

THE PRIVATE BANK & TRUST COMPANY LIMITED

**Report and accounts
for the period from**

25 September 1997 to 31 December 1998

Registered No. 3439607 England

Registered office: 12 Hay Hill, London W1X 8EE



THE PRIVATE BANK & TRUST COMPANY LIMITED

Report of the directors

The directors submit their report and the accounts of the company for the period ended 31 December 1998.

1. Business

The company is dormant and does not undertake any business activities.

2. Trading activities

The company did not trade throughout the period under review and is unlikely to do so in the foreseeable future.

3. Issued share capital

The authorised share capital of the company consists of 100 Ordinary Shares of £1 each of which one is issued and fully paid.

4. Directors

The directors of the company at 31 December 1998 and the dates on which they were appointed to the Board were as follows:

E L Bussetil	25 September 1997
A J Marshall	25 September 1997

Mr W Tester was appointed as the first director of the company on 25 September 1997 and resigned on 25 September 1997.

None of the directors has any notifiable interest in the shares of the company or Private Financial Holdings Limited.

5. Directors' responsibilities

The directors are required by UK company law to prepare accounts for each accounting period that give a true and fair view of the state of affairs of the company as at the end of the financial period and of the profit or loss for that period.

The directors confirm that suitable accounting policies have been used and applied consistently and reasonable and prudent judgements and estimates have been made in the preparation of the accounts for the period ended 31 December 1998. The directors also confirm that applicable accounting standards have been followed and that the accounts have been prepared on the going concern basis.

THE PRIVATE BANK & TRUST COMPANY LIMITED

Report of the directors

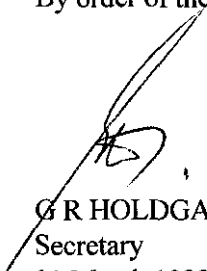
5. Directors' responsibilities (continued)

The directors are responsible for keeping proper accounting records, for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

6. Auditors

In accordance with Section 250 of the Companies Act 1985, the company will at the Annual General Meeting, to be held on 23 April 1999, table a Special Resolution not to appoint auditors.

By order of the Board



G R HOLDGATE

Secretary

11 March 1999

THE PRIVATE BANK & TRUST COMPANY LIMITED

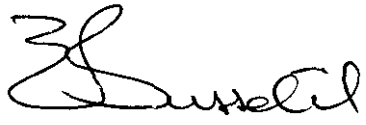
**Balance sheet at
31 December 1998**

	Note	£
Current assets	2	<u>1</u>
Financed by:		
Equity shareholders' funds	3	<u>1</u>

The company was dormant throughout the financial period ended 31 December 1998.

The financial statements on pages 3 and 4 were approved by the board of directors on 11 March 1999 and were signed on its behalf by:


A J MARSHALL
Director


E L BUSSETIL
Director

The notes on page 4 form part of these accounts

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Notes to the accounts at 31 December 1998

1. *Accounting policy*

These accounts have been prepared under the historical cost convention.

2. *Current assets*

	1998
	£
Cash	<u>1</u>

3. *Equity shareholders' funds*

	1998
	£
Authorised 100 shares of £1 each	<u>100</u>
Issued, allotted and fully paid	<u>1</u>

4. *Profit and loss account*

The company did not trade during the period and it derived neither a profit nor a loss. No profit and loss account has therefore been prepared.

5. *Emoluments of directors*

The directors received no emoluments for their services.

6. *Ultimate parent company and controlling party*

The ultimate parent company is EFG Bank European Financial Group, a company incorporated in Switzerland. All of the voting power at general meetings of EFG Bank European Financial Group is held by Latsis family interests. The company's results are consolidated in the group headed by Private Financial Holdings Limited, its parent company, which is incorporated in the UK. Copies of each company's accounts are available from 12 Hay Hill, London W1X 8EE.