

Lionbridge (UK) Limited

**Directors' report and financial
statements**

Registered number 1295207

For the year ended 31 December 2009



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Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2009

Principal activities

The principal activity of Lionbridge (UK) Limited is the provision of technical writing services

Review of the business and future prospects

Turnover for the year was £8,416,000, consistent with levels seen in the previous period (2008 £8 437 000). This was a positive result in light of general trading conditions, with the UK economy in recession for the whole of 2009. Profitability decreased in the year, reflecting the wider UK economic environment and therefore was as expected. Given the new technical writing business won during 2010, the directors remain optimistic about future prospects.

Business performance monitors

Key Performance Indicators (KPI's) are used throughout the business to monitor, control and optimise performance. KPI's include turnover, growth, gross profit and operating profit. The company also analyses non-financial information such as customer feedback.

Risks and uncertainties

The company operates in a global market and therefore is exposed to competitive, general commercial and currency fluctuations risks. The company manages such risks by seeking to build long-term relationships with large customer organisations and by staying focused on market conditions.

Dividends

The directors do not propose to pay a dividend (2008 £Nil).

Directors

The directors who served during the year were as follows:

I Middlemiss
CJ Wedgwood
P Doherty
R Cowan

Disclosure of information to auditors

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 auditors are unaware, and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be re-appointed and KPMG LLP will, therefore, continue in office.

Approved by the board of directors and signed on its behalf by



I Middlemiss
Secretary

Copthall Terrace
Coventry
CV1 2FP

29 September 2010

Statement of directors' responsibilities in respect of the directors' report and the financial statements

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
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, 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.



KPMG LLP
One Snowhill
Snow Hill Queensway
Birmingham
B4 6GH

Independent auditors' report to the members of Lionbridge (UK) Limited

We have audited the financial statements of Lionbridge (UK) Limited for the year ended 31 December 2009 set out on pages 5 to 14. 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 of 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 auditors' 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 the 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 auditors

As explained more fully in the directors' responsibilities statement set out on page 2, 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 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 APB's web-site at www.frc.org.uk/apb/scope/UKNP.

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 2009 and of its loss 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.

Independent auditor's report to the members of Lionbridge (UK) Limited *(continued)*

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

K Slater

K Slater (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants

30 September 2010

Profit and loss account
for the year ended 31 December 2009

	<i>Note</i>	2009 £000	2008 £000
Turnover	2	8,416	8 437
Cost of sales		(7,238)	(6 602)
		<hr/>	<hr/>
Gross profit		1,178	1 835
Administrative expenses		(1,311)	(1 662)
		<hr/>	<hr/>
Operating (loss)/profit		(133)	173
Other interest receivable and similar income	6	6	32
		<hr/>	<hr/>
(Loss)/profit on ordinary activities before taxation	3	(127)	205
Tax on (loss)/profit on ordinary activities	7	58	(68)
		<hr/>	<hr/>
(Loss)/profit on ordinary activities after taxation and for the financial year	13	(69)	137
		<hr/>	<hr/>

The company had no recognised gains or losses in either the current or preceding year other than the results shown above

All results relate to continuing operations

Balance sheet
at 31 December 2009

	<i>Note</i>	2009 £000	2008 £000	£000
Fixed assets				
Tangible assets	8	179		62
Current assets				
Debtors	9	5,546	6 134	
Cash at bank and in hand		148	40	
		<u>5,694</u>	<u>6 174</u>	
Creditors Amounts falling due within one year	11	<u>(3,918)</u>	<u>(4 212)</u>	
Net current assets		<u>1,776</u>		<u>1 962</u>
Net assets		<u>1,955</u>		<u>2 024</u>
Capital and reserves				
Called up share capital	12	1,549		1 549
Profit and loss account	13	406		475
Shareholders' funds	14	<u>1,955</u>		<u>2 024</u>

These financial statements were approved by the board of directors on 29 September 2010 and were signed on its behalf by



I Middlemiss
Director

Company number 1295207

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention

The company has financial resources together with long term contracts with a number of customers and suppliers across different geographic areas and industries. As a consequence, the directors believe that the company is well placed to manage its business risks successfully despite the current uncertain economic outlook.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements.

Further information regarding the company's business activities, together with the factors likely to affect its future development, performance and position is set out in the directors' report on page 1.

Turnover

Turnover represents the sales value of work done and is recorded net of value added tax.

Long term contracts

The amount of profit attributable to the stage of completion of long term contracts is recognised when the outcome of the contract can be foreseen with reasonable certainty. Turnover for such contracts is stated at the cost appropriate to their stage of completion plus attributable profits, less amounts recognised in previous years. Provision is made for any losses as soon as they are foreseen.

Contract work in progress is stated at costs incurred, less those transferred to the profit and loss account, after deducting foreseeable losses and payments on account not matched with turnover.

Amounts recoverable on contracts are included in debtors and represent turnover recognised in excess of payments on account.

Tangible fixed assets and depreciation

Depreciation is provided on tangible fixed assets at rates calculated to write off the cost, less estimated residual value, of each asset on a straight line basis over the expected useful life as follows:

Computer equipment	-	3-5 years
Plant and machinery	-	3-5 years
Fixtures and fittings	-	3-5 years

Research and development

All development expenditure is written off to the profit and loss account in the period in which it is incurred.

Pension costs

The company operates a contributory money purchase personal pension scheme. The assets of the scheme are held separately from those of the company in a separately administered fund. The amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period.

Notes (continued)

1 Accounting policies (continued)

Foreign currencies

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

Taxation

The charge for taxation is based on the result for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.

Leased assets

Operating lease rentals are charged to the profit and loss account on a straight line basis over the lease term.

Related party transactions

As the company is a wholly owned subsidiary of Lionbridge Technologies Inc, the company has taken advantage of the exemption contained in FRS 8 "Related party disclosures" and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of Lionbridge Technologies Inc, within which this company is included, can be obtained from the address given in note 17.

Cash flow statement

Under FRS 1 "Cash flow statements", 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.

2 Turnover

The analysis of turnover by geographical area is as follows:

	2009 £000	2008 £000
United Kingdom	4,095	5,740
Africa and Asia	95	57
Rest of Europe	1,609	2,275
United States of America	2,617	365
	<u>8,416</u>	<u>8,437</u>

The directors consider that the company operates in one business segment.

Notes (continued)

3 Notes to the profit and loss account

	2009 £000	2008 £000
<i>(Loss)/profit on ordinary activities before taxation is stated after charging/(crediting)</i>		
Depreciation of tangible fixed assets	79	49
Rentals payable under operating leases		
Plant and machinery	34	33
Land and buildings	222	172
Net foreign exchange gain	(25)	(115)
<i>Auditors remuneration</i>		
Audit of these financial statements including audit of financial statements of the ultimate UK parent undertaking	22	27

4 Directors' remuneration

	2009 £000	2008 £000
Emoluments for services as directors	151	182
Company contributions to money purchase pension schemes	10	10
	161	192
	Number	
Number of directors to whom benefits are accruing under money purchase pension schemes	2	2

The aggregate of emoluments to the highest paid director was £83,507 (2008 £98,435) and company pension contributions of £5,366 (2008 £5,366) were made to a money purchase scheme on his behalf

Notes (continued)

5 Staff numbers and costs

The average number of persons employed by the company (including directors) during the year, analysed by category was as follows

	Number of employees	
	2009	2008
Management and administration	23	26
Technical and production staff	151	152
	<u>174</u>	<u>178</u>

The aggregate payroll costs of these persons are as follows

	£000	£000
Wages and salaries	5,149	4,807
Social security costs	532	506
Other pension costs (see note 16)	79	61
	<u>5,760</u>	<u>5,374</u>

6 Other interest receivable and similar income

	2009 £000	2008 £000
Group	6	-
Bank interest receivable	-	32
	<u>6</u>	<u>32</u>

7 Tax on (loss)/profit on ordinary activities

Analysis of (credit)/charge in year

	2009 £000	£000	2008 £000	£000
<i>UK corporation tax</i>				
Current tax on income for the year	(14)		9	
Total current tax		(14)		9
<i>Deferred tax (see note 10)</i>				
Origination/reversal of timing differences	(16)		80	
Adjustment in respect of previous years	(28)		(20)	
Adjustment in respect of tax rate changes	-		(1)	
		(44)		59
Tax on (loss)/profit on ordinary activities		(58)		68

Notes (continued)

7 Tax on (loss)/profit on ordinary activities (continued)

Factors affecting the tax (credit)/charge for the current year

The current tax (credit)/charge for the year is lower (2008 lower) than the standard rate of corporation tax in the UK (28% (2008 28.5%)). The differences are explained below

	2009 £000	2008 £000
<i>Current tax reconciliation</i>		
Profit on ordinary activities before tax	(127)	205
	<hr/>	<hr/>
Current tax at 28% (2008 28.5%)	(35)	59
	<hr/>	<hr/>
<i>Effects of</i>		
Expenses not deductible for tax purposes	5	31
Capital allowances for year in excess of depreciation	(28)	(17)
Increase in losses carried forward/(utilisation of tax losses)	34	(64)
Increase in other timing differences	10	-
	<hr/>	<hr/>
Total current tax charge (see above)	(14)	9
	<hr/>	<hr/>

Factors that may affect future charges

The directors believe sufficient profits will be generated in future periods to utilise the deferred tax asset in full

The Emergency Budget on 22 June 2010 announced that the UK corporation tax rate will reduce from 28% to 24% over a period of 4 years from 2011. The first reduction in the UK corporation tax rate from 28% to 27% (was substantively enacted on 20 July 2010) and will be effective from 1 April 2011. This will reduce the company's future current tax charge accordingly. It has not been possible to quantify the full anticipated effect of the announced further 3 % rate reductions although this will further reduce the company's future current tax charge and reduce the company's deferred tax assets accordingly.

Notes (continued)

8 Tangible assets

	Computer equipment	Plant and machinery	Fixtures and fittings	Total
	£000	£000	£000	£000
<i>Cost</i>				
At beginning of year	567	42	123	732
Additions	183	4	9	196
Disposals	(77)	(6)	(15)	(98)
At end of year	673	40	117	830
<i>Depreciation</i>				
At beginning of year	522	29	119	670
Charge for the year	72	3	4	79
Disposals	(77)	(6)	(15)	(98)
At end of year	517	26	108	651
<i>Net book value</i>				
At 31 December 2009	156	14	9	179
At 31 December 2008	45	13	4	62

9 Debtors

	2009 £000	2008 £000
Trade debtors	647	1,375
Amounts recoverable on contracts	513	479
Amounts owed by group undertakings	4,034	3,999
Deferred tax asset (see note 10)	263	219
Other debtors	15	1
Prepayments and accrued income	74	61
	5,546	6,134

10 Deferred taxation

	Deferred tax asset £000
At beginning of year	219
Credit to the profit and loss account	44
At end of year	263

Notes (continued)

10 Deferred taxation (continued)

The elements of deferred taxation are set out below

	2009 £000	2008 £000
Difference between accumulated depreciation and capital allowances	64	94
Other timing differences	14	4
Trading losses carried forward	185	121
	<hr/>	<hr/>
Deferred tax asset (see note 9)	263	219
	<hr/>	<hr/>

11 Creditors: Amounts falling due within one year

	2009 £000	2008 £000
Payments received on account	154	295
Trade creditors	253	135
Amounts owed to group undertakings	2,907	3,207
Taxation and social security	193	344
Accruals and deferred income	411	231
	<hr/>	<hr/>
	3,918	4,212
	<hr/>	<hr/>
Taxation and social security comprises		
VAT creditor	39	188
Social security and payroll taxes	154	147
Corporation tax	-	9
	<hr/>	<hr/>
	193	344
	<hr/>	<hr/>

12 Share capital

	2009 £000	2008 £000
<i>Allotted, issued and fully paid:</i>		
1,549,049 ordinary shares of £1 each	1,549	1,549
	<hr/>	<hr/>

13 Profit and loss account

	£000
At beginning of year	475
Loss for the financial year	(69)
	<hr/>
At end of year	406
	<hr/>

Notes (continued)

14 Reconciliation of movements in shareholders' funds

	2009 £000	2008 £000
(Loss)/profit for the financial year being the net addition to shareholders' funds	(69)	137
Shareholders' funds at beginning of the year	2,024	1,887
	<hr/>	<hr/>
Shareholders' funds at end of the year	1,955	2,024
	<hr/>	<hr/>

15 Annual commitments under operating leases

The company had annual commitments under non cancellable operating leases as follows

	Land and buildings		Other	
	2009 £000	2008 £000	2009 £000	2008 £000
Operating leases which expire				
Within one year	5	40	6	5
Within two to five years	153	66	19	24
	<hr/>	<hr/>	<hr/>	<hr/>
	158	106	25	29
	<hr/>	<hr/>	<hr/>	<hr/>

16 Pensions

The company operates a contributory money purchase personal pension scheme. Contributions made by the company to this scheme are charged against the profit and loss account as they accrue. The amount outstanding at the year end was £15,478 (2008: £12,280).

17 Ultimate holding company and parent companies

The company is a wholly owned subsidiary undertaking of Technical Publications Management Services Limited, a company incorporated in Great Britain.

The company's ultimate UK holding company is Lionbridge Investments (UK) Limited, a company incorporated in Great Britain.

The ultimate holding company and ultimate controlling party is Lionbridge Technologies, Inc., a company incorporated in the USA. Copies of the consolidated financial statements of Lionbridge Technologies, Inc. are available from:

1050 Winter Street
Suite 2300
Waltham, MA 02451
USA