

T-Mobile International Limited

Annual Report for the period 29 October 2001 to 31 December 2002

Company registration number: 4312785



Directors' report

For the period 29 October 2001 to 31 December 2002

The directors present their report, together with the financial statements, for the period from 29 October 2001 to 31 December 2002.

Results and review of the business

The company did not trade during the year nor has it traded since incorporation and it is not intended for the company to trade in the foreseeable future. There has been no income or expenditure and therefore the company made neither a profit nor a loss.

Board of directors

The directors of the company who served during the year were as follows:

T-Motion Plc	Director	(appointed 29 October 2001 and resigned 2 April 2002)
J Chain	Director	(appointed 15 March 2002)
C Richardson	Director	(appointed 15 March 2002)

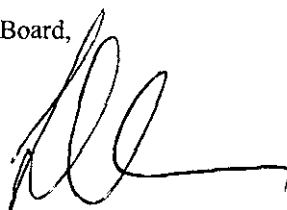
C Richardson resigned on 12 March 2003 and was replaced by J Morrison.

Hatfield Business Park
Hatfield
Hertfordshire
AL10 9BW

2 April 2003

On behalf of the Board,

Director
J Chain



Balance sheet

31 December 2002

	Note	31 December 2002 £
Current asset		
Debtor - amount due from holding company		<u>1</u>
Capital and reserves		
Called up share capital	2	<u>1</u>

For the year ended 31 December 2002 the company was entitled to exemption under section 249AA(1) of Companies Act 1985. Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.

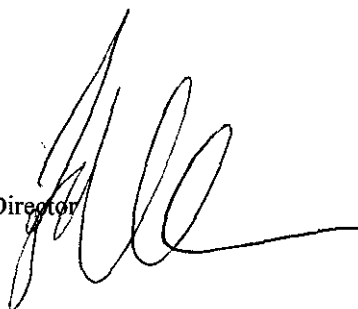
The Directors acknowledge their responsibility for:

- 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 its financial year, and of its profit and loss for the financial year, in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

Signed on behalf of the Board

J Chain

Director



2 April 2003

Notes to the financial statements

31 December 2002

1. Principal accounting policy

Basis of accounting

These financial statements are prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 1985 and applicable accounting standards.

2. Called up share capital

	31 December 2002 £
<i>Authorised</i>	
100 ordinary shares of £1 each	100
<i>Allotted, called up and fully paid</i>	
1 ordinary share of £1 each	1

3. Ultimate parent company

The company's immediate parent undertaking is T-Mobile (UK) Limited (formerly known as One 2 One Personal Communications Limited). The company's ultimate parent company and controlling party is Deutsche Telekom AG, a company incorporated in Germany, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. A copy of Deutsche Telekom AG's published consolidated financial statements can be obtained from The Press and Corporate Communication Department, Postfach 20 00, D-53 105 Bonn, Germany.