

DE LA RUE QUEST LIMITED
REGISTERED NUMBER: 3804638

DIRECTORS' REPORT
AND ACCOUNTS

28 MARCH 2004 TO 26 MARCH 2005



DE LA RUE QUEST LIMITED

Directors' Report

The Directors submit their report together with the financial statements for the period 28 March 2004 to 26 March 2005.

Principal activity and Business review

The Company acts as Trustee of the De La Rue Qualifying Employee Share Ownership Trust and is operated in conjunction with the De La Rue Sharesave Scheme ("Sharesave") for the benefit of employees and directors of De La Rue plc and its subsidiaries.

The Company did not trade during the year, resulting in neither a profit nor loss. The Directors do not recommend the payment of a dividend.

Directors and Directors' interests

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

C Chamberlain

C L Fluker

P Caunt (resigned 14 July 2004)

D Medforth (appointed 14 July 2004)

At 26 March 2005 no Directors or members of their families, as defined by the Companies Act 1985, held any beneficial interests in shares of any member of the Group other than the ultimate parent undertaking, De La Rue plc. The holdings and options of Ms C L Fluker were as follows:

	28 March 2004	26 March 2005
Ordinary Shares	14,249*	19,829*
Share Price Improvement Plan	27,600	0
Executive Share Options	113,900	160,500
Sharesave Options	6,967	3,123
Matching Shares Scheme	3,883*	3,883*

* 7,766 retained shares have been purchased and are held in trust for two years from the date of subscription under the Matching Shares Scheme and subject to a performance condition being satisfied will qualify for Matching Shares at a ratio of one Matching Share to every two Retained Shares.

Ms Fluker was granted a further 55,000 options at 340.50 pence under the De La Rue Executive Share Option Plan on 5 July 2004. 27,600 of Ms Fluker's options under the Share Price Improvement Plan lapsed on 25 June 2004, 8,400 options under the De La Rue (1993) Executive Share Option Scheme lapsed on 28 June 2004 and 1,387 options under the De La Rue (1999) Sharesave Scheme lapsed on 1 September 2004. Miss Fluker exercised 5,580 options at 150 pence under the De La Rue Sharesave Scheme on 23 August 2004.

At 26 March 2005 Ms Fluker's options under the De La Rue Sharesave Scheme were exercisable from March 2007 to September 2007 at prices 258.90 pence. Those options under the De La Rue Executive Share Option Scheme are exercisable up to July 2006 at 607 pence. Options under the De La Rue Executive Share Option Plan are exercisable between August 2005 and July 2014 at prices ranging between 237.333 pence and 340.50 pence.

The holdings of Mr D Medforth were as follows:

	28 March 2004	26 March 2005
Sharesave Options	4,393	3,594

At 26 March 2005 Mr Caunt's options under the De La Rue Sharesave Scheme are exercisable from March 2005 to September 2007 at prices ranging between 244.50 pence and 434.41 pence.

The market price of De La Rue's ordinary shares on 26 March 2005 was 400p and the price range during the year was 302p to 408.75p.

By order of the Board


J F Hermans

Secretary

27 January 2006

Registered Office:
De La Rue House
Jays Close
Viables
Basingstoke
Hants
RG22 4BS

DE LA RUE QUEST LIMITED

Balance Sheet at 26 March 2005 and 28 March 2004

£

Current Assets

Debtors

Amount due from parent undertaking 2

Capital and reserves

Authorised:

100 ordinary shares of £1.00 each 100

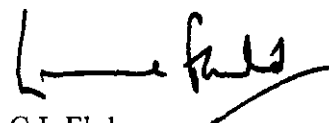
Allotted, called up and fully paid:
ordinary shares of £1 2

STATEMENTS

- (a) The directors acknowledge responsibility for:
- (i) ensuring that the Company keeps accounting records which comply with section 221 of the Companies Act 1985;
 - (ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, and of its profit and loss for the financial year, in accordance with the requirements of section 226 of the Companies Act 1985, and which otherwise comply with the requirements of the Companies Act 1985 relating to accounts, so far as applicable to the Company.
- (b) The Company was entitled to the audit exemption under Section 249AA(1) of the Companies Act 1985 (in the case of a dormant company).

Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.

The accounts were approved by the Board of Directors on 27 July 2006.



C L Fluker
Director

The notes to the accounts are on page 4.

DE LA RUE QUEST LIMITED

Notes to the Financial Statements

1 Accounting Policies

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 26 March 2005.

2 Profit and Loss Account

The Company did not trade during the year ended 26 March 2005 and has received no income and incurred no expenditure and consequently no profit and loss account has been prepared.

3 Directors' emoluments

The Directors have neither received nor waived any remuneration.

4 Immediate and Ultimate parent undertaking

The immediate and ultimate parent undertaking is De La Rue plc, a Company incorporated in Great Britain and registered in England and Wales. The De La Rue Group is the only group of which the Company is a member and for which group accounts are prepared. Copies of the group accounts are available from the Company Secretary, De La Rue plc, De La Rue House, Jays Close, Viables, Hants, RG22 4BS.