

**Company Registration Number: 4256107**

**ANTHRACITE HOLDINGS**

(Formerly ANTHRACITE HOLDINGS LIMITED)

**Report and Financial Statements**

**31 March 2007**

**Registered Office:**  
Lakeside House,  
Cam Road,  
Bracknell,  
Berkshire,  
RG12 1XL



**REPORT AND FINANCIAL STATEMENTS 2007**

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## **DIRECTORS' REPORT**

The Directors present their report and the financial statements for the year ended 31 March 2007

### **ACTIVITIES**

The principal activity of the Company is to provide loans to group companies and act as a holding company

### **RESULTS AND DIVIDENDS**

The profit for the year after taxation amounted to £11,403,000 (2006 – £nil) and has been dealt with in the attached financial statements. The Company paid a dividend of £11,403,000 on 16 October 2006 (2006 – £nil)

On 16 October 2006 the Company allotted one ordinary share of £1, and subsequently redeemed 300,209,205 ordinary shares of £1 each. On 10 November 2006, the Company re-registered as an unlimited company.

### **BUSINESS REVIEW**

The company has met the requirements in Companies Act 1985 to obtain exemption provided from the presentation of an Enhanced Business Review.

### **DISPOSALS**

On 28 September 2006, 300,209,205 ordinary shares of the Company's entire investment in its subsidiary were redeemed at par. The remaining two shares were then sold to Cable & Wireless DI Holdings Limited for £1 each, one on 28 September 2006 and one on 16 October 2006.

### **FUTURE PROSPECTS**

It is the Directors' intention to liquidate the Company.

### **DIRECTORS**

The Directors who held office during the year and subsequent to the year end were

R Burge

D J Platt

The Directors benefit from qualifying third party indemnity provisions in place during the financial year and at the date of this report.

### **GOING CONCERN**

These accounts have not been prepared on a going concern basis. The financial statements have been prepared on a break up basis – that is by reflecting all assets at their estimated recoverable amount and making full provisions for all obligations as at the balance sheet date.

### **AUDITORS**

The Company is not obliged to reappoint its auditors annually and KPMG Audit Plc will therefore continue in office.

### **DISCLOSURE OF INFORMATION TO AUDITORS**

The Directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware and each Director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

By order of the Board of Directors



**H M HANSCOMB**

Secretary

Date 3 December 2007

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE  
DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable Law (UK Generally Accepted Accounting Practice)

The financial statements are required by law to 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 financial statements, the Directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business. As explained in note 1 to the financial statements, the directors do not believe the going concern basis to be appropriate and these financial statements have not been prepared on that basis

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 its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ANTHRACITE HOLDINGS**

We have audited the financial statements of Anthracite Holdings for the year ended 31 March 2007, which comprise the Profit and Loss Account, the Balance Sheet, and the related notes. These financial statements have been prepared under the accounting policies set out therein. As described in note 1 they have not been prepared on a going concern basis.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

### **Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 3.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

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.

In addition we report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements. We also report to you if, in our opinion, 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 other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

### **Basis of audit opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgments 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, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2007 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements.

*KPMG Audit Plc*

KPMG Audit Plc  
Chartered Accountants  
Registered Auditor  
London

Date *20<sup>th</sup> Dec 2007*

## ANTHRACITE HOLDINGS

### PROFIT AND LOSS ACCOUNT


Year Ended 31 March 2007

	Note	2007 £'000	2006 £'000
Income from investment in group undertakings		11,403	-
<b>Profit on ordinary activities before taxation</b>		11,403	-
Tax charge on ordinary activities	3	-	-
<b>Profit for the financial year</b>		11,403	-

**ANTHRACITE HOLDINGS****BALANCE SHEET**  
**As at 31 March 2007**

	Note	2007 £000	2006 £000
<b>CURRENT ASSETS</b>			
Investments	4	-	300,209
Amounts owed by group undertakings		1	1
<b>NET ASSETS</b>		<u>1</u>	<u>300,210</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	5	<u>1</u>	<u>300,210</u>
<b>EQUITY SHAREHOLDERS' FUNDS</b>	6	<u>1</u>	<u>300,210</u>

The financial statements on pages 5 to 9 were approved by the Board of Directors on 3 December 2007 and signed on their behalf by



R Burge  
Director

## ANTHRACITE HOLDINGS

### NOTES TO THE ACCOUNTS Year ended 31 March 2007

#### 1. ACCOUNTING POLICIES

##### Basis of preparation

The financial statements are prepared in accordance with applicable accounting standards and on the historical cost basis

The Company has taken advantage of the exemption to prepare consolidated financial statements under Section 228 of the Companies Act 1985, on the grounds that it is a wholly-owned subsidiary undertaking of Cable and Wireless plc, a company registered within the European Union. These financial statements present information about the Company as an individual undertaking and not about its group.

The financial statements have been prepared on the break-up basis as it is the intention to put the Company into liquidation. The Directors have reviewed the financial position of the company, including the arrangements with group undertakings, and believe that it is appropriate to prepare the financial statements on this basis. The financial statements include appropriate adjustments.

##### Investments

Investments are stated at cost less amounts written off in respect of any impairments.

#### 2. INFORMATION REGARDING DIRECTORS, EMPLOYEES AND AUDITORS

The Company had no employees during the year (2006 – nil). The Directors did not receive any emoluments from the Company during the year (2006 - £nil).

In the current and prior year, the auditor's remuneration of £2,000 was borne by another group company.

Amounts paid to the Company's auditor in respect of services to the Company, other than the audit of the Company's financial statements, have not been disclosed, as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements of the Company's ultimate parent, Cable & Wireless plc.

#### 3. TAXATION ON ORDINARY ACTIVITIES

##### Factors affecting tax charge for the year

The tax assessment for the period is lower than the standard rate of corporation tax in the UK (30%). The difference are explained below:

	2007	2006
Statutory Rate	30%	-
Non-taxable income	(30%)	-
	<hr/>	<hr/>
	2007	2006
	£000	£000
Tax on pre tax profit at 30%	3,421	-
Non-taxable income	(3,421)	-
	<hr/>	<hr/>
Current tax charge for year	-	-
	<hr/>	<hr/>



# ANTHRACITE HOLDINGS

## NOTES TO THE ACCOUNTS (cont.)

### 4. INVESTMENTS

The investment represented the entire issued share capital of Cobalt Irish Investments No 1, an unlimited company incorporated in Ireland

	2007 £'000	2006 £'000
<i>Cost and Net book value</i>		
At 1 April	300,209	300,209
Shares redeemed	(300,209)	-
At 31 March	-	300,209

### 5 CALLED UP SHARE CAPITAL

	2007 £000	
<u>Authorised</u>		
At 1 April, 2,000,000,000 ordinary shares of £1 each	2,000,000	2,000,000
Redeemed - 300,209,205 ordinary shares of £1 each	(300,209)	-
At 31 March (2007 - 1,699,790,795 ordinary shares of £1 each)	1,699,791	2,000,000
<u>Allotted, called up and fully paid</u>		
At 1 April, 300,210,001 ordinary shares of £1 each	300,210	300,210
Allotted - 1 ordinary share of £1	-	-
Redeemed - 300,209,205 ordinary shares of £1 each	(300,209)	-
At 31 March	1	300,210
	2007	2006
Ordinary shares of £1 each		
Allotted called up and fully paid	797	300,210,001

### 6. MOVEMENT ON RESERVES

	Profit and loss account £'000	Total £'000
At 1 April 2006	-	-
Profit for the financial year	11,403	11,403
Dividend paid	(11,403)	(11,403)
At 31 March 2007	-	-

**NOTES TO THE ACCOUNTS (cont.)**

**7. CASH FLOW STATEMENT**

Under Financial Reporting Standard 1 (revised), the Company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking. A cash flow statement is included in the financial statements of Cable and Wireless plc, which are publicly available from the address in note 9.

**8. RELATED PARTY TRANSACTIONS**

Under Financial Reporting Standard 8, the Company is exempt from the requirement to disclose transactions with entities that are part of the Cable & Wireless group, or investees of the group qualifying as related parties, as all of the Company's voting rights are controlled within that group. There are no material transactions with any other related parties.

**9. ULTIMATE PARENT COMPANY**

The Directors consider that the Company's ultimate parent undertaking and controlling party is Cable and Wireless plc, registered in England and Wales. A copy of Cable and Wireless plc's published consolidated financial statements can be obtained from The Secretary, Cable and Wireless plc, 7th Floor, The Point, 37 North Wharf Road, London W2 1LA. No other group accounts include the results of the Company.