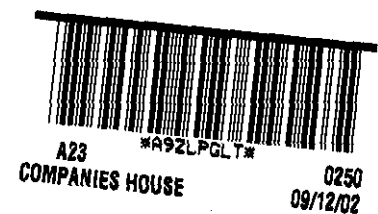


**ANTHRACITE HOLDINGS LIMITED**

**Report and Financial Statements**

**31 March 2002**

**Registered Office:**  
**124 Theobalds Road**  
**London**  
**WC1X 8RX**



# **ANTHRACITE HOLDINGS LIMITED**

## **REPORT AND FINANCIAL STATEMENTS 2002**

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## **ANTHRACITE HOLDINGS LIMITED**

### **DIRECTORS' REPORT**

The Directors present their report and the audited financial statements from 20 July 2001 (date of incorporation) to 31 March 2002.

During this period, the Company changed its accounting reference date to align itself with that of its ultimate parent company, Cable and Wireless plc.

### **ACTIVITIES**

The Company was incorporated on 20 July 2001. The principal activity of the Company is to provide loans to group companies and act as a Holding company.

### **RESULTS AND DIVIDENDS**

The Company did not trade during the period. The Directors do not recommend payment of a dividend.

### **FUTURE PROSPECTS**

No change in the Company's activities is envisaged in the foreseeable future.

### **DIRECTORS AND THEIR INTERESTS**

The Directors who held office during the period were:

KK Claydon	(appointed 20 July 2001)
JD Fitz	(appointed 20 July 2001)
RE Lerwill	(appointed 30 July 2001)
JM Bolton	(alternate to KK Claydon, appointed 30 July 2001)

# ANTHRACITE HOLDINGS LIMITED

## DIRECTORS' REPORT (CONTD.)

### DIRECTORS AND THEIR INTERESTS (CONTD.)

The Directors have no interest in the shares of the Company nor any disclosable interests in any contracts or arrangements with the Company subsisting at the end of the financial period. The beneficial interests of the Directors in the shares of Cable and Wireless plc are as follows:

	20 July 2001 (or later date of appointment)	Shares acquired or options granted	Shares disposed or options exercised	At 31 March 2002
K K Claydon	12,034	4,537	-	16,571
	8,165	2,075	2,828	7,412 (a)
	58,864	72,653	-	131,517 (b)
	10,782	-	-	10,782 (d)
	4,524	-	-	4,524 (e)
	-	36,326	-	36,326 (f)
J D Fitz	1,218	4,881	-	6,099
	619	2,075	-	2,694 (a)
	80,927	176,471	-	257,398 (b)
	4,881	-	4,881	- (c)
	12,033	-	-	12,033 (d)
	8,261	-	-	8,261 (d)
	-	58,824	-	58,824 (f)
R E Lerwill	59,937	-	-	59,937
	4,805	-	-	4,805 (a)
	284,695	470,588	-	755,283 (b)
	42,998	-	-	42,998 (d)
	27,144	-	-	27,144 (e)
	-	117,647	-	117,647 (f)
J M Bolton	814	200	-	1,014
	2,706	3,459	2,706	3,459 (a)
	27,101	-	-	27,101 (b)

All interests are in fully paid Ordinary Shares, unless marked (a) which are options to purchase Ordinary Shares under the C&W Employee Savings Related Share Option Scheme, (b) which are options to purchase Ordinary Shares under the discretionary share option schemes, (c) which are C&W Long Term Incentive Plan 1998 (notional), (d) which are contingent share awards granted on 1 April 1999 under the C&W Performance Share Plan (PSP) 1999, (e) which are contingent share awards granted on 1 April 2000 under the C&W PSP 2000 or (f) which are contingent share awards granted on 27 July 2001 under the C&W PSP 2001. Full details of the LTIP and the PSP are included in the financial statements of the ultimate parent company.

By order of the Board of Directors.



**J M BOLTON**  
Secretary

Date: 26 November 2002

## **ANTHRACITE HOLDINGS LIMITED**

### **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

Company law requires the Directors to prepare financial statements for each financial year 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 the profit or loss of the Company for that period. In preparing those financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- state whether applicable accounting standards have been followed;
- prepare the financial statements 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 which disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the 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.

## ANTHRACITE HOLDINGS LIMITED

### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ANTHRACITE HOLDINGS LIMITED

We have audited the financial statements on pages 6 to 8.

#### *Respective responsibilities of Directors and auditors*

The Directors are responsible for preparing the Directors' report and, as described on page 4, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

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 with the Company is not disclosed.

#### *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 as at 31 March 2002 and of its result for the period from 20 July 2001 (date of incorporation) to 31 March 2002 and have been properly prepared in accordance with the Companies Act 1985.

KPMG Audit Plc

KPMG Audit Plc  
Chartered Accountants  
Registered Auditor

8 Salisbury Square  
London EC4Y 8BB  
United Kingdom

Date: 26 November 2002

**ANTHRACITE HOLDINGS LIMITED**

**PROFIT AND LOSS ACCOUNT  
FOR THE PERIOD ENDED 31 MARCH 2002**

During the period the Company did not trade and received no income and incurred no expenditure. Consequently, during this period the Company made neither a profit nor a loss or any other recognised gains or losses.

# ANTHRACITE HOLDINGS LIMITED

## BALANCE SHEET AS AT 31 MARCH 2002

	Note	2002 £000
<b>CURRENT ASSETS</b>		
Investments	3	300,209
Amounts owed by group undertakings		<u>1</u>
<b>NET ASSETS</b>		<u><u>300,210</u></u>
<b>CAPITAL AND RESERVES</b>		
Called up share capital	4	<u>300,210</u>
<b>EQUITY SHAREHOLDERS' FUNDS</b>		<u><u>300,210</u></u>

The financial statements were approved by the Board of Directors on 26 November 2002 and signed on their behalf by:

  
K K CLAYDON  
Director



# ANTHRACITE HOLDINGS LIMITED

## NOTES TO THE ACCOUNTS

### 1. ACCOUNTING POLICIES

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

#### (i) Investments

Fixed asset 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. The Directors did not receive any emoluments from the Company. The audit fee was borne by the ultimate parent company.

### 3. INVESTMENTS

On 2 August 2001, the Company subscribed for 300,209,205 ordinary shares of £1 in Cobalt Irish Investments No 1 an unlimited company incorporated in Ireland.

### 4. CALLED UP SHARE CAPITAL

	2002 £000
Authorised 2,000,000,000 ordinary shares of £1 each	2,000,000
	<hr/>
Allotted, called up and fully paid 300,210,001 ordinary shares of £1 each	300,210
	<hr/>

On incorporation, the Company issued 1 ordinary share to Cable & Wireless Global Holding Limited. On 2 August 2001, the Company issued a further 300,210,000 ordinary shares at par to Cable & Wireless Global Holding Limited.

### 6. 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.

### 7. 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.

### 8. ULTIMATE PARENT COMPANY

The Company's holding company is Cable & Wireless Global Holding Limited and its ultimate parent company is Cable and Wireless plc, both of which are 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, 124 Theobalds Road, London WC1X 8RX. No other group accounts include the results of the Company.