

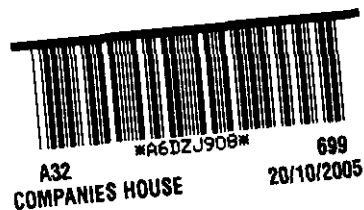
JACOBS/HUMPHREYS & GLASGOW LIMITED

REGISTRATION NUMBER 2254139

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

30 SEPTEMBER 2004



JACOBS/HUMPHREYS & GLASGOW LIMITED

DIRECTOR'S REPORT

The directors present their report and the accounts for the year ended 30 September 2004.

PRINCIPAL ACTIVITIES & BUSINESS REVIEW

The Company has not traded during the year. There are no current plans to activate the company.

DIRECTORS

The directors during the year were:

J W Prosser

J McLachlan – resigned 11th October 2004

F J Barry

PJ Stassi – appointed 11th October 2004

None of the directors has any interest in the shares of the Company or any other group company.

AUDITORS

The Company has taken advantage of Section 252 of the Companies Act 1985 and adopted a special resolution to exempt the Company from the obligation to appoint auditors while the Company is dormant.

By order of the Board



Secretary
London

JACOBS/HUMPHREYS & GLASGOW LIMITED

BALANCE SHEET AT 30 SEPTEMBER 2004

	Notes	2004 £	2003 £
Assets			
Current Assets			
Debtors - amount owed by holding company		<u>100</u> <u>£100</u>	<u>100</u> <u>£100</u>
Liabilities			
Capital & Reserve			
Called-up share capital	3	<u>100</u> <u>£100</u>	<u>100</u> <u>£100</u>

For the year ended 30 September 2004 the company was entitled to exemption under section 249A(1) of the Companies Act 1985. No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2). 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 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.

The accounts were approved by the Directors on:
and were signed on their behalf by:



PJ Stassi
Director

JACOBS/HUMPHREYS & GLASGOW LIMITED

Notes

1. The Company has not traded during the year.
2. The directors received no emoluments from the Company during the year. (2003 - Nil.)
3. Share capital.

£

Authorised:

Ordinary shares of £1 each

100

Allotted, called-up and fully paid:

Ordinary shares of £1 each

100

4. The ultimate holding undertaking is Jacobs Engineering Group, Inc., a company incorporated in the State of Delaware, USA.

The parent undertakings for the smallest and largest groups of which the company is a member and for which group financial statements are prepared are:

(i) Jacobs International Ltd Inc, a company incorporated in Panama; and

(ii) Jacobs Engineering Group, Inc., a company incorporated in the State of Delaware, USA.

Copies of the group financial statements for both of the above are available, on request, from Jacobs House, London Road, Reading, Berkshire. RG6 1BL.