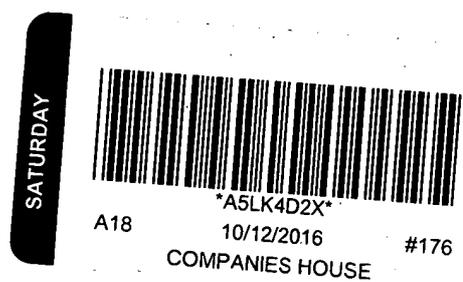


**Babcock (UK) Holdings Limited**  
**For the year ended 31 March 2016**

**Company registration number:**  
**06083294**



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# **Babcock (UK) Holdings Limited**

## **Directors and advisors**

### **Current directors**

I Urquhart  
F Martinelli  
N Borrett (Appointed 31 August 2016)

### **Company secretary**

Babcock Corporate Secretaries Limited

### **Registered office**

33 Wigmore Street  
London  
W1U 1QX

### **Independent auditors**

PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
1 Embankment Place  
London  
WC2N 6RH

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## Babcock (UK) Holdings Limited

### Strategic report for the year ended 31 March 2016

The directors present their Strategic report on the Company for the year ended 31 March 2016.

#### Principal activities

The principal activity of the Company continues to be that of a holding company. The directors do not anticipate any change in the nature of the Company's activities during the financial year

#### Review of the business

	2016 £000	2015 £000
Profit / (loss) for the financial year	64,028	176,821

#### Principal risks and uncertainties

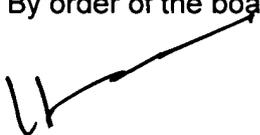
The management of the business and the execution of the Company's strategy are subject to a number of risks and uncertainties. These are managed through the operational review process supplemented at Group level by independent challenge and review by the Group Risk Manager and the Audit and Risk Committee.

Further discussion of these risks and uncertainties, in the context of the Group as a whole, is provided on pages [64] to [74] of the annual report of Babcock International Group PLC, which does not form part of this report.

#### Key performance indicators

Given the straightforward nature of the business, the Company's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

By order of the board



I Urquhart

Director

6 December 2016

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## **Babcock (UK) Holdings Limited**

### **Directors' report for the year ended 31 March 2016**

The directors present their report and the audited financial statements of the Company for the year ended 31 March 2016.

#### **Dividends**

Dividends declared and paid during the financial year were £nil (2015: £nil).

#### **Future developments**

There are no plans to alter significantly the business of the Company.

#### **Financial risk management**

All treasury transactions are carried out only with prime rated counter-parties. Financial Risk is managed in accordance with Group policies and procedures which are discussed on pages 32 to 34 and Note 2 of the annual report of Babcock International Group PLC, which does not form part of this report.

#### **Directors**

The directors who held office during the year and up to the date of signing the annual report were as follows:

I Urquhart  
F Martinelli  
N Borrett (Appointed 31 August 2016)  
P Rogers (Resigned 31 August 2016)

**Statement of directors' responsibilities**

The directors are responsible for preparing the Strategic report, 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 the directors have prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101). 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 judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards, including FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- notify the Company's shareholders in writing about the use of the disclosure exemptions, if any, of FRS 101 used in the preparation of these 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 are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**Qualifying third party indemnity provisions**

Babcock International Group PLC provides protections for directors of companies within the Group against personal financial exposure they may incur in their capacity as such. These include qualifying third party indemnity provisions (as defined by Companies Act 2006) for the benefit of members of Babcock International Group PLC, including, where applicable, in their capacity as a director of the Company and other companies within the Group. These indemnities came into force in 2012 and remain in force.

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**Babcock (UK) Holdings Limited**

**Directors' report for the year ended 31 March 2016 (continued)**

**Disclosure of information to auditors**

Each director, as at the date of this report, has confirmed that in so far as they are aware there is no relevant audit information of which the Company's auditors are unaware, and they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of this information.

By order of the board

A handwritten signature in black ink, appearing to be 'I Urquhart', with a long horizontal stroke extending to the right.

I Urquhart

**Director**

6 December 2016

## **Independent auditors' report to the members of Babcock (UK) Holdings Limited**

### **Report on the financial statements**

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#### **Our opinion**

In our opinion, Babcock (UK) Holdings Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 March 2016 and of its profit for the year then ended;
  - have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
  - have been prepared in accordance with the requirements of the Companies Act 2006.
- 

#### **What we have audited**

The financial statements, included within the Annual Report, comprise:

- the Balance Sheet as at 31 March 2016;
- the Income Statement and Statement of Comprehensive Income for the year then ended;
- the Statement of Changes in Equity for the year then ended;
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

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#### **Opinions on other matters prescribed by the Companies Act 2006**

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In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

In addition, in light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Strategic Report and the Directors' Report. We have nothing to report in this respect.

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## **Other matters on which we are required to report by exception**

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### **Adequacy of accounting records and information and explanations received**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

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### **Directors' remuneration**

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

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## **Responsibilities for the financial statements and the audit**

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### **Our responsibilities and those of the directors**

As explained more fully in the Directors' Responsibilities Statement, 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 and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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### **What an audit of financial statements involves**

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report. With respect to the Strategic Report and Directors' Report, we consider whether those reports include the disclosures required by applicable legal requirements.



John Baker (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
6<sup>th</sup> December 2016

## Babcock (UK) Holdings Limited

### Income statement

For the year ended 31 March 2016

	Note	2016 £000	2015 £000
Administrative expenses		-	(3)
<b>Operating (loss)</b>		-	(3)
Income from shares in group undertakings		82,500	195,000
<b>Profit on ordinary activities before interest and taxation</b>		82,500	194,997
Finance income	4	66,105	62,854
Finance costs	4	(84,577)	(81,030)
<b>Profit on ordinary activities before income tax</b>		64,028	176,821
Income tax expense	5	-	-
<b>Profit for the financial year</b>		64,028	176,821

All of the above results derive from continuing operations.

### Statement of comprehensive Income/ (Loss)

For the year ended 31 March 2016

	Note	2016 £000	2015 £000
<b>Total comprehensive income/ (expense) for the year</b>		64,028	176,821

## Babcock (UK) Holdings Limited

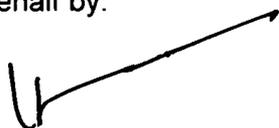
### Balance sheet

As at 31 March 2016

	Note	2016 £000	2015 £000
<b>Non-current assets</b>			
Investments - shares in group undertakings	6	3,942,976	3,942,976
<b>Current assets</b>			
Trade and other receivables	7	585,303	691,198
		<hr/>	<hr/>
		585,303	691,198
Trade and other payables – amounts falling due within one year	8	(1,729,342)	(1,913,645)
		<hr/>	<hr/>
<b>Net current assets</b>		<b>(1,144,039)</b>	<b>(1,222,447)</b>
		<hr/>	<hr/>
<b>Total assets less current liabilities</b>		<b>2,798,937</b>	<b>2,720,529</b>
Trade and other payables – amounts falling due after more than one year		(452,237)	(437,857)
		<hr/>	<hr/>
<b>Net assets</b>		<b>2,346,700</b>	<b>2,282,672</b>
<b>Equity</b>			
Called up share capital	9	51,521	51,521
Share premium		2,111,369	2,111,369
Retained earnings		183,810	119,782
		<hr/>	<hr/>
<b>Total shareholders' funds</b>		<b>2,346,700</b>	<b>2,282,672</b>

The notes on pages 12 to 26 are an integral part of these financial statements.

The financial statements on pages 12-26 were approved by the board of directors and signed on its behalf by:



I Urquhart  
Director

6 December 2016

## Babcock (UK) Holdings Limited

### Statement of changes in equity

For the year ended 31 March 2016

Note	Called-up share capital £000	Share premium £000	Retained earnings £000	Total shareholders' funds £000
<b>Balance at 1 April 2014</b>	51,521	1,762,132	10,491	1,824,144
Profit for the financial year	-		176,821)	176,821
Other comprehensive income	-	349,237	-	349,237
Dividends paid	-		(67,529)	(67,529)
<b>Balance at 31 March 2015</b>	51,521	2,111,369	119,782	2,282,672
Profit for the financial year	-		64,028	64,028
Other comprehensive income / (loss)	-		-	-
Dividends paid	-		-	-
<b>Balance at 31 March 2016</b>	<b>51,521</b>	<b>2,111,369</b>	<b>183,810</b>	<b>2,346,700</b>

**Notes to the financial statements**

**1 General information**

Babcock (UK) Holdings Limited is a private company which is incorporated and domiciled in the UK. The address of the registered Office is 33 Wigmore Street, London W1U 1QX.

**2 Summary of significant accounting policies**

The principle accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented. The Company has adopted FRS 101 in these financial statements. Details of the transition to FRS 101 are disclosed in note 16.

**Basis of preparation**

The financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). These financial statements are prepared on a going concern basis, under the historical cost convention, as modified by the revaluation of land and buildings and certain financial assets and liabilities measure at fair value through profit and loss in accordance with the Companies Act 2006. The financial statements are prepared in sterling which is the functional currency of the Company and rounded to the nearest £'000.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

The Company is a wholly owned subsidiary of Babcock Holdings Limited, a company incorporated in England and Wales. The Company's ultimate parent company and ultimate controlling party is Babcock International Group PLC. It is included in the consolidated financial statements of Babcock International Group PLC which are publicly available.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- a) Paragraphs 45(b) and 46 to 52 of IFRS 2, 'Share based payments'
- b) IFRS 7, 'Financial instruments: Disclosures'
- c) Paragraphs 91 to 99 of IFRS 13 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities)
- d) Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information in respect of:
  - paragraph 79(a) (iv) of IAS 1 Share capital and reserves;
  - paragraph 73(e) of IAS 16 Property, plant and equipment; and
  - paragraph 118(e) of IAS 38 Intangible assets (reconciliations between the carrying amount at the beginning and end of the period)
- e) The following paragraphs of IAS 1, 'Presentation of financial statements':
  - 10(d), 10(f), 16, 38, 40, 111, and 134-136
- f) IAS 7, 'Statement of cash flows'
- g) Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors'

**Notes to the financial statements (continued)**

**2 Summary of significant accounting policies (continued)**

- h) Paragraph 17 of IAS 24, 'Related party transactions' in respect of key management compensation
- i) The requirements of IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.

On the basis of the ongoing review of the activities, Babcock (UK) Holdings Limited has provided a letter of support, confirming that the parent will provide ongoing financial support to the Company until at least 12 months from the date of approval of the financial statements, to enable it to continue its operating activities. Accordingly, the directors consider it appropriate to continue to adopt the going concern basis in preparing these financial statements.

**Taxation**

**(a) Current income tax**

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

**(b) Deferred income tax**

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax basis of assets and liabilities and their carrying amounts in the consolidated financial statements. However, if the deferred income tax arises from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affects neither accounting nor taxable profit or loss, it is not accounted for. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Tax is recognised in the income statement except to the extent that it relates to items recognised directly in either other comprehensive income or in equity.

**Notes to the financial statements (continued)**

**3 Critical accounting estimates and judgements**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

**4 Finance income and costs**

	<b>2016</b>	2015
	<b>£000</b>	£000
<b>Finance income:</b>		
Interest receivable from group undertakings	<b>66,105</b>	62,854
	<b>66,105</b>	62,854
	<b>2016</b>	2015
	<b>£000</b>	£000
<b>Finance expenses:</b>		
Bank Interest	<b>(189)</b>	(18)
Loan interest payable to group undertakings	<b>(18,283)</b>	(18,158)
Interest payable on group undertakings	<b>(66,105)</b>	(62,854)
	<b>(84,577)</b>	(81,030)

## Babcock (UK) Holdings Limited

### Notes to the financial statements (continued)

#### 5 Income tax

##### Tax expense included in income statement

	2016 £000	2015 £000
<b>Current tax:</b>		
UK Corporation tax on profits for the year	-	-
Adjustment in respect of prior year	-	-
<b>Current tax charge for the year</b>	<b>-</b>	<b>-</b>

Tax expense for the year is lower (2015: lower) than the standard effective rate of corporation tax in the UK for the year ended 31 March 2016 of 20% (2015: 21%). The differences are explained below:

	2016 £000	2015 £000
Profit / (loss) on ordinary activities before taxation	<b>64,028</b>	176,820
Profit on ordinary activities multiplied by standard UK corporation tax rate of 20% (2015: 21%)	<b>12,806</b>	37,132
Effects of:		
Income not subject to tax	<b>(16,500)</b>	(40,950)
Expenses not deductible for tax purposes	-	-
Difference between capital allowances and depreciation	-	-
Group relief for nil consideration	<b>3,694</b>	3,818
Other timing differences	-	-
<b>Tax charge for the year</b>	<b>-</b>	<b>-</b>

In the 2015 Budget, it was announced that the UK corporation tax rate will reduce from 20% to 19% from April 2017. It was further announced in the 2016 Budget that it will be further reduced to 18% from April 2020. As a result of this change, UK deferred tax balances have been re-measured at 18% as this is the tax rate that will apply on reversal.

Notes to the financial statements (continued)

6 Investments – shares in group undertakings

	2016		2015	
	Shares in group undertakings £000	Total £000	Shares in group undertakings £000	Total £000
<b>Cost</b>				
At 1 April	3,942,976	3,942,976	2,788,739	2,788,739
Additions	-	-	1,154,237	1,154,237
Disposals	-	-	-	-
Provisions	-	-	-	-
<b>Carrying amount at 31 March</b>	<b>3,942,976</b>	<b>3,942,976</b>	<b>3,942,976</b>	<b>3,942,976</b>

The directors believe that the carrying value of the investments is supported by their underlying net assets.

The company received a dividend of £82,500,000 (2015: £195,000,000) from Babcock Holdings Limited

The Company's directly owned subsidiary undertakings, all of which are wholly-owned, are:

<u>Company</u>	<u>Country of Registration</u>	<u>Principal Activity</u>
Babcock Management Limited	Great Britain	Holding company
Babcock Brazil Investments Limited	Great Britain	Holding company
BMH Technologies (Holdings) GmbH	Germany	Holding company

Subsidiaries not wholly owned by the company are:

<u>Company</u>	<u>Country of Registration</u>	<u>Principal Activities</u>
Babcock Malta Finance Limited	Malta	Holding company

A full list of all subsidiary undertakings has been included in Note 14 Related Undertakings.

## Babcock (UK) Holdings Limited

### Notes to the financial statements (continued)

#### 7 Trade and other receivables

	2016 £000	2015 £000
<b>Amounts falling due within one year:</b>		
Amounts owed by group undertakings	133,066	253,341
Deferred tax asset (note 10)	-	-
	<u>133,066</u>	<u>253,341</u>
<b>Amounts due after more than one year:</b>		
Preference shares in a subsidiary undertaking	452,237	437,857
	<u>452,237</u>	<u>437,857</u>

The amounts owed by group undertakings £133,066,000 (2014: £253,341,000) is interest free and repayable on demand.

Included in amounts owed by group undertakings due after more than one year are preference shares of £104,014,000 (US\$150,000,000) (2015: £101,044,000), maturing on 17 March 2018 bearing a fixed interest of 4.94% (2015: 4.94%) and preference shares of £348,222,000 (US\$500,000,000) (2015: £336,813,000), maturing on 17 March 2021 bearing a fixed interest of 5.64% (2015: 5.64%).

**Notes to the financial statements (continued)****8 Trade and other payables**

	<b>2016</b>	2015
	<b>£000</b>	£000
<b>Amounts falling due within one year:</b>		
Amounts owed to parent and group undertakings	<b>1,714,980</b>	1,901,646
UK corporation tax payable	-	-
Bank loans and overdrafts	<b>14,362</b>	12,002
	<b>1,729,342</b>	1,913,648
<b>Amounts falling due after more than one year:</b>		
Preference shares in a subsidiary undertaking	<b>452,237</b>	437,857
	<b>452,237</b>	437,857

Included in amounts owed to group undertakings are loans of £60,000,000 (2015: £60,000,000) which bear interest at UK LIBOR six monthly plus 400 basis points and £361,084,000 (2015: £331,084,000) bearing an interest rate of UK LIBOR plus 400 basis points and £20,000,000 (2015: £20,000,000) bearing an interest rate of UK LIBOR plus 1.62 basis points.

The remaining £1,273,896,000 (2015: £1,490,562,000) is non-interest bearing.

Preference shares of £104,014,000 (US\$150,000,000) (2015: £101,044,000), maturing on 17 March 2018 bearing a fixed interest of 4.94% (2015: 4.94%) and preference shares of £348,222,000 (US\$500,000,000) (2015: £336,813,000), maturing on 17 March 2021 bearing a fixed interest of 5.64% (2015: 5.64%).

**9 Called up share capital**

	<b>2016</b>	2015
	<b>£000</b>	£000
<b>Allotted and fully paid</b>		
51,521,078 ordinary shares of £1 each (2015: 51,521,078)	<b>51,521</b>	51,521

**10 Dividends**

Dividends declared and paid were £nil (2015: £67,529,000). There are no plans for a final dividend.

# Babcock (UK) Holdings Limited

## Notes to the financial statements (continued)

### 11 Contingent liabilities

In addition, the Company at the year-end had joint and several liabilities for drawn bank overdraft facilities of other group companies for the value of £Nil (2015: £Nil).

### 12 Related party disclosures

The Company has taken advantage of the exemptions within FRS 101 not to disclose transactions and balances with Babcock International Group PLC and its wholly owned subsidiaries, on the grounds that the Company itself is a wholly owned subsidiary of Babcock International Group PLC, for which the consolidated financial statements are publicly available.

### 13 Related undertakings

The Company's directly owned subsidiary undertakings, all of which are wholly-owned unless otherwise stated are listed in note 6; all related undertakings are as follows:

Company Name	Country	Interest	Ultimate (%)	Indirect (%)
Touchstone Learning & Skills Limited	United Kingdom	2 Ordinary shares	100.0000%	95.6909%
National Training Institute LLC	Oman	350,000 Ordinary shares	70.0000%	70.0000%
Skills2Learn Ltd	United Kingdom	100 Ordinary shares	100.0000%	100.0000%
Babcock Networks Limited	United Kingdom	10,076,900 Ordinary shares	100.0000%	100.0000%
Babcock 1234 Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
BNS Nuclear Services Limited	United Kingdom	12,100 Ordinary shares	100.0000%	100.0000%
Babcock Group Limited	United Kingdom	1,231 Ordinary shares	100.0000%	100.0000%
Eve NCI Limited	United Kingdom	1,000 Ordinary shares	100.0000%	100.0000%
Babcock Networks Ireland Limited	Ireland	2,000,000 Ordinary shares	100.0000%	100.0000%
Babcock Nuclear Limited	United Kingdom	162,002 Ordinary shares	100.0000%	100.0000%
Certas Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Eve Construction Ltd	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Eve Developments Ltd	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Eve Power Ltd	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
First Fire and Rescue Service No 2 Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
FW 1B SPV Limited	United Kingdom	100 Ordinary shares, 100 Deferred shares	100.0000%	100.0000%
Hiberna Network Solutions Limited	United Kingdom	650,000 Ordinary shares	100.0000%	100.0000%
Northern Cable Installations Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Babcock Services Group Limited	United Kingdom	586,146 Ordinary shares	100.0000%	100.0000%
Alstec Automation Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Alstec Defence Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Babcock Power Maintenance Limited	United Kingdom	2,900,000 Ordinary shares	100.0000%	100.0000%
Cavendish Nuclear (Overseas) Limited	United Kingdom	25,000 Ordinary shares	100.0000%	100.0000%
BIL Solutions Limited	United Kingdom	2,000,000 Ordinary shares	100.0000%	100.0000%
British Nuclear Services Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
INS Rokkasho KK	Japan	68 Ordinary shares	34.0000%	34.0000%
Cavendish Nuclear Limited	United Kingdom	15 Ordinary shares, 50,000 Preference shares	100.0000%	100.0000%
Cavendish Bocard Nuclear Limited	United Kingdom	51 Ordinary shares	51.0000%	51.0000%
Cavendish Dounreay Partnership Limited	United Kingdom	50 Ordinary-A shares	50.0000%	50.0000%

## Babcock (UK) Holdings Limited

Cavendish Dounreay Partnership Limited	United Kingdom	50 Ordinary-A shares	50.0000%	50.0000%
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### 13 Related undertakings (continued)

Company Name	Country	Interest	Ultimate (%)	Indirect (%)
Dounreay Site Restoration Limited	United Kingdom	1 Ordinary-A shares	100.0000%	50.0000%
Cavendish Fluor Partnership Limited	United Kingdom	65 Ordinary shares	65.0000%	65.0000%
Research Sites Restoration Limited	United Kingdom	1 Ordinary-A shares	100.0000%	65.0000%
Cavendish Nuclear Manufacturing Limited	United Kingdom	1,000,000 Ordinary shares	100.0000%	100.0000%
INS Innovation Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Merlin Communications Group Limited	United Kingdom	296,001 Ordinary-B shares, 315,830 Ordinary-A shares	100.0000%	100.0000%
Babcock Communications Limited	United Kingdom	1,000,000 Ordinary shares	100.0000%	100.0000%
Babcock Communications & Partners LLC	Oman	105,000 Ordinary shares	70.0000%	70.0000%
Babcock Communications Cyprus Limited	Cyprus	10,000 Ordinary shares	100.0000%	100.0000%
VT Communications GmbH	Germany	25,000 Ordinary shares	100.0000%	100.0000%
WRN Broadcast Limited	United Kingdom	104,824 Ordinary shares		100.0000%
Global Broadcast Telecommunication Services Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
International Channel Europe Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
WRN Facilities Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Costpool Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Alert Communications Group Holdings Limited	United Kingdom	2 Ordinary shares	20.0000%	20.0000%
Alert Communications (Holdings) Limited	United Kingdom	476,000 Ordinary shares	100.0000%	20.0000%
Alert Communications (2006) Limited	United Kingdom	10 Ordinary shares, 4,693,137 Preference shares	100.0000%	20.0000%
Alert Communications Limited	United Kingdom	476,000 Ordinary shares	100.0000%	20.0000%
Merlin Orfordness Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Scimco Limited	United Kingdom	5,000,000 Ordinary shares	100.0000%	100.0000%
Babcock Rail Limited	United Kingdom	10,225 Ordinary shares	100.0000%	100.0000%
ABC Electrification Limited	United Kingdom	200 Ordinary-B shares	33.3333%	33.3333%
FSP (2004) Limited	United Kingdom	50 Ordinary-A shares	50.0000%	50.0000%
UKAEA Limited	United Kingdom	15,050,000 Ordinary shares	100.0000%	100.0000%
BMH Technologies (Holdings) GmbH	Germany	1 Ordinary shares, 1 Ordinary shares	100.0000%	100.0000%
Babcock Luxembourg Finance S.a.r.l.	Luxembourg	4,872,000 Ordinary shares	100.0000%	100.0000%
Babcock Luxembourg S.a.r.l.	Luxembourg	4,872,000 Ordinary shares	100.0000%	100.0000%
Babcock UK Finance	United Kingdom	404,500 Ordinary shares	100.0000%	99.9995%
Babcock Marine Holdings (UK) Limited	United Kingdom	1,001 Ordinary shares, 150,000,000 Preference shares	100.0000%	100.0000%
Appledore Shipbuilders (2004) Limited	United Kingdom	103,000 Ordinary-A shares, 897,000 Ordinary-B shares	100.0000%	100.0000%
Babcock Integrated Technology Limited	United Kingdom	40,100 Ordinary shares	100.0000%	100.0000%
Babcock Canada Inc	Canada	2 Ordinary shares	100.0000%	100.0000%
Babcock Integrated Technology (Korea) Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Context Information Security Limited	United Kingdom	7,000 Ordinary shares	100.0000%	100.0000%
Liquid Gas Equipment Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Strachan & Henshaw Canada Inc	Canada	1,000 Ordinary shares	100.0000%	100.0000%
FBM Babcock Marine Holdings (UK) Limited	United Kingdom	2,935,244 Ordinary shares	100.0000%	100.0000%

## Babcock (UK) Holdings Limited

### 13 Related undertakings (continued)

Company Name	Country	Interest	Ultimate (%)	Indirect (%)
Babcock Marine Limited	United Kingdom	10,000 Ordinary shares	100.0000%	100.0000%
FBM Babcock Marine Limited	United Kingdom	921,957 Ordinary shares	100.0000%	100.0000%
Brooke Marine Shipbuilders Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
FBM Marine International (UK) Limited	United Kingdom	10,000 Ordinary shares	100.0000%	100.0000%
FBV Designs Limited	United Kingdom	250,000 'b' Ordinary shares	50.0000%	50.0000%
Frazer-Nash Consultancy Group Limited	United Kingdom	10,908,600 Ordinary-A shares, 658,500 Ordinary-B shares	100.0000%	100.0000%
FNC Group Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
FN Consultancy Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
FNC Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Frazer-Nash Consultancy Limited	United Kingdom	115,671 Ordinary shares, 50,000 A Preference shares, 50,000 B Preference shares	100.0000%	100.0000%
Frazer-Nash Consultancy (Australia) Pty Ltd	Australia	1 Ordinary shares	100.0000%	100.0000%
LSC Group Holdings Limited	United Kingdom	100,000 Ordinary shares	100.0000%	100.0000%
LSC Group Limited	United Kingdom	349,097 Ordinary shares, 50,000 Preference shares	100.0000%	100.0000%
Locam Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Strachan & Henshaw Limited	United Kingdom	3,000,000 Ordinary shares	100.0000%	100.0000%
Strachan & Henshaw, Inc	United States	10,000 Ordinary shares	100.0000%	100.0000%
Babcock Overseas Investments Limited	United Kingdom	3,260,578 Ordinary shares	100.0000%	100.0000%
Babcock Australia Holdings Pty Ltd	Australia	150,500,100 Ordinary shares	100.0000%	100.0000%
Babcock (NZ) Limited	New Zealand	2,000,000 Ordinary shares	100.0000%	100.0000%
Marine Industrial Design Limited	New Zealand	100 Ordinary shares	100.0000%	100.0000%
Babcock Defence & Security Pty Ltd	Australia	1 Ordinary shares	100.0000%	100.0000%
Babcock SSD (Australia) Pty Ltd	Australia	50 Ordinary shares	100.0000%	100.0000%
Bond Helicopters Australia Pty Limited	Australia	28,973,025 Ordinary shares	100.0000%	100.0000%
INAER Helicopter Australia Pty Ltd	Australia	100,824,631 Ordinary shares	100.0000%	100.0000%
AUH-Bidco Pty Limited	Australia	335,250 Ordinary shares	100.0000%	100.0000%
Australian Helicopters Pty Ltd	Australia	200,228 Ordinary shares	100.0000%	100.0000%
Babcock International Middle East Limited	United Kingdom	100 Ordinary shares	100.0000%	100.0000%
Babcock Oman LLC	Oman	990,000 Ordinary shares	99.0000%	99.0000%
Babcock Southern Holdings Limited	United Kingdom	1,438,710,403,785 Ordinary shares	100.0000%	100.0000%
AirTanker 1 Limited	United Kingdom	8 Ordinary shares	13.3333%	13.3333%
AirTanker Holdings Limited	United Kingdom	12,000 Ordinary shares	13.3333%	13.3333%
AirTanker Finance Limited	United Kingdom	50,000 Ordinary shares	100.0000%	13.3333%
AirTanker Limited	United Kingdom	45,629,001 Ordinary shares	100.0000%	13.3333%
AirTanker Services Limited	United Kingdom	22,378 Ordinary shares	22.3333%	22.3333%
Babcock Environmental Services Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Babcock Group International Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Naiad Marine B.V	Netherlands	136,200 Ordinary shares	100.0000%	100.0000%
Saudi Vosper Thornycroft Company Limited	Saudi Arabia	980 Ordinary shares	49.0000%	49.0000%
Babcock Project Investments Limited	United Kingdom	5,000,000 Ordinary shares	100.0000%	100.0000%
Babcock Emergency Services Limited	United Kingdom	2 ORDINARY shares	100.0000%	100.0000%

## Babcock (UK) Holdings Limited

### 13 Related undertakings (continued)

Company Name	Country	Interest	Ultimate (%)	Indirect (%)
Babcock Fire Training (Avonmouth) Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Babcock Support Services (Canada) Inc.	Canada	1 Common Shares shares	100.0000%	100.0000%
Cura Classis Canada (Hold Co) Inc.	Canada	631,200 Common shares	48.0000%	48.0000%
Cura Classis (Canada) Inc.	Canada	1,315,000 Common shares	100.0000%	48.0000%
Cura Classis UK (Hold Co) Limited	United Kingdom	178,560 Ordinary shares	48.0000%	48.0000%
Cura Classis (UK) Limited	United Kingdom	372,000 Ordinary shares	100.0000%	48.0000%
Learning21 Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Babcock2 Limited	United Kingdom	6,000,145 Ordinary shares	100.0000%	100.0000%
Armstrong Technology Associates Limited	United Kingdom	50,000 Ordinary shares	100.0000%	100.0000%
Babcock Defence Systems Limited	United Kingdom	10,000 ORDINARY shares	100.0000%	100.0000%
Chepstow Insurance Limited	Guernsey	600,000 Ordinary shares	100.0000%	100.0000%
Vosper Thornycroft (UK) Limited	United Kingdom	23,391,575 Ordinary 20p shares	100.0000%	100.0000%
Babcock Brisco Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Babcock Corporate Services Limited	United Kingdom	181,369,248 Ordinary shares	100.0000%	100.0000%
Babcock Finance Limited	United Kingdom	1 Ordinary shares	0.0100%	0.0100%
Babcock Critical Assets Holdings LLP	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
Babcock Airports Limited	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
Babcock B.V.	Netherlands	18,000 Ordinary shares	100.0000%	100.0000%
Babcock Critical Services Limited	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
Chart Services Limited	United Kingdom	6,345,292 Ordinary shares	100.0000%	100.0000%
Chart Storage & Transportation Limited	United Kingdom	1,108,960 Ordinary shares	100.0000%	99.9977%
Chart Distribution Services Limited	United Kingdom	2,000 Ordinary shares	100.0000%	99.9977%
S.MacNeillie & Son Limited	United Kingdom	92 Ordinary-A shares, 108 Ordinary-B shares, 40 Ordinary-C shares, 4 Ordinary-D shares, 1 Ordinary-E shares, 1 Ordinary-F shares	100.0000%	100.0000%
Transfleet Distribution Limited	United Kingdom	20,000 Ordinary shares	100.0000%	100.0000%
Municipal Vehicle Hire Limited	United Kingdom	100 Ordinary shares	100.0000%	100.0000%
Transfleet Truck Rentals Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Babcock Defence & Security Holdings LLP	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
Airwork Limited	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
Airwork Advanced Group Company LLC	United Arab Emirates	98,000 Ordinary shares	49.0000%	49.0000%
Airwork Technical Services & Partners LLC	Oman	127,500 Ordinary shares	51.0000%	51.0000%
Babcock Aerospace Limited	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
Babcock Defence and Security Investments Limited	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
ALC (Superholdco) Limited	United Kingdom	5,000 Ordinary shares	50.0000%	50.0000%
ALC (FMC) Limited	United Kingdom	1 Ordinary shares	100.0000%	50.0000%
ALC (Holdco) Limited	United Kingdom	10,000 Ordinary shares	100.0000%	50.0000%
ALC (SPC) Limited	United Kingdom	10,000 Ordinary shares	100.0000%	50.0000%
Ascent Flight Training (Holdings) Limited	United Kingdom	799,000 Ordinary shares	50.0000%	50.0000%

## Babcock (UK) Holdings Limited

### 13 Related undertakings (continued)

Company Name	Country	Interest	Ultimate (%)	Indirect (%)
Advanced Jet Training Limited	United Kingdom	68,000 Ordinary shares	100.0000%	50.0000%
Ascent Flight Training (Management) Limited	United Kingdom	1,500,000 Ordinary shares	100.0000%	50.0000%
Ascent Flight Training (Services) Limited	United Kingdom	30,000 Ordinary shares	100.0000%	50.0000%
Rear Crew Training Holdings Limited	United Kingdom	1,000 Ordinary shares	100.0000%	50.0000%
Rear Crew Training Limited	United Kingdom	1,000 Ordinary shares	100.0000%	50.0000%
Defence Integrated Supply Chain Solutions Limited	United Kingdom	2 Ordinary shares	50.0000%	50.0000%
Holdfast Training Services Limited	United Kingdom	740 Ordinary shares	74.0000%	74.0000%
Babcock Fire Services Limited	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
Babcock Flagship Limited	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
Fast Holdings Limited	United Kingdom	54 Ordinary-B shares	4.9908%	4.9908%
Fast Training Services Limited	United Kingdom	2 Ordinary shares	100.0000%	4.9908%
Flagship Fire Fighting Training Limited	United Kingdom	100 Ordinary shares	100.0000%	100.0000%
Babcock Land Limited	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
Babcock Land (Whitefleet Management) Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Whitefleet Limited	United Kingdom	25,000 Ordinary-B shares	50.0000%	50.0000%
Babcock Support Services Limited	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
Active Management Limited	United Kingdom	100 Ordinary-A shares, 1 Ordinary-B shares	100.0000%	100.0000%
Air Power International Limited	United Kingdom	93,840 Ordinary shares	100.0000%	100.0000%
Babcock Dyncorp Limited	United Kingdom	560 Ordinary-A shares	56.0000%	56.0000%
Babcock HSPS Trustees Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Babcock Money Purchase Trustees Limited	United Kingdom	12 Ordinary shares	100.0000%	100.0000%
Babcock Partners No 2010 Limited	United Kingdom	50,000 Ordinary shares	100.0000%	100.0000%
Babcock Support Services s.r.l.	Italy	10,000 Ordinary shares	100.0000%	100.0000%
Debut Services (Contracts) Limited	United Kingdom	1 Ordinary shares	9.0909%	9.0909%
Debut Services (South West) Limited	United Kingdom	500 Ordinary shares	50.0000%	50.0000%
Debut Services Limited	United Kingdom	150 Ordinary shares	15.0000%	15.0000%
Devonport Management Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Hiberna FM Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Mouchel Babcock Education Investments Limited	United Kingdom	1 Ordinary shares	50.0000%	50.0000%
Hackney Schools for the Future Limited	United Kingdom	40,000 Ordinary shares	80.0000%	40.0000%
Mouchel Babcock Education Services Limited	United Kingdom	1 Ordinary shares	50.0000%	50.0000%
Peterhouse GmbH	Germany	25,600 Ordinary shares	100.0000%	100.0000%
Babcock Support Services GmbH	Germany	25,000 Ordinary shares	100.0000%	100.0000%
Babcock Engine Controls Limited	United Kingdom	7,000,000 Ordinary shares	100.0000%	100.0000%
Babcock Engineering Limited	United Kingdom	2,500,000 Ordinary shares	100.0000%	100.0000%
Babcock Fire Services (SW) Limited	United Kingdom	50,000 Ordinary shares	100.0000%	100.0000%
Babcock Infrastructure Holdings LLP	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%

## Babcock (UK) Holdings Limited

### Company

### 13 Related undertakings (continued)

Company Name	Country	Interest	Ultimate (%)	Indirect (%)
Babcock Civil Infrastructure Limited	United Kingdom	Holding Company > Subsidiary Company	100.0000%	100.0000%
Babcock Careers Management Limited	United Kingdom	43,100 a Ordinary shares, 43,100 b Ordinary shares, 16,300 c Ordinary shares	100.0000%	100.0000%
Babcock Career Progressions Limited	United Kingdom	1,200 Ordinary shares	100.0000%	100.0000%
Babcock Lifeskills Limited	United Kingdom	10,000 Ordinary shares	100.0000%	100.0000%
Surrey Careers Services Limited	United Kingdom	18,613 Ordinary shares	75.0857%	75.0857%
Sussex Advice and Skills Limited	United Kingdom	guarantor > guarantee	50.0000%	50.0000%
Babcock Education and Skills Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Babcock Project Services Limited	United Kingdom	25,000 Ordinary-a shares, 25,000 Ordinary-b shares	100.0000%	100.0000%
Babcock Southern Careers Limited	United Kingdom	15,020 Ordinary-A shares, 3,980 Ordinary-B shares, 1,000 Ordinary-C shares	100.0000%	100.0000%
Babcock Technical Services Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Babcock West Sussex Careers Limited	United Kingdom	80,100 Ordinary-A shares	80.1000%	80.1000%
Vosper ManTech Limited	United Kingdom	30,000 Ordinary-A shares, 20,000 Ordinary-B shares	100.0000%	100.0000%
Westminster Education Consultants Limited	United Kingdom	10,000 Ordinary shares	100.0000%	100.0000%
Babcock Investments (Fire Services) Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Babcock Leaseco Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Babcock Malta Limited	Jersey	141 Ordinary shares	100.0000%	100.0000%
Babcock Marine Products Limited	United Kingdom	5,500,000 Ordinary shares	100.0000%	100.0000%
Form Land Support Limited	United Kingdom	191,287 Ordinary shares	100.0000%	100.0000%
Babcock Partner No 6 Limited	United Kingdom	45,309,880 Ordinary shares	100.0000%	100.0000%
Babcock Partner No 7 Limited	United Kingdom	500,000 Ordinary shares	100.0000%	100.0000%
Babcock Porchester Limited	United Kingdom	1 Ordinary shares	100.0000%	100.0000%
Babcock Trustees Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Vosper Thornycroft (Malaysia) Sdn Bhd	Malaysia	9 Ordinary shares	100.0000%	100.0000%
VT Insurance Services Limited	Guernsey	20,999,999 Ordinary shares	100.0000%	100.0000%
Babcock US Investments Limited	United Kingdom	2,610 Ordinary shares	100.0000%	100.0000%
Babcock US Investments Inc.	United States	100 Ordinary-A shares, 100 Ordinary-B shares	100.0000%	100.0000%
Babcock US Investments (Number Two) LLC	United States	100 Ordinary-A shares, 100 Ordinary-B shares	100.0000%	100.0000%
Babcock Group (US Investments) Limited	United Kingdom	2,000 Ordinary shares	100.0000%	100.0000%
Babcock International US Inc	United States	1,000 Ordinary shares	100.0000%	100.0000%
Vosper Thornycroft Controls Inc	United States	1,000 Ordinary shares	100.0000%	100.0000%
VT Maritime Dynamics, Inc	United States	325,500 Ordinary shares	100.0000%	100.0000%
Babcock Holdings (USA) Incorporated	United States	5,292 Redeemable Preference shares, 3,712 Common shares	100.0000%	100.0000%
Babcock Support Services (USA) LLC	United States	1 Ordinary shares	100.0000%	100.0000%
Context Information Security LLC	United States	50 Ordinary-A shares, 50 Ordinary-B shares	100.0000%	100.0000%
Cura Classis (US) Hold Co LLC	United States	1 Ordinary shares	100.0000%	100.0000%
Cura Classis (US) LLC	United States	1 Ordinary shares	100.0000%	100.0000%

## Babcock (UK) Holdings Limited

### 13 Related undertakings (continued)

Company Name	Country	Interest	Ultimate (%)	Indirect (%)
Gibraltar Investments (No. 7) Limited	United Kingdom	1,000 Ordinary shares, 1,000,000 Ordinary-B shares	100.0000%	0.0000%
Babcock International Guarantee Company	United Kingdom	100,000 Ordinary shares	100.0000%	0.0000%
PHG Insurance Limited	Guernsey	99,999 Ordinary shares	99.9990%	99.9990%
First Engineering Holdings Ltd	United Kingdom	371,319 Ordinary shares	100.0000%	100.0000%
First Projects Ltd	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Peterhouse Group Limited	United Kingdom	40 Ordinary shares	100.0000%	100.0000%
Babcock Managed Security Services Limited	United Kingdom	10,000 Ordinary shares, 10,000 Deferred shares	100.0000%	100.0000%
Babcock MSS Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Eve Transmission Ltd	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
First Fire and Rescue Service Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Integrated Safety Services Group Ltd	United Kingdom	21,471,080 Ordinary shares	100.0000%	100.0000%
Eve Group Limited	United Kingdom	100 Ordinary shares	100.0000%	100.0000%
Gaycrete Ltd	United Kingdom	5,333 Ordinary shares	100.0000%	100.0000%
Jackson (EBP) Limited	United Kingdom	100 Ordinary shares	100.0000%	100.0000%
Jackson Management Services Limited	United Kingdom	12,498 Ordinary shares	100.0000%	100.0000%
Pearson & Raby Limited	United Kingdom	100 Ordinary shares	100.0000%	100.0000%
Peterhouse5 (Shorco) Limited	United Kingdom	50,100 Ordinary-A shares, 50,000 Ordinary-B shares	100.0000%	100.0000%
Babcock Corporate Secretaries Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
Babcock Systems Limited	United Kingdom	100,000 Ordinary shares	100.0000%	100.0000%
Peterhouse6 (IETG) Limited	United Kingdom	57,147,364 Ordinary shares	100.0000%	100.0000%
Babcock Services Limited	United Kingdom	100,000 Ordinary shares, 73,568 Ordinary-A shares, 632,830 Preference shares	100.0000%	100.0000%
Babcock Transmission Limited	United Kingdom	101,000 Ordinary shares	100.0000%	100.0000%
Babcock Welbeck Limited	United Kingdom	100 Ordinary shares	100.0000%	100.0000%
BCRA Chesterfield Limited	United Kingdom	225,000 Ordinary shares, 75,000 Ordinary-A shares, 400,000 Redeemable Preference shares	100.0000%	100.0000%
Alstec Limited	United Kingdom	2 Ordinary shares	100.0000%	100.0000%
First Engineering Limited	United Kingdom	150,000 Ordinary shares	100.0000%	100.0000%
Tyneham Investments Limited	United Kingdom	136 Ordinary shares	100.0000%	73.5294%
Birchill Investment Co. Limited	United Kingdom	10 Ordinary shares	100.0000%	78.8235%
Babcock International Limited	United Kingdom	100,000,000 Ordinary shares, 5,000,000 preference shares	100.0000%	78.8235%
Babcock Contractors Limited	United Kingdom	7,000,000 Ordinary shares	100.0000%	78.8235%
Babcock Nominees Limited	United Kingdom	700,000 Ordinary shares	100.0000%	78.8235%
Babcock Woodall-Duckham (Overseas) Limited	United Kingdom	108,485 'b' Ordinary shares, 51,515 Ordinary shares, 180,000 6% cumulative preference shares	99.9990%	78.8227%
Babcock-Moxey Limited	United Kingdom	20,447 Ordinary shares	100.0000%	78.8235%
BMH (2002) Limited	United Kingdom	129,572 Ordinary shares	100.0000%	78.8235%
Hiberna Contract Services Limited	United Kingdom	8,614,327 Ordinary shares	100.0000%	78.8235%

**13 Related undertakings (continued)**

<b>Company Name</b>	<b>Country</b>	<b>Interest</b>	<b>Ultimate (%)</b>	<b>Indirect (%)</b>
Hiberna Limited	United Kingdom	100 Ordinary shares	100.0000%	78.8235%
St Helen's Securities Limited	United Kingdom	11,361,934 Ordinary shares	100.0000%	78.8235%
The Stirling Boiler Company Limited	United Kingdom	14,950 Ordinary shares	100.0000%	78.8235%
Babcock Malta Finance (Number Two) Limited	Malta	1 Ordinary-c shares	0.0003%	100.0000%
Babcock Malta Holdings (Number Two) Limited	Malta	322,432 Ordinary-A shares, 1,000 Ordinary-B shares 1 Ordinary-C shares	100.0000%	100.0000%
Babcock Malta Finance (Number Two) Limited	Malta	322,432 Ordinary-A shares, 1,000 Ordinary-B shares 1 Ordinary-C shares	99.9997%	100.0000%
Babcock Investments (Number Three) Limited	United Kingdom	201 Ordinary shares	100.0000%	100.0000%

**14 Parent undertakings**

The Company's immediate parent company, ultimate parent company and ultimate controlling party is Babcock International Group PLC, a company registered in England and Wales. The only Group in which the results of the Company are consolidated is that headed by Babcock International Group PLC.

Copies of Babcock International Group PLC Financial Statements are available from the following address:

The Company Secretary  
Babcock International Group PLC  
33 Wigmore Street  
London  
W1U 1QX

**15 Transition to FRS 101**

This is the first year that the Company has presented its results under FRS 101. The last financial statements under the UK GAAP were for the year ended 31 March 2015. The date of transition to FRS 101 was 1 April 2014. There was no transitional effect on loss for the financial year, equity or the balance sheet.

On transition to FRS 101, the Company has applied the requirements of paragraphs 6-33 of IFRS 1, 'First time adoption of International Financial Reporting Standards'.