small (appointed 2 August 2002)

The Directors had no interests in the Company at 31 December 2001. P D Manning and L M. Ingeneri were also directors of COLT Telecom Group plc, the ultimate parent company and their interests are disclosed in that company's financial statements.

The interests of the directors in the share capital of group companies were as follows:

<b>COLT Telecom Group PLC</b>	<b>Shares 31 December 2001</b>	<b>Shares 30 January 2001*</b>
M A Jenkins	837	837
P D Manning	-	-
L M Ingeneri	52,352	100,512

\* or date of appointment if later.

# **COLT Telecom Finance Limited** **(previously Trushelfco (No.2785) Limited)**

## **Directors' report for the 11 month period ended 31 December 2001**

### **Statement of directors' responsibilities**

Company law requires the directors to prepare financial statements that give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit or loss of the Company for that period. The directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the company will continue in business.

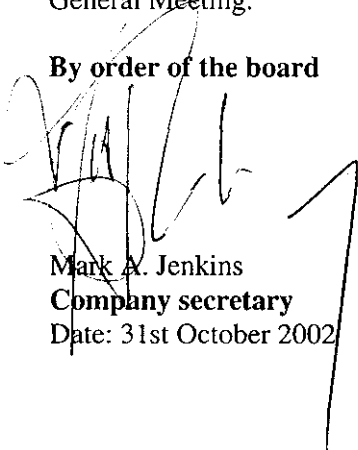
The directors confirm that suitable accounting policies have been used and applied consistently and that reasonable and prudent judgements and estimates have been made in the preparation of the financial statements for the period ended 31 December 2001. The directors also confirm that applicable accounting standards have been followed.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with Companies' Act 1985. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### **Auditors**

A resolution to reappoint PricewaterhouseCoopers will be proposed at the next Annual General Meeting.

### **By order of the board**



Mark A. Jenkins  
Company secretary  
Date: 31st October 2002

**COLT Telecom Finance Limited**  
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**Report of the Independent Auditors to the members**  
**of**  
**COLT Telecom Finance Limited**

We have audited the financial statements on pages 6 to 10.

**Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards are set out in the statement of directors' responsibilities on page 4.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards issued by the Auditing Practices Board.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

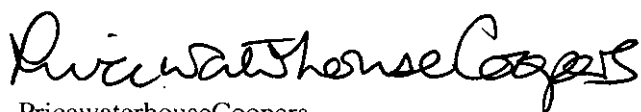
**Basis of audit opinion**

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 financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, 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 financial statements are free from material misstatement, 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 financial statements.

**Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 December 2001 and of its profit for the period ended then, and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers  
Chartered Accountants and Registered Auditors  
London  
Date: 31st October 2002

# COLT Telecom Finance Limited

## (previously Trushelfco (No.2785) Limited)

### Profit and loss account for the 11 months ended 31 December 2001

	Note s	11 Months 31 December 2001 £
Other Interest receivable and similar income	4	1,025,370
Profit on currency translation		333,673
		<hr/>
<b>Profit on ordinary activities before taxation</b>		1,359,043
Tax on profit on ordinary activities		-
		<hr/>
Profit for the period		1,359,043
		<hr/>

All activities are regarded as continuing. The Company has no recognised gains and losses other than as above and therefore no separate statement of total recognised gains and losses has been presented.

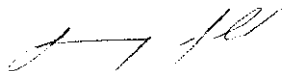
There is no difference between the profit on ordinary activities before taxation and the retained profit for the period stated above, and their historical cost equivalent.

# COLT Telecom Finance Limited (previously Trushelfco (No.2785) Limited)

## Balance Sheet

	Notes	31 December 2001 £
<b>Current assets</b>		
Debtors	5	1,359,045
		<hr/>
<b>Total assets</b>		<hr/>
<b>Capital and reserves</b>		
Called up share capital	6	2
Retained profit for the period	7	1,359,043
		<hr/>
<b>Equity shareholders' funds</b>		<hr/>

The financial statements on pages 6 to 10 were approved by the Board on 31st October 2002 and were signed on its behalf by:



Gerard N. Small

**Director**

# **COLT Telecom Finance Limited**

## **(previously Trushelfco (No.2785) Limited)**

### **Notes to the Financial Statements**

### **for the 11 month period ended 31 December 2001**

#### **1. Principal accounting policies**

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements of the company.

##### **Basis of accounting**

The financial statements are prepared under the historical cost convention, the accounting policies set out below, and in accordance with applicable Accounting Standards in the United Kingdom. During the year the Company has adopted FRS18 'Accounting Policies'.

##### **Related Party Disclosures**

The Company has taken advantage of the exemption provided by Financial Reporting Standard Number 8 for subsidiary undertakings of which 90% or more of the voting rights are controlled within the group of the ultimate parent which publishes its consolidated financial statements.

##### **Cashflow Statements**

The Company has taken advantage of the exemption offered by Financial Reporting Standard Number 1 (Revised) and has not produced a cashflow statement as it is a more than 90% owned subsidiary of a parent publishing consolidated financial statements.

#### **2. Operating profit**

The Company's audit fees have been paid by a group company. The group's audit fees are disclosed in the consolidated financial statements of COLT Telecom Group plc.

#### **3. Director's Emoluments**

No director received emoluments from the Company during the year. P D Manning and L M. Ingeneri are also directors of COLT Telecom Group plc, the ultimate parent company and there emoluments are disclosed in the financial statements of that company. No director exercised share options relating to COLT Telecom Group plc during the period.



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**Notes to the Financial Statements**  
**for the 11 month period ended 31 December 2001**

**4. Other interest receivable and similar income**

	<b>11 Months 31 December 2001 £</b>
Group undertakings:	
Parent Undertaking	965,798
Interest from banks and similar income	59,572
	<u>1,025,370</u>

**5. Debtors**

	<b>2001 £</b>
<b>Amounts falling due within one year</b>	
Amounts owed by Group undertakings:	
Parent Undertaking	1,359,045
	<u>1,359,045</u>

**6. Called up share capital**

	<b>2001 £</b>
<b>Authorised</b>	
100 ordinary shares of £1 each	100
<b>Allotted, called up and fully paid</b>	
2 ordinary shares of £1 each	<u>2</u>

# **COLT Telecom Finance Limited** **(previously Trushelfco (No.2785) Limited)**

## **Notes to the Financial Statements** **for the 11 month period ended 31 December 2001**

### **7. Reconciliation of equity shareholders' funds**

	£
At 30 December 2000	2
Profit for the period	1,359,043
	<hr/>
At 31 December 2001	<b>1,359,045</b>
	<hr/>

### **8. Ultimate parent company and controlling party**

The ultimate holding company and controlling party is COLT Telecom Group plc, a company registered in England and Wales. The immediate parent company and controlling party is COLT Telecom Holdings Limited.

Copies of COLT Telecom Group plc's consolidated financial statements are available from the company's registered address at  
15 Marylebone Road, London NW1 5JD.

COLT Telecom Group plc is the parent undertaking of the largest and smallest group to consolidate these accounts.

### **9. Taxation**

The company has not provided any corporation tax in respect of its profits for the period because these will be covered by group relief for which no payment will be made.