

WIN Mobile Limited

Directors report and unaudited accounts

Registered number 5177731

31 December 2005



Contents

Report of the directors	1
Statement of directors' responsibilities in respect of the Directors' Report and the accounts	2
Balance sheet	3
Notes	4

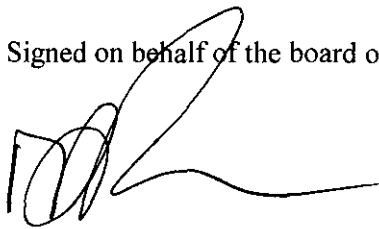
Report of the directors

The directors present their annual report with the unaudited accounts of the company for the period from the incorporation date of 13 July 2004 to 31 December 2005. The company is dormant and has not traded during the year.

Olswang Directors 1 Limited and Olswang Directors 2 Limited were appointed directors on incorporation (13 July 2004) and resigned on 13 October 2004.

Peter Button and Mark Paver were appointed directors of the company on 13 October 2004 and remained directors throughout the period. Their share interests in the ultimate parent company, WIN plc, are shown in the directors report and accounts of that company.

Signed on behalf of the board of directors by



M Paver
Director

1 Cliveden Office village
Lancaster Road Cressex Business Park
High Wycombe
Buckinghamshire
HP12 3YZ

3rd July 2006

Profit and loss account for the period ended 31 December 2005

The company has not traded during the financial period. During this period the company received no income and incurred no expenditure and therefore made no profit or loss.

Statement of directors' responsibilities in respect of the Directors' Report and the accounts

The directors are responsible for preparing the Directors' Report and the accounts in accordance with applicable law and regulations.

Company law requires the directors to prepare accounts for each financial year. Under that law they have elected to prepare the accounts in accordance with UK Accounting Standards.

The accounts 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 accounts, 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 accounts; and
- prepare the accounts 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 that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its accounts 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.

Balance sheet

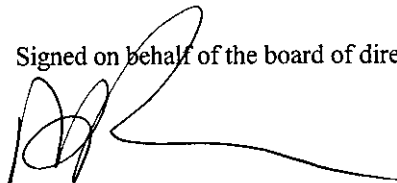
at 31 December 2005

	Note	2005 £
Current assets		
Unpaid share capital		1
		<hr/>
Net current assets		1
		<hr/>
Net assets		1
		<hr/>
Capital and reserves		
Called up share capital	2	1
		<hr/>
Equity shareholder's funds		1
		<hr/>

For the period ended 31 December 2005, the company was entitled to exemption from audit under section 249AA (1) of the Companies Act 1985 (as a dormant company); and members have not required the company to obtain an audit of its accounts under section 249B(2).

The directors acknowledge their responsibilities for ensuring the company keeps accounting records which comply with section 221 and preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the year and of its profit or loss for the financial period in accordance with the requirements of section 226 and which otherwise comply with the requirements of the Companies Act 1985, so far as applicable to the company.

Signed on behalf of the board of directors by:



M Paver
 Director

Notes

(forming part of the financial statements)

1 Accounting policies

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

Basis of accounting

These accounts have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules.

Under FRS 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements.

As the company is a wholly owned subsidiary of WIN plc, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group. The consolidated financial statements of WIN plc, within which this company is included, can be obtained from the address given in note 3.

2 Called up share capital

	Number 2005	Value 2005 £
<i>Authorised</i>		
Ordinary shares of £1 each	1,000	1,000
	<hr/>	<hr/>
	1,000	1,000
	<hr/>	<hr/>
<i>Allotted, called up and un paid:</i>		
Ordinary shares of £1 each	1	1
	<hr/>	<hr/>
	1	1
	<hr/>	<hr/>

During the period the company allotted 1 ordinary share with an aggregate nominal value of £1.

3 Ultimate parent company and parent undertaking of a larger group of which the company is a member

The group in which the results of the company are consolidated is that headed by WIN plc, incorporated in United Kingdom. The consolidated accounts of the group are available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF4 3UZ.