

Bradbury Wilkinson Holdings Limited
(Registered Number: 30559)

Directors' Report and Financial Statements

For the period ended 31 March 2012

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Directors' Report

The Directors submit their report together with the audited financial statements of the Company for the period 27 March 2011 to 31 March 2012

Principal activity

The Company did not trade, and had no employees, during the period

Principal risks and uncertainties

The principal risk to the Company is the withdrawal of the support from the immediate parent company, De La Rue Holdings plc

Review of business and future developments

The Company has not traded. The Company has written back an amount owed to another Group company in the period.

Key performance indicators

The Directors monitor and manage the performance of each investment against its published financial statements and against the key performance indicators (KPIs) of the De La Rue Group because the Company's Directors believe that analysis using KPIs specifically for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business. Details of the Group's KPIs, which includes the Company are set out in the Business Review section on pages 6 – 33 of the annual report of De La Rue plc, which does not form part of this report.

Results and dividends

The profit on ordinary activities after taxation amounted to £4,567,000 (2011: £nil). The Directors do not recommend the payment of a dividend (2011: £nil). The profit for the financial period of £4,567,000 has been transferred to reserves (2011: £nil).

Directors

The names of the Directors holding office during the period were as follows:

C C Child
E H D Peppiatt

Directors' Report (continued)

Disclosure of information to auditors

The Directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each Director has taken all the steps that he or she ought to have taken as a Director to make himself or herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information

Auditors

The auditors, KPMG Audit Plc, have indicated their willingness to continue to act and are deemed to have been re-appointed pursuant to Section 487 of the Companies Act 2006

Statement of Directors' Responsibilities in respect of the Directors' Report and the financial statements

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the Directors to prepare financial statements for each financial period. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

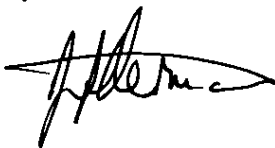
Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, 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 financial statements and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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.

By Order of the Board



J F Hermans
Secretary
13 September 2012

Registered Office
De La Rue House
Jays Close
Viabes
Basingstoke
Hampshire
RG22 4BS



Independent Auditor's Report to the Member of Bradbury Wilkinson Holdings Limited

We have audited the financial statements of Bradbury Wilkinson Holdings Limited for the period ended 31 March 2012 set out on pages 7 to 13. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the company's member, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's member those matters we are required to state to the member in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's member, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the Company's affairs as at 31 March 2012 and of its loss for the period then ended
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.



Independent Auditors' report to the Member of Bradbury Wilkinson Holdings Limited (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

A handwritten signature in black ink, appearing to read 'AJS'.

A J Sykes

Senior Statutory Auditor

for and on behalf of KPMG Audit Plc, Statutory Auditor

Chartered Accountants
15 Canada Square
London
E14 5GL

13 September 2012

**Profit and Loss Account
For the period ended 31 March 2012**

	<i>Note</i>	2012 £'000	2011 £'000
Administration expenses	3	4,567	-
		<hr/>	<hr/>
Profit on ordinary activities before and after taxation		4,567	-
		<hr/>	<hr/>
Profit for the financial period	8	4,567	-
		<hr/>	<hr/>

There is no difference between the results in the profit and loss account and the results on an historical cost basis

There were no recognised gains or losses in either period other than those included in the profit and loss account

The notes on pages 9 to 12 form part of these financial statements

Balance Sheet as at 31 March 2012

	<i>Note</i>	2012 £'000	2011 £'000
Creditors – amounts falling due after more than one year	5	-	(4,567)
Net liabilities		-	(4,567)
Capital and reserves			
Called up share capital	6	179	179
Profit and loss account	7	(651)	(5,218)
Capital reserves		472	472
Shareholders' deficit	8	-	(4,567)

Approved by the Board on 13 September 2012



C C Child
Director

The notes on pages 9 to 12 form part of these financial statements

Notes to the Financial Statements

1 Accounting policies

(a) Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. The accounts have been prepared as at 31 March 2012, being the last Saturday in March. The comparatives for the 2011 financial period are for the period ended 26 March 2011.

(b) Taxation

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.

2 Directors' emoluments and auditors' remuneration

The Directors and all other staff engaged on the Company's operations received no fees or other remuneration from the Company (2011 Nil). During the period under review Mr C C Child was employed by De La Rue plc, and with effect from 3 June 2011, Mr E H D Peppiatt was also employed by De La Rue plc (previously employed by De La Rue Holdings plc), and all were remunerated in respect of their services to the Group as a whole by their employing company. Their emoluments are dealt with in those companies' financial statements. There are no persons employed by the Company (2011 Nil).

The auditors' remuneration was borne by another group company.

3 Administration expenses

	2012	2011
	£'000	£'000
Write back of inter company creditor	4,567	-
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Notes (continued)

4 Taxation on profit on ordinary activities

Analysis of charge in the period	2012	2011
	£'000	£'000
UK corporation tax		
Current tax on income for the period	-	-
	<hr/>	<hr/>
Tax on profit on ordinary activities	-	-
	<hr/>	<hr/>

Factors affecting the tax charge for the current period

The current tax charge for the period is lower (2011 lower) than the standard rate of corporation tax in the UK (26%) (2011 28%). The differences are explained below

	2012	2011
	£'000	£'000
Current tax reconciliation		
Profit on ordinary activities before taxation	4,567	-
	<hr/>	<hr/>
Current tax at 26% (2011 28%)	1,187	-
Effects of		
Permanent differences	(1,187)	-
	<hr/>	<hr/>
Total current tax charge	-	-

The standard rate of corporation tax in the UK changed to 26% with effect from 1 April 2011. During the year the UK Government announced that the rate of UK corporation tax would reduce to 24% from 1 April 2012 and then by 1% over each of the following two years to 22%.

Notes (continued)

5 Creditors - amounts falling due after more than one year

	2012	2011
	£'000	£'000
Amounts owed to Group undertakings	-	4,567
	<u> </u>	<u> </u>

6 Called up share capital

	2012	2011
	£'000	£'000
Authorised		
212,500 Ordinary shares of £1 each	213	213
437,000 Deferred shares of £1 each	437	437
Allotted, called up and fully paid		
179,375 Ordinary shares of £1 each	<u>179</u>	<u>179</u>

7 Reserves

	Profit and loss reserve £'000
At 26 March 2011	(5,218)
Profit for the financial period	4,567
	<u> </u>
At 31 March 2012	<u>(651)</u>

Notes (continued)

8 Reconciliation of movements in shareholders' funds

	2012	2011
	£'000	£'000
Opening shareholders' funds	(4,567)	(4,567)
Profit for the financial period	4,567	-
	<hr/>	<hr/>
Closing shareholders' funds	-	(4,567)
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9 Cash flow statement and related party disclosures

The Company is a wholly owned subsidiary of De La Rue plc and is included in the consolidated financial statements of De La Rue plc which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1. The Company is also exempt under the terms of Financial Reporting Standard 8 from disclosing related party transactions (but not balances) with entities that are wholly owned within the De La Rue Group. References to "Group" mean De La Rue plc and its subsidiaries.

10 Immediate and Ultimate parent undertaking

The immediate parent undertaking of the Company is De La Rue Holdings plc and the ultimate parent undertaking is De La Rue plc. Both companies are registered in England and Wales. Copies of the Group accounts of De La Rue plc can be obtained from the Company Secretary of De La Rue plc, De La Rue House, Jays Close, Viables, Basingstoke, Hampshire, RG22 4BS.