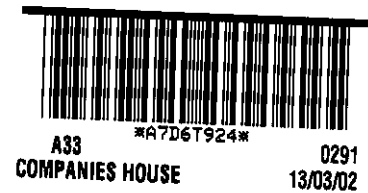


Registration number 02123791

COMPUTER PLAN LIMITED

**Directors' report and financial statements
for the year ended 31 May 2001**



COMPUTER PLAN LIMITED

Company information

Directors	Mr F M Jackson	
	Mr R S Cutler	resigned 31st May 2001
Secretary	Mr R S Cutler	resigned 31st May 2001
	Mrs B C Winfield	appointed 31st May 2001
Company number	02123791	
Registered office	Bole House Bole Retford Notts DN22 9EH	

COMPUTER PLAN LIMITED

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COMPUTER PLAN LIMITED

Directors' report for the year ended 31 May 2001

The directors present their report and the financial statements for the year ended 31 May 2001.

Results and business review

The company remained dormant throughout the year.

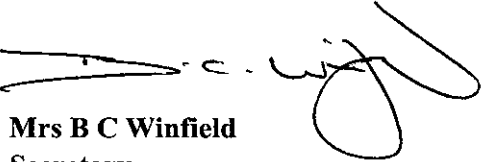
Directors and their interests

The directors who served during the year and their interests in the holding company are as stated below:

	Ordinary shares	
	31/05/01	01/06/00 or date of appointment
Frank Jackson	17,055	17,055
Richard Cutler resigned 31st May 2001	12,055	12,055

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

This report was approved by the Board on 20 February 2002 and signed on its behalf by


Mrs B C Winfield
Secretary

COMPUTER PLAN LIMITED

Balance sheet as at 31 May 2001

	2001 £	2000 £
Current assets		
Amounts owed by group undertakings	<u>31,545</u>	<u>31,545</u>
Capital and reserves		
Called up share capital:		
Ordinary shares of £1 each	21,776	21,776
Profit and loss account	6,217	6,217
Share premium reserve	<u>3,552</u>	<u>3,552</u>
Shareholders' funds	<u>31,545</u>	<u>31,545</u>

Audit exemption statement

For the year ended 31 May 2001 the Company was entitled to exemption from the requirement to have an audit under the provision of section Article 257A(1) of the Companies Act 1985.

No notice has been deposited with the company under Article 257B(2) of that Act requiring an audit to be carried out.

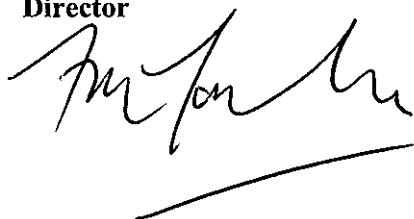
The directors acknowledge their responsibility for;

(a) Ensuring the Company keep accounting records which comply with Article 229 of the Companies Act 1985 ; and

(b) 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/loss for that financial year in accordance with Section 226 of the Companies Act 1985 and which otherwise comply with the accounting requirements of that Act relating to accounts so far as applicable to the company.

Approved by the Board on 20 February 2002 and signed on its behalf by

Frank Jackson
Director



COMPUTER PLAN LIMITED

Notes to the financial statements for the year ended 31 May 2001

1. Profit and loss account

The company has not traded, made profits or losses nor incurred any liabilities during the year ended 31 May 2001. Therefore, no profit and loss account is attached.

2. Ultimate parent company

The Company's ultimate parent undertaking at the balance sheet date was Matrix Logic Limited, a company incorporated in the United Kingdom.

3. Share capital

	2001	2000
	£	£
Authorised		
100,000 Ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>
Allotted, called up and fully paid		
21,776 Ordinary shares of £1 each	<u>21,776</u>	<u>21,776</u>