

**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 2013.

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**

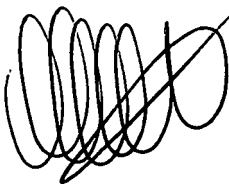
The Directors of the company during the year were:

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

WEDNESDAY



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**BRISTOL AIRPORT (UK) No. 2 LIMITED**

**BALANCE SHEET AT 31 December 2013**

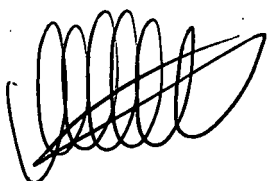
|  | <u>£</u>        |
|--|-----------------|
| <b>INVESTMENTS</b>                           | <b>1</b>        |
| <b>CURRENT ASSETS</b>                        |                 |
| Debtors                                      | <u>2</u>        |
| <b>TOTAL ASSETS LESS CURRENT LIABILITIES</b> | <u>3</u>        |
| <b>NET ASSETS</b>                            | <u><u>3</u></u> |
| <b>CAPITAL AND RESERVES</b>                  |                 |
| Called Up Share Capital                      | <u>3</u>        |
| <b>EQUITY SHAREHOLDERS' FUNDS</b>            | <u><u>3</u></u> |

For the year ending 31 December 2013 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 September 2014 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 2013</u> | <u>31 Dec 2012</u> |
|--|--------------------|--------------------|
|  | <u>£</u>           | <u>£</u>           |
| <b>Authorised</b>                                |                    |                    |
| 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>  |
| <br><b>Allotted, called up and full paid</b>     |                    |                    |
| 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.