

COMPANY NUMBER: 04085761

BRISTOL AIRPORT (UK) No. 2 LIMITED
("THE COMPANY")

DIRECTORS' REPORT

The Directors hereby submit the Annual Report and Accounts of the company for the year ended 31 December 2012

During the above year, the company has not traded and there has been no income or expenditure. Any expenses have been met by fellow group companies.

Directors

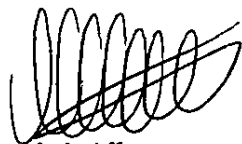
The Directors of the company during the year were

Mr J McAuliffe
Mr R Sinclair

The Directors who held office at the end of the year had no interests in the ordinary share capital of the ultimate parent company or any of its subsidiaries.

There are no contracts or arrangements with the company or any of its fellow group undertakings, other than service contracts, in which any of the Directors are materially interested and which are significant in relation to the business of the company or any of its fellow group undertakings as a whole.

Signed on behalf of the Board



Jim McAuliffe
Director



BRISTOL AIRPORT (UK) No. 2 LIMITED

BALANCE SHEET AT 31 December 2012

	£
INVESTMENTS	1
CURRENT ASSETS	
Debtors	2
TOTAL ASSETS LESS CURRENT LIABILITIES	3
NET ASSETS	3
CAPITAL AND RESERVES	
Called Up Share Capital	3
EQUITY SHAREHOLDERS' FUNDS	3

For the year ending 31 December 2012 the company was entitled to exemption under section 480 of the Companies Act 2006

The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006

The Directors' acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of accounts

These financial statements were approved by the Board of directors on 18 July 2013 and were signed on its behalf by



Jim McAuliffe
Director

BRISTOL AIRPORT (UK) No. 2 LIMITED

NOTES TO THE ACCOUNTS

CALLED UP SHARE CAPITAL

	<u>31 Dec 2012</u>	<u>31 Dec 2011</u>
	<u>£</u>	<u>£</u>
Authorised		
1,000 Ordinary shares of £1 each	1,000	1,000
100 A Ordinary shares of £0 01 each	1	1
19,429,000 Redeemable Ordinary Shares of £1 each	<u>19,429,000</u>	<u>19,429,000</u>
Allotted, called up and full paid		
2 Ordinary shares of £1 each	2	2
100 A Ordinary shares of £0 01 each	1	1
19,429,000 Redeemable Ordinary Shares of £1 each	<u>-</u>	<u>-</u>

THE ULTIMATE HOLDING COMPANY

The ultimate holding company is South West Airports Limited, a company incorporated in England and Wales (Registered number 05403045). Copies of the company and consolidated accounts can be obtained from the Company Secretary, South West Airports Limited, c/o Bristol Airport, Bristol, BS48 3DY