

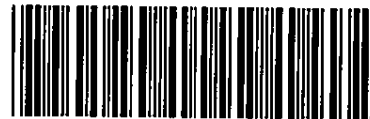
# G4S International 105 (UK) Limited

## FINANCIAL STATEMENTS

for the year ended

31 December 2012

THURSDAY



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COMPANIES HOUSE

Company Registration No 00664611

G4S International 105 (UK) Limited  
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# G4S International 105 (UK) Limited

## DIRECTORS AND OFFICERS

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### DIRECTORS

NP Buckles

IE Cowden

PV David

TL Dighton

### SECRETARY

C Barroche

### REGISTERED OFFICE

The Manor

Manor Royal

Crawley

West Sussex

RH10 9UN

### AUDITOR

KPMG Audit Plc

15 Canada Square

London

E14 5GL

# G4S International 105 (UK) Limited

## DIRECTORS' REPORT

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The directors submit their report and the financial statements of G4S International 105 (UK) Limited for the year ended 31 December 2012

### PRINCIPAL ACTIVITIES

The principal activity of the company during the period was that of an investment holding company. The principal activity of its subsidiaries continues to be the provision of secure solutions and cash solutions worldwide.

### REVIEW OF THE BUSINESS

The directors consider the results for the period to be satisfactory and that future results will be of a similar nature.

### RESULTS AND DIVIDENDS

The profit before tax for the financial year was £3,779,756 (2011: £11,759,429). The company paid dividends during the year of £nil (2011: £nil).

### DIRECTORS

The following directors held office during the period:

NP Buckles  
IE Cowden  
PV David  
TL Dighton

### DISCLOSURE OF INFORMATION TO AUDITOR

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 auditor is unaware, and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

### AUDITOR

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG Audit Plc will therefore continue in office.

By order of the board



PV David  
Director

28 March 2013

# G4S International 105 (UK) Limited

## STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

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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 year. 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, 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.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF G4S INTERNATIONAL 105 (UK) LIMITED

We have audited the financial statements of G4S International 105 (UK) Limited for the year ended 31 December 2012 set out on pages 5 to 10. 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 members, as a body in accordance with Chapter 3 Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them 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 company's members, 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 3, 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 Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

## 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 December 2012 and of its profit for the year 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 year for which the financial statements are prepared is consistent with the financial statements.

## 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.



**Jonathan Downer (Senior Statutory Auditor)**  
**for and on behalf of KPMG Audit Plc, Statutory Auditor**  
*Chartered Accountants*  
15 Canada Square  
London  
E14 5GL

28 March 2013

# G4S International 105 (UK) Limited

## PROFIT AND LOSS ACCOUNT

For the year ended 31 December 2012

		31 December 2012 £'000	31 December 2011 £'000
	<i>Notes</i>		
Income from shares in group undertakings		7,015	12,173
Other interest receivable and similar income	2	247	45
Provision for impairment of investments		(3,482)	(459)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		3,780	11,759
Tax on profit on ordinary activities	5	(138)	(146)
PROFIT FOR THE FINANCIAL YEAR	8	3,642	11,613

The operating result for the period arises from the company's continuing operations

No separate statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the profit and loss account

There is no difference between the results as stated and the results on a historical cost basis

# G4S International 105 (UK) Limited

## BALANCE SHEET

As at 31 December 2012

		31 December 2012 £'000	31 December 2011 £'000
	Notes		
<b>FIXED ASSETS</b>			
Investments	6	73,932	77,414
<b>CURRENT ASSETS</b>			
Amounts owed by group undertakings		374,898	375,504
Cash at bank and in hand		69	165
		<u>374,967</u>	<u>375,669</u>
<b>CREDITORS</b> Amounts falling due within one year			
Amounts owed to group undertakings		(54,989)	(62,863)
Taxation		(60)	(12)
		<u>(55,049)</u>	<u>(62,875)</u>
<b>NET CURRENT ASSETS</b>		319,918	312,794
<b>NET ASSETS</b>		<u>393,850</u>	<u>390,208</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	7	15,605	15,605
Share premium account	8	4,003	4,003
Capital reserve	8	11	11
Profit and loss account	8	374,231	370,589
<b>SHAREHOLDERS' FUNDS</b>	9	<u>393,850</u>	<u>390,208</u>

These financial statements were approved by the Board of Directors on 28 March 2013 and signed on its behalf by



PV David  
Director

Company registration number 00664611



# G4S International 105 (UK) Limited

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2012

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### 1 ACCOUNTING POLICIES

#### BASIS OF PREPARATION

The financial statements have been prepared on a going concern basis under the historical cost convention and in accordance with the Companies Act 2006 and applicable UK accounting standards (United Kingdom Generally Accepted Accounting Practice)

The company is exempt by virtue of Section 400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

Under Financial Reporting Standard (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 100% of the company's voting rights are controlled within the group headed by G4S plc, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which are wholly owned members of the group. The consolidated financial statements of G4S plc, within which this company is included, can be obtained from the address given in note 11.

#### INVESTMENTS

Long term investments in subsidiary undertakings are classified as fixed assets and stated at cost. Provision is made for any permanent diminution in the value of fixed asset investments.

#### TAXATION

Current tax is provided at amounts expected to be paid or recovered using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all material timing differences that have originated, but not reversed, by the balance sheet date. Deferred tax is measured on a non-discounted basis using tax rates that are expected to apply in the periods in which the timing differences reverse based on tax rates and laws substantively enacted by the balance sheet date.

#### FOREIGN CURRENCIES

Transactions in foreign currencies are recorded using the rate of exchange in operation at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the contracted rate or the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

#### GOING CONCERN

The directors believe the company is well placed to manage its business risks successfully despite the current uncertain economic outlook. Thus, they continue to adopt the going concern basis in preparing the financial statements.

2 OTHER INTEREST RECEIVABLE AND SIMILAR INCOME	31 December 2012	31 December 2011
	£'000	£'000
Bank interest received	3	26
Interest received from group undertakings	15	10
Gain on foreign exchange	229	9
	<hr/> 247	<hr/> 45
	<hr/>	<hr/>

**G4S International 105 (UK) Limited**  
**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**For the year ended 31 December 2012**

**3 STAFF COSTS**

There were no employees during the current and prior period and therefore the company incurred no staff costs

**DIRECTORS REMUNERATION**

The directors received no emoluments in the current and prior period in respect of their services to the company

**4 AUDITOR'S REMUNERATION**

The auditor's remuneration of £1,600 (2011 £1,200) was borne by another group company

<b>5 TAXATION</b>	<b>31 December 2012 £'000</b>	<b>31 December 2011 £'000</b>
<i>Analysis of tax charge in period</i>		
<i>UK Corporation Tax</i>		
Current tax on results of the period	60	12
Adjustments in respect of prior periods	(10)	1
	<u>50</u>	<u>13</u>
<i>Overseas Tax</i>		
Current tax on results of the period	88	133
	<u>138</u>	<u>146</u>

The tax assessed for the period is lower than (2011 lower than) the standard rate of corporation tax in the UK of 24.5% (2011 26.5%). The differences are explained below

	<b>31 December 2012 £'000</b>	<b>31 December 2011 £'000</b>
<i>Current tax reconciliation</i>		
Profit on ordinary activities before tax	3,780	11,759
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 24.5% (2011 26.5%)	<u>926</u>	<u>3,116</u>
<i>Effects of</i>		
Dividend income not subject to corporation tax	(1,719)	(3,226)
Investment impairments not subject to corporation tax	853	122
Adjustments in respect of prior periods	(10)	1
Overseas tax on profits of subsidiary undertakings	88	133
Total current tax charge	<u>138</u>	<u>146</u>

# G4S International 105 (UK) Limited

## NOTES TO THE FINANCIAL STATEMENTS (Continued)

### For the year ended 31 December 2012

6	FIXED ASSET INVESTMENTS	Shares in subsidiary undertakings £'000
	<i>Cost</i>	
	At beginning and end of year	96,724
	<i>Provision</i>	
	At beginning of year	19,310
	Impairment	3,482
	At end of year	22,792
	<i>Net Book Value</i>	
	31 December 2012	73,932
	31 December 2011	77,414

The principal companies in which the company's direct interest at the year end is more than 20% are as follows

Subsidiary undertakings	Country of incorporation	Class of holding	Direct ownership	Nature of business
Securicor Gray Security Services (Angola) (Pty) Ltd	Angola	Ordinary	100%	Secure solutions
G4S International Logistics (Australia) (Pty) Ltd	Australia	Ordinary	100%	Secure solutions
G4S Secure Solutions (Barbados) Ltd	Barbados	Ordinary	51%	Secure solutions
G4S (Botswana) Ltd	Botswana	Ordinary	70%	Secure solutions
G4S Group Holding (Asia) Ltd	British Virgin Islands	Ordinary	100%	Secure solutions
G4S Cash Solutions (Canada) Ltd	Canada	Ordinary	100%	Secure solutions
G Cuatro S Valours S A	Costa Rica	Ordinary	50%	Secure solutions
G4S Cash Solutions	Dominican Republic	Ordinary	45%	Secure solutions
G4S International Logistics (Germany) GmbH	Germany	Ordinary	100%	Secure solutions
G4S Security Services (Guam) Inc	Guam	Ordinary	100%	Secure solutions
G4S Security Systems (Guam) Inc	Guam	Ordinary	100%	Secure solutions
G4S Group Holding (China) Limited	Hong Kong	Ordinary	100%	Holding company
G4S (Hong Kong - Holding) Ltd	Hong Kong	Ordinary	88%	Holding company
G4S International Logistics (Hong Kong) Ltd	Hong Kong	Ordinary	99%	Secure solutions
Verdi Ltd	Hong Kong	Ordinary	100%	Holding company
G4S Secure Solutions (CI) SA	Ivory Coast	Ordinary	21%	Secure solutions
G4S Secure Solutions Lesotho (Pty) Ltd	Lesotho	Ordinary	100%	Secure solutions
G4S Holdings (Macau) Limitada	Macau	Ordinary	51%	Holding company
S Gray Management Services Ltd	Mauritius	Ordinary	100%	Secure solutions
G4S Security Services (Namibia) (Pty) Ltd	Namibia	Ordinary	100%	Secure solutions
Securicor (NZ) Ltd	New Zealand	Ordinary	99%	Secure solutions
Service Masters Ltd	Nigeria	Ordinary	100%	Secure solutions
G4S Security Services (CNMI) Inc	North Mariana Islands	Ordinary	100%	Secure solutions
G4S Security Systems SRL	Romania	Ordinary	96%	Secure solutions
G4S Secure Solutions SL Ltd	Sierra Leone	Ordinary	50%	Secure solutions
G4S International Logistics (South Africa) Pty Ltd	South Africa	Ordinary	100%	Secure solutions
G4S Secure Solutions (SA) (Pty) Ltd	South Africa	Ordinary	74%	Secure solutions
G4S Secure Solutions (Africa) (Pty) Ltd	South Africa	Ordinary	100%	Secure solutions
G4S Integrity Assessment (Pty) Ltd	South Africa	Ordinary	100%	Secure solutions
G4S Security Services (Tanzania) Limited	Tanzania	Ordinary	100%	Secure solutions

# G4S International 105 (UK) Limited

## NOTES TO THE FINANCIAL STATEMENTS (Continued)

### For the year ended 31 December 2012

#### 6 FIXED ASSET INVESTMENTS (Continued)

Subsidiary undertakings	Country of incorporation	Class of holding	Direct ownership	Nature of business
G4S Holdings (Trinidad) Limited	Trinidad	Ordinary	51%	Secure solutions
G4S Secure Solutions (Uganda) Ltd	Uganda	Ordinary	100%	Secure solutions
G4S International Logistics (UK) Ltd	United Kingdom	Ordinary	100%	Secure solutions
G4S Americas (UK) Ltd	United Kingdom	Ordinary	100%	Holding company
G4S Nominees Ltd	United Kingdom	Ordinary	100%	Holding company
G4S International Logistics (USA) Inc	United States	Ordinary	100%	Secure solutions

7 SHARE CAPITAL	31 December 2012	31 December 2011
	£	£
<i>Allotted, issued and fully paid</i>		
15,605,303 ordinary shares of £1 each	15,605,303	15,605,303
(2011 15,605,303 ordinary shares of £1 each)		

8 RESERVES	Share Premium Account £'000	Capital Reserve £'000	Profit and Loss Account £'000
At beginning of year	4,003	11	370,589
Profit for the period	-	-	3,642
At end of year	4,003	11	374,231

9 RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS	31 December 2012 £'000	31 December 2011 £'000
Profit for the period	3,642	11,613
Opening shareholders' funds	390,208	378,595
Closing shareholders' funds	393,850	390,208

#### 10 CONTINGENT LIABILITIES

The company is included in a group registration for VAT purposes and is therefore jointly and severally liable for all other group companies' unpaid debts in this connection. The liability of the UK group registration at 31 December 2012 totalled £18,556,357 (2011 £20,509,520)

#### 11 ULTIMATE PARENT COMPANY

G4S International 105 (UK) Limited is controlled by its ultimate parent G4S plc, a company registered in England and Wales. The largest group in which the results of the company are consolidated is that headed by G4S plc. No other group financial statements include the results of the company. Copies of the group accounts of G4S plc can be obtained from The Manor, Manor Royal, Crawley, West Sussex, RH10 9UN.