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MCKINSEY & COMPANY, INC. UNITED KINGDOM FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1998

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MCKINSEY & COMPANY, INC. UNITED KINGDOM FOR THE YEAR ENDED 31 DECEMBER 1998

I certify that the figures shown on the attached Balance Sheet and Profit and Loss Account are in accordance with the books and records of the branch.

For and on behalf of McKinsey & Company,Inc. United Kingdom.

MCKINSEY & COMPANY,INC. UNITED KINGDOM BALANCE SHEET AS AT 31 DECEMBER 1998

(Pounds Sterling)

| | NOTES | 1998 | 1997 |
|---|-------|-----------------------------|--|
| | | £ | £ |
| FIXED ASSETS | | | |
| Tangible assets | 2 | 10,625,945 | 12,292,299 |
| CURRENT ASSETS | | | |
| Work in progress | | 2,346,300 | 2,710,882 |
| Debtors | | 25,717,298 | 17,358,258 |
| Cash | | 7,778,084 | 4,160,253 |
| Intercompany | | 29,203,356 | 19,434,598 |
| Other | | 594,687 | 1,015,972 |
| CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR Creditors Deferred income | | (47,810,837) (1,615,100) | (22, ^{779,922}) (3, ⁶ 38, ³ 00) |
| NET CURRENT ASSETS | | 26,839,733 | 30,554,040 |
| CREDITORS: AMOUNTS FALLING DUE AFTER ONE YEAR | | | |
| Provision for lease on 74 St James' Street | | (8,076,000) | (9,884,293) |
| NET ASSETS | | 18,763,733 | 20,669,747 |
| CAPITAL AND RESERVES | | | |
| Share capital | | 100 | 100 |
| Capital reserve | | 3,890,487 | 3,890,387 |
| Profit and loss account | | 14,873,146 | 16,779,160 |
| | | 18,763,733 | 20,669,647 |

The accompanying notes are an integral part of this balance sheet.

MCKINSEY & COMPANY,INC. UNITED KINGDOM PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 1998

(Pounds Sterling)

| | | 1998 | | 1997 |
|---|------------------------------|--------------|------------------------------|--------------|
| | | £ | | £ |
| TOTAL REVENUE | | 100,107,145 | | 89,613,817 |
| EXPENDITURE | | | | |
| Cost of sales Other operating expenses | (47,308,938) (51,304,010) | | (32,165,385) (44,444,086) | |
| TOTAL EXPENDITURE | | (98,612,948) | | (76,609,471) |
| EXCEPTIONAL ITEMS Provision for lease on 74 St James' Street | | 1,808,293 | _ | (11,585,897) |
| PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | | 3,302,490 | | 1,418,449 |
| TAXATION | | (5,208,504) | | (810,175) |
| PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION | | (1,906,014) | _ | 608,274 |
| RETAINED PROFIT BROUGHT FORWARD | | 16,779,160 | | 16,170,886 |
| RETAINED PROFIT CARRIED FORWARD | | 14,873,146 | | 16,779,160 |

The accompanying notes are an integral part of this profit and loss account.

MCKINSEY & COMPANY, INC. UNITED KINGDOM NOTES TO FINANCIAL STATEMENTS: 31 DECEMBER 1998

1. ACCOUNTING POLICIES:

The principal accounting policies, all of which have been applied consistently throughout the year and with the preceding year, are:

a) Basis of accounting

The financial statements are prepared under the historical cost convention. The Balance Sheet and Profit and Loss Account have been prepared in accordance with the Companies Act 1985 and with the applicable Accounting Standards.

b) Tangible fixed assets

Fixed assets are shown at original historical cost less depreciation.

Depreciation is provided on a reducing balance basis over ten years for furniture and equipment and over the remaining term of the lease for leasehold improvements. Motor vehicles are depreciated on the same basis as capital allowances are available for them.

c) Taxation

Corporation tax payable is provided on taxable profits at the current rate.

d) Pension

The Firm operates a pension scheme for its employees. The amount charged to the profit and loss account of this scheme represents the contributions payable in the year.

e) Work in progress

Work in progress is stated at the lower of cost and net realisable value.

MCKINSEY & COMPANY, INC. UNITED KINGDOM NOTES TO FINANCIAL STATEMENTS (Continued)

2. TANGIBLE FIXED ASSETS

The following are included in the net book value of tangible fixed assets:

| | 1998 | 1997 |
|--|--------------|--------------|
| Leasehold improvements | 7,644,588 | 7,771,467 |
| Furniture and equipment | 1,965,278 | 3,404,232 |
| Motor vehicles | 1,016,079 | 1,116,600 |
| | 10,625,945 | 12,292,299 |
| The movement in the year was as follows: | | |
| COST OR VALUATION | | |
| Beginning of year | 31,284,103 | 29,282,845 |
| Additions | 1,293,405 | 2,904,659 |
| Disposals | (479,862) | (903,401) |
| End of year | 32,097,646 | 31,284,103 |
| DEPRECIATION | | |
| Beginning of year | (18,991,805) | (15,675,191) |
| Charge | (2,713,618) | (4,108,353) |
| Disposals | 233,722 | 791,739 |
| End of year | (21,471,701) | (18,991,805) |
| NET BOOK VALUE | | |
| Beginning of year | 12,292,298 | 13,607,654 |
| NET BOOK VALUE | | |
| End of year | 10,625,945 | 12,292,298 |

MCKINSEY & COMPANY, INC. UNITED KINGDOM NOTES TO FINANCIAL STATEMENTS (Continued)

3. CALLED-UP SHARE CAPITAL

| | 1998 | 1997 |
|---|------|------|
| Authorised 100 shares of £1 | 100 | 100 |
| Alloted, called-up and fully paid 100 shares of £1 | 100 | 100 |

4. GUARANTEES AND OTHER FINANCIAL COMMITMENTS:

There were no capital commitments or contingent liabilities.