

G4S (March 2008) Limited

FINANCIAL STATEMENTS

for the period ended
31 December 2008



G4S (March 2008) Limited

DIRECTORS AND OFFICERS

DIRECTORS

PN Buckles
PV David
TL Dighton
S Lundsberg-Nielsen

SECRETARY

PV David

REGISTERED OFFICE

The Manor
Manor Royal
Crawley
West Sussex
RH10 9UN

AUDITORS

KPMG Audit Plc
8 Salisbury Square
London
EC4Y 8BB

G4S (March 2008) Limited

DIRECTORS' REPORT

The directors submit their report and the financial statements of G4S (March 2008) Limited for the period ended 31 December 2008.

PRINCIPAL ACTIVITIES

The company was incorporated on 14th March 2008. The principal activity of the company during the period was that of an investment holding company. The principal activity of its subsidiaries is the provision of protection and security services.

REVIEW OF THE BUSINESS

The directors consider the state of affairs of the business to be satisfactory.

DIVIDENDS

The directors do not recommend the payment of a dividend.

DIRECTORS

The following directors have held office during the period:

PN Buckles
PV David
TL Dighton
S Lundsberg-Nielsen

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 they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

AUDITORS

In accordance with Section 384 of the Companies Act 1985, a resolution for the re-appointment of KPMG Audit Plc as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

By order of the board



PV David
Director

30 April 2009

G4S (March 2008) Limited

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).

The financial statements are required by law to 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 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985. 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF G4S (MARCH 2008) LIMITED

We have audited the financial statements of G4S (March 2008) Limited for the period ended 31 December 2008 which comprise of the Profit and Loss Account, the Balance Sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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 auditor's 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

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 3.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

BASIS OF AUDIT OPINION

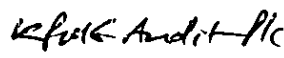
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

OPINION

In our opinion:

- the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2008 and of its loss for the period then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.



KPMG Audit Plc
Chartered Accountants
Registered Auditor
London

30 April 2009

G4S (March 2008) Limited
PROFIT AND LOSS ACCOUNT
for the period ended 31 December 2008

	<i>Notes</i>	31 December 2008 £'000
Bank interest receivable		333
Interest payable to group undertakings		(1,104)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>(771)</u>
Tax on loss on ordinary activities	3	216
LOSS FOR THE FINANCIAL PERIOD	6	<u><u>(555)</u></u>

The operating result for the period arises from the company's continuing operations.

No separate statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the profit and loss account.

There is no difference between the results as stated and the results on a historical cost basis.

G4S (March 2008) Limited

BALANCE SHEET

As at 31 December 2008

	Notes	31 December 2008 £'000
FIXED ASSETS		
Investments	4	45,918
CURRENT ASSETS		
Taxation		216
Cash at bank		342
		558
CREDITORS: Amounts falling due within one year		
Amounts owed to group undertakings		(231)
Other creditor		(300)
		(531)
NET CURRENT ASSETS		27
NET ASSETS		45,945
CAPITAL AND RESERVES		
Called up share capital	5	46,500
Profit and loss account	6	(555)
EQUITY SHAREHOLDERS' FUNDS	7	45,945

Approved by the board on 30 April 2009


PV David
Director

G4S (March 2008) Limited

NOTES TO THE FINANCIAL STATEMENTS

for the period ended 31 December 2008

1 ACCOUNTING POLICIES

The financial statements have been prepared on a going concern basis under the historical cost convention and in accordance with the Companies Act 1985 and applicable accounting standards.

The company is exempt by virtue of s228 of the Companies Act 1985 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

Under Financial Reporting Standard (FRS) 1 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.

As 100% of the company's voting rights are controlled within the group headed by G4S plc, the company has taken advantage of the exemption contained in FRS 8 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 G4S plc, within which this company is included, can be obtained from the address given in note 8.

INVESTMENTS

Long term investments in subsidiary undertakings are classified as fixed assets and stated at cost. Provision is made for any permanent diminution in the value of fixed asset investments.

TAXATION

The charge for taxation is based on the profit for the period 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.

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 or losses on translation are included in the profit and loss account.

2 EMPLOYEES

31 December
2008
Number

The average monthly number of persons (including directors)
employed by the company during the period was:
Management

4

No staff costs were incurred in the period as these were borne by other group entities.

DIRECTORS' REMUNERATION

The directors received no emoluments in the period in respect of their services to the company.

G4S (March 2008) Limited
NOTES TO THE FINANCIAL STATEMENTS
for the period ended 31 December 2008

3	TAXATION	31 December 2008 £'000
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Current tax:	
UK corporation tax on profits of the period	216

The tax assessed for the period is the same as the standard rate of corporation tax in the UK of 28%.

4	FIXED ASSET INVESTMENTS	Subsidiary undertakings £
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Cost and net book value:	
At beginning of period	-
Additions	45,918
At end of period	45,918

The company holds equity in the following undertakings:

Subsidiary undertakings	Country of registration/ incorporation	Class of holding	Proportion directly held	Nature of business
ArmorGroup International plc	United Kingdom	Ordinary	100%	Security Services

5	SHARE CAPITAL	31 December 2008 £'000
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Authorised:	
50,000,000 ordinary shares of £1 each	50,000
Allotted, issued and fully paid:	
46,500,000 ordinary shares of £1 each	46,500

During the period, the company issued 46,500,000 ordinary shares of £1 each, fully paid up for cash at par.

6	PROFIT AND LOSS ACCOUNT	31 December 2008 £'000
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At beginning of period	-
Loss for the period	(555)
At end of period	(555)

G4S (March 2008) Limited
NOTES TO THE FINANCIAL STATEMENTS
for the period ended 31 December 2008

7	RECONCILIATION OF MOVEMENT IN EQUITY SHAREHOLDERS' FUNDS	31 December 2008 £'000
	Opening shareholders funds	-
	Loss for the financial period	(555)
	Shares issued	46,500
	Closing shareholders funds	<u>45,945</u>
8	ULTIMATE PARENT COMPANY	
	The ultimate holding company is G4S plc which is registered in England and Wales. Copies of the group accounts of G4S plc can be obtained from The Manor, Manor Royal, Crawley, West Sussex, RH10 9UN.	
9	CONTINGENT LIABILITIES	
	The company is included in a group registration for VAT purposes and is therefore jointly and severally liable for all other group companies' unpaid debts in this connection. The liability of the UK group registration at 31 December 2008 totalled £25,820,269.	
10	AUDITOR'S REMUNERATION	
	The auditor's remuneration of £800 was borne by another group company.	