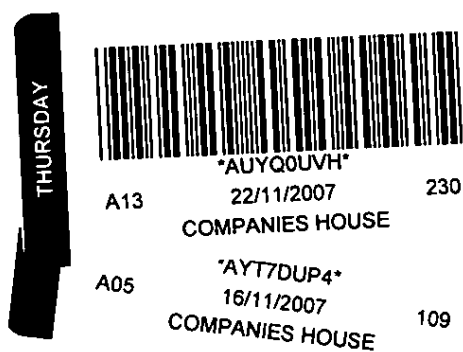


Registration Number 3633621

# Investec plc

## Interim Financial Statements

12 November 2007



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DIRECTORATE AND CORPORATE INFORMATION

**BOARD OF DIRECTORS**

Hugh S Herman \* (Chairman)  
Stephen Koseff (Chief Executive Officer)  
Bernard Kantor (Managing Director)  
Sam E Abrahams \*  
George F O Alford \*  
Glynn R Burger (Group Risk and Finance Director)  
Cheryl A Carolus \*  
Haruko Fukuda \*  
Geoffrey M T Howe \*  
Donn E Jowell \* (resigned 30 September 2007)  
Ian R Kantor \*  
Sir Chips Keswick (Senior Independent NED)\*  
M Peter Malungani \*  
Sir David Prosser \*  
Alan Tapnack  
Peter R S Thomas \*  
Fani Titi \*

\* Non-executive

**SECRETARY**

David Miller (appointed 2 May 2007)  
Richard Vardy (resigned 2 May 2007)

**AUDITOR**

Ernst & Young LLP  
1 More London Place  
London SE1 2AF

**COMPANY REGISTRATION**

Registration Number 3633621  
Registered Office 2 Gresham Street  
London, EC2V 7QP

## PROFIT AND LOSS ACCOUNT

	Notes	Period ended 12/11/07 £'000	Period ended 15/11/06 £'000	Year Ended 31/3/07 £'000
Dividend from subsidiary undertakings		82,000	35,000	35,000
Interest receivable from group undertaking		31,611	30,149	45,866
Interest receivable – external		31	10	29
Interest payable – external		(4,458)	(3,414)	(5,752)
Interest payable to a fellow group undertaking		(18,939)	(26,626)	(37,760)
Forex gains		14	111	120
Administrative expenses		(4,581)	(5,376)	(8,764)
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>85,678</b>	<b>29,854</b>	<b>28,739</b>
Taxation	2	-	1,334	2,108
<b>PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION</b>		<b>85,678</b>	<b>31,188</b>	<b>30,847</b>

There are no recognised gains or losses in the period other than those passed through the profit and loss account

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

**BALANCE SHEET**  
 at 12 November 2007

	Notes	12/11/07 £'000	15/11/06 £'000	31/3/07 £'000
<b>FIXED ASSETS</b>				
Investments	4	1,110,533	421,446	421,446
<b>CURRENT ASSETS</b>				
Cash at bank		5,181	1,023	997
Other debtors	5	568,104	405,415	432,811
		<u>573,285</u>	<u>406,438</u>	<u>433,808</u>
<b>CREDITORS FALLING DUE WITHIN ONE YEAR</b>	6	(572,915)	(29,207)	(7,416)
<b>NET CURRENT ASSETS</b>		<u>370</u>	<u>377,231</u>	<u>426,392</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>1,110,903</u>	<u>798,677</u>	<u>847,838</u>
<b>CREDITORS FALLING DUE AFTER MORE THAN ONE YEAR</b>	7	(283,496)	(268,357)	(280,696)
<b>NET ASSETS</b>		<u>827,407</u>	<u>530,320</u>	<u>567,142</u>
<b>CAPITAL AND RESERVES</b>				
Called up equity share capital	8, 11	130	121	122
Share premium account	11	648,568	400,910	422,229
Capital redemption reserve	11	50	50	50
Perpetual preference shares	9	129,558	80,628	129,558
Treasury shares	10	(449)	(1,740)	(1,197)
Profit and loss account	11	49,550	50,351	16,380
<b>EQUITY SHAREHOLDERS' FUNDS</b>		<u>827,407</u>	<u>530,320</u>	<u>567,142</u>

The financial statements on pages 2 to 9 were approved by the Board of Directors on 14 November 2007 and signed on its behalf by

  
 S Koseff  
 Chief Executive Officer

## NOTES TO THE FINANCIAL STATEMENTS

at 12 November 2007

**1 ACCOUNTING CONVENTION**

The interim financial statements have been prepared in accordance with the accounting policies set out in the Company's audited Financial Statements as at 31 March 2007 for the purposes of establishing that the Company has distributable reserves

**2 TAXATION**

	12/11/07 £'000	15/11/06 £'000	31/3/07 £'000
Tax credit	-	1,334	2,108

The effective tax rate for the year is 0% (2007 0%) The current tax charge is lower than the standard rate of UK Corporation Tax due to the following items

	12/11/07 £'000	15/11/06 £'000	31/3/07 £'000
Tax on profit on ordinary activities at UK rate of 30%	25,703	8,956	8,621
Intra-group dividends	(24,600)	(10,500)	(10,500)
Group relief	(1,445)	-	-
Prior year adjustment	-	-	(1,035)
Permanently disallowed items	342	210	806
	-	(1,334)	(2,108)

**3 DIVIDENDS PAID**

	12/11/07 £'000	15/11/06 £'000	31/3/07 £'000
<b>Ordinary dividend</b>			
Interim	-	-	32,758
Final	49,304	34,323	34,323
Total dividend attributable to ordinary shareholder recognised in current period	49,304	34,323	67,081
<b>Perpetual preference dividend</b>			
Interim dividend for current period	3,204	-	872
	52,508	34,323	67,953

## NOTES TO THE FINANCIAL STATEMENTS

at 12 November 2007

## 4. INVESTMENTS

	<b>Subsidiaries</b>
	<b>£'000</b>
At 1 April 2007 and 15 November 2006	421,446
Additions	689,098
Disposals	(11)
At 12 November 2007	<u>1,110,533</u>

The principal subsidiary undertakings of the company given below are 100% owned and registered in England and Wales and incorporated in the United Kingdom, unless otherwise stated

Principal operating subsidiary	% Holding	Country of Incorporation	Principal Activity
Investec Bank (Australia) Limited		Australia	Banking institution
Investec Australia Limited		Australia	Holding company
Investec Holding Company Limited	*		Investment holding
Investec Tier 1 (UK) LP	*		Preferred Securities issuer
Investec Holdings (UK) Limited			Holding company
Investec Group (UK) PLC			Holding company
Investec Asset Management Limited			Asset management
Investec Ireland Ltd		Ireland	Financial services
Investec 1 Limited	*		Investment holding
Kensington Group PLC			Financial services
Investec Bank (UK) Limited			Banking institution
Investec Asset Finance PLC			Leasing company
European Capital Company Limited			Project finance
Investec Bank (Channel Islands) Limited		Guernsey	Banking institution
Investec Bank (Switzerland) AG		Switzerland	Banking institution
Investec Group Investments (UK) Limited			Investment holding
Investec Investment Holdings AG		Switzerland	Investment holding
Guinness Mahon & Co Limited			Investment holding
Investec Trust (Guernsey) Limited		Guernsey	Trust company
Investec Trust (Switzerland) SA		Switzerland	Trust company
Investec Trust (Jersey) Limited		Jersey	Trust company
Investec Finance plc			Debt Issuer
Investec Securities (US) LLC		USA	Financial services
Global Ethanol Holdings Limited	46.4	Australia	Holding company
GEH LLC	27.8	USA	Production and marketing of ethanol
IdaTech PLC	73.1	USA	Development of fuel cell technology

\* Directly held by Investec plc

## 5. OTHER DEBTORS

	12/11/07	15/11/06	31/3/07
	£'000	£'000	£'000
Amounts owed by group undertakings	552,894	389,638	420,885
Accrued Income	3,263	4,684	-
Taxation	11,896	11,013	11,896
Other debtors	51	80	30
	<u>568,104</u>	<u>405,415</u>	<u>432,811</u>

The amounts owed by group undertakings are payable on demand

**NOTES TO THE FINANCIAL STATEMENTS**  
at 12 November 2007

**6 CREDITORS FALLING DUE WITHIN ONE YEAR**

	<b>12/11/07</b>	<b>15/11/06</b>	<b>31/3/07</b>
	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>
Amount due to group undertakings	570,712	16,674	2,400
Accruals and deferred income	1,044	11,158	3,993
Other creditors	1,159	1,375	1,023
	<u>572,915</u>	<u>29,207</u>	<u>7,416</u>

**7. CREDITORS FALLING DUE AFTER MORE THAN ONE YEAR**

	<b>12/11/07</b>	<b>15/11/06</b>	<b>31/3/07</b>
	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>
Bank loans	140,381	134,497	137,262
Amount due to group undertakings	143,115	133,860	143,434
	<u>283,496</u>	<u>268,357</u>	<u>280,696</u>

The company drew down on two schuldschein bank loans of €100 million on 8 and 9 of March 2006. These loans bear interest at 90 basis points above three month EURIBOR and are repayable on 8 and 9 of March 2011.

On 24 June 2005, Investec Tier 1 (UK) LP, a limited partnership organised under the Laws of England and Wales of which the company is the general partner, issued €200,000,000 Fixed/Floating Rate Guaranteed Non-voting Non-cumulative Perpetual Preferred Securities guaranteed by the company. On 24 June 2005, the company issued €200,000,000 Fixed/Floating Rate Perpetual Subordinated Notes ("the Notes") to Investec Tier 1 (UK) LP. The Notes bear interest at 7.075 per cent per annum until 24 June 2015, at which date the Notes are redeemable at the option of the company. From 24 June 2015, the Notes will bear interest at Three Month EURIBOR plus 5.625 per cent.

In the event that the company's total capital ratio falls, or in the opinion of the directors is likely to fall, below the minimum ratio required by Capital Adequacy Regulations, the Preferred Securities shall be substituted by fully paid preference shares issued directly by the company.



# NOTES TO THE FINANCIAL STATEMENTS

at 12 November 2007

## 8 CALLED UP SHARE CAPITAL

### Authorised

The authorised share capital of Investec plc is £167,500 (31/3/07 £167,500) comprising 560,000,000 (31/3/07 560,000,000) ordinary shares of £0 0002 each, 277,500,000 (31/3/07 277,500,000) Special Converting Shares of £0 0002 each, 1 (31/3/07 1) Special Voting share of £0 001, 1 (31/3/07 1) UK DAN Share of £0 001 and 1 (31/3/07 1) UK DAS Share of £0 001 1,000,000 (31/3/07 1,000,000) non-cumulative perpetual Preference Shares of £0 01

### Issued, allotted and fully paid

#### Number of ordinary shares

At 1/4/07

Issued during the period

At 12/11/07

Number
381,613,207
40,452,467
<u>422,065,674</u>

#### Nominal value of ordinary shares

At 1/4/07

Issued during the period

At 12/11/07

£'000
76
8
<u>84</u>

#### Number of special converting shares

At 1/4/07

Issued during the period

At 12/11/07

Number
227,671,420
3,772,740
<u>231,444,160</u>

#### Nominal value of special converting shares

At 1/4/07

Issued during the period

At 12/11/07

£'000
46
-
<u>46</u>

#### Number of UK DAN shares

At 1/4/07 and 12/11/07

Number
<u>1</u>

#### Nominal value of UK DAN shares

At 1/4/07 and 12/11/07

£'000
<u>.</u>

#### Number of UK DAS shares

At 1/4/07 and 12/11/07

Number
<u>1</u>

#### Nominal value of UK DAS shares

At 1/4/07 and 12/11/07

£'000
<u>.</u>

#### Number of special voting shares

At 1/4/07 and 12/11/07

Number
<u>1</u>

#### Nominal value of special voting shares

At 1/4/07 and 12/11/07

£'000
<u>.</u>

\* Less than £1,000

## NOTES TO THE FINANCIAL STATEMENTS

at 12 November 2007

**9 PERPETUAL PREFERENCE SHARES****Authorised**

100,000,000 (31/3/07 100,000,000) non-redeemable, non-cumulative, non-participating preference shares of £0.01 each

	12/11/07 £'000	31/3/07 £'000
<b>Issued</b>		
9,381,149 (31/3/07 9,381,149) non-redeemable, non-cumulative, non-participating preference shares of £0.01 each, issued at a premium of £8.58 per share and trading on the JSE Limited ("JSE")	79,584	79,584
5,700,000 (31/3/07 5,700,000) non-redeemable, non-cumulative, non-participating preference shares of £0.01 each, issued at a premium of £8.86 per share and trading on the Channel Islands Stock Exchange ("CISX")	49,974	49,974
Dividends to preference shareholders will be based on the coupon rate (being equivalent to the base rate plus 1%) multiplied by the deemed value, on a daily basis and payable in two semi-annual instalments		
An ordinary dividend will not be declared by Investec plc unless the preference dividend has been declared. If declared preference dividends are payable semi-annually at least seven business days prior to the date on which Investec plc pays its ordinary dividends, if any, but shall be payable no later than 120 business days after 31 March and 30 September respectively		
	129,558	129,558
Nominal value of shares	151	151
Share premium	129,407	129,407
	<u>129,558</u>	<u>129,558</u>

**10. TREASURY SHARES**

	12/11/07 £'000	31/3/07 £'000
<b>Treasury shares held by Investec plc</b>		
Investec plc ordinary shares	449	1,197
	<u>Number</u>	<u>Number</u>
Number of Investec plc ordinary shares held by Investec plc	500,000	500,000
<b>Reconciliation of treasury shares</b>	<b>£'000</b>	<b>£'000</b>
At beginning of period	1,197	2,309
Share based payments adjustment	(748)	(1,112)
At end of period	<u>449</u>	<u>1,197</u>
Market value of treasury shares	<u>2,665</u>	<u>3,290</u>

The Treasury shares acquired during the year are being held in an employee benefit trust in relation to the Investec Share Matching Plan 2005

Dividends on treasury shares have not been included in the profit and loss account

# NOTES TO THE FINANCIAL STATEMENTS

at 12 November 2007

## 11 RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENTS IN RESERVES

	Share capital	Share premium	Perpetual preference shares	Treasury shares	Capital redemption reserve	Profit and loss account	Total reserves
	£'000	£'000	£'000	£'000	£'000	£'000	£'000
At 1 April 2006	119	393,267	-	(2,309)	50	53,486	444,613
Allotment of special converting shares	2	-	-	-	-	-	2
Issue expenses	-	(23)	(1,629)	-	-	-	(1,652)
Issue of ordinary shares	1	28,985	-	-	-	-	28,986
Issue Perpetual preference shares	-	-	131,187	-	-	-	131,187
Share based payments adjustment	-	-	-	1,112	-	(1,112)	-
Loss for the year	-	-	-	-	-	31,959	31,959
Dividends paid to ordinary shareholders	-	-	-	-	-	(67,953)	(67,953)
At 1 April 2007	122	422,229	129,558	(1,197)	50	16,380	567,142
Allotment of ordinary shares	8	226,404	-	-	-	-	226,412
Issue expenses	-	(65)	-	-	-	-	(65)
Share based payments adjustment	-	-	-	748	-	(748)	-
Profit for the period	-	-	-	-	-	86,426	86,426
Dividends paid (note 3)	-	-	-	-	-	(52,508)	(52,508)
At 12 November 2007	130	648,568	129,558	(449)	50	49,550	827,407