

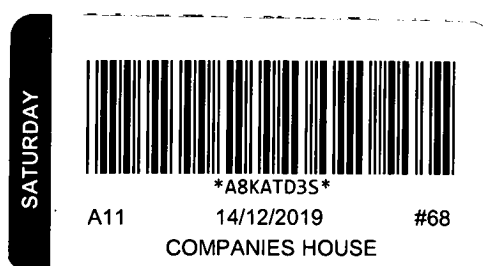
Babcock Aviation Services (Holdings) Limited

Annual report

For the year ended 31 March 2019

Company registration number:

8993601



Babcock Aviation Services (Holdings) Limited

Directors and advisors

Current directors

I Urquhart
F Martinelli
N Borrett
B Davey (Appointed on 21 January 2019)

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

Babcock Aviation Services (Holdings) Limited

Strategic report for the year ended 31 March 2019

The directors present their Strategic report on the Company for the year ended 31 March 2019.

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

	2019	2018
	£000	£000
(Loss)/Profit for the financial year	(13,773)	22,511

During the financial year the Company received £nil (2018: £61,699,000) in dividends from subsidiary undertakings.

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 70 to 81 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.

On behalf of the Board



I Urquhart
Director

9 December 2019

Babcock Aviation Services (Holdings) Limited

Directors' report for the year ended 31 March 2019

The directors present their report and the audited financial statements of the Company for the year ended 31 March 2019.

Dividends

No final dividend for the year ended 31 March 2019 has been provided by the directors (2018: £nil).

Future developments

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

Going concern

The financial statements have been prepared on a going concern basis as Babcock International Group Plc, the ultimate parent company, intends to support Babcock Aviation Services (Holdings) Limited to ensure it can meet its obligations as they fall due. The directors have received confirmation that Babcock International Group Plc intends to support the Company for at least one year after the financial statements were approved.

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 35 to 37 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
B Davey (Appointed on 21 January 2019)

Preference shares

The redemption date for the Euro preference shares was extended by mutual agreement to 31 March 2020 (or earlier with the agreement of both parties).

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). 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 the financial statements, the directors are required to:

Babcock Aviation Services (Holdings) Limited

Directors' report for the year ended 31 March 2019 (*continued*)

Statement of directors' responsibilities in respect of the financial statements (*continued*)

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- In preparing these financial statements, the directors are make judgements and accounting estimates that are reasonable and prudent; 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 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.

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.

Directors' confirmations

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is 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 that information.

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.

Reappointment of auditors

PricewaterhouseCoopers LLP were reappointed as auditors at the Annual General Meeting.

On behalf of the Board



I Urquhart
Director

9 December 2019

Babcock Aviation Services (Holdings) Limited

Independent auditors' report to the members of Babcock Aviation Services (Holdings) Limited

In our opinion, Babcock Aviation Services (Holdings) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report, which comprise: the balance sheet as at 31 March 2019; the income statement, the statement of comprehensive income, the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

Babcock Aviation Services (Holdings) Limited

Independent auditors' report to the members of Babcock Aviation Services (Holdings) Limited (*continued*)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 March 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Babcock Aviation Services (Holdings) Limited

Independent auditors' report to the members of Babcock Aviation Services (Holdings) Limited (*continued*)

Use of this report

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.

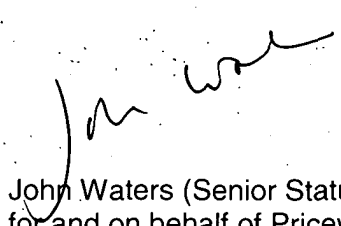
Other required reporting

Companies Act 2006 exception reporting

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 by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



John Waters (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

10 December 2019

Babcock Aviation Services (Holdings) Limited**Income statement***for the year ended 31 March 2019*

	Note	2019 £000	2018 £000
Administrative income/(expense)		<u>11,177</u>	<u>(3,665)</u>
Operating profit/(loss)	4	11,177	(3,665)
Impairment of investments in group undertakings	7	-	(12,522)
Income from shares in group undertakings		<u>-</u>	<u>61,699</u>
Profit before interest and taxation		11,177	45,512
Finance income	5	10,385	13,939
Finance costs	5	<u>(35,335)</u>	<u>(36,940)</u>
(Loss)/Profit before income tax		(13,773)	22,511
Income tax expense	6	<u>-</u>	<u>-</u>
(Loss)/Profit for the financial year		(13,773)	22,511

All of the above results derive from continuing operations.

Statement of comprehensive income*For the year ended 31 March 2019*

	2019 £000	2018 £000
(Loss)/Profit for the financial year	<u>(13,773)</u>	<u>22,511</u>
Total comprehensive income/(expense) for the year	(13,773)	22,511

Babcock Aviation Services (Holdings) Limited

Balance sheet

as at 31 March 2019

	Note	2019 £000	2018 £000
Fixed assets			
Investments	7	<u>1,707,814</u>	<u>1,382,291</u>
Current assets			
Trade and other receivables – amounts falling due within one year	8	<u>74,706</u>	<u>59,889</u>
Current liabilities			
Creditors – amounts falling due within one year	9	<u>(1,011,936)</u>	<u>(86,048)</u>
Net current liabilities		<u>(937,230)</u>	<u>(26,159)</u>
Total assets less current liabilities		<u>770,584</u>	<u>1,356,132</u>
Non-current liabilities			
Creditors – amounts falling due after more than one year	9	<u>-</u>	<u>(571,775)</u>
Net assets		<u>770,584</u>	<u>784,357</u>
Equity			
Called up share capital	11	-	-
Share premium account		805,000	805,000
Accumulated losses		<u>(34,416)</u>	<u>(20,643)</u>
Total shareholders' funds		<u>770,584</u>	<u>784,357</u>

The notes on pages 11 to 19 are an integral part of these financial statements.

The financial statements on pages 8 to 19 were approved by the Board of directors and signed on its behalf by:



I Urquhart
Director

9 December 2019

Babcock Aviation Services (Holdings) Limited**Statement of changes in equity**
for the year ended 31 March 2019

	Called up share capital £000	Share premium account £000	Accumulated losses £000	Total shareholders' funds £000
Balance at 1 April 2017	-	805,000	(43,154)	761,846
Profit for the financial year	-	-	22,511	22,511
Balance at 31 March 2018	-	805,000	(20,643)	784,357
Profit for the financial year	-	-	(13,773)	(13,773)
Balance at 31 March 2019		805,000	(34,416)	770,584

Babcock Aviation Services (Holdings) Limited

Notes to the financial statements

1 General information

Babcock Aviation Services (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 principal 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.

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 measured 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 Company is a wholly owned subsidiary of Babcock Holdings Limited and is included in the consolidated financial statements of Babcock International Group PLC which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing consolidated financial statements under the terms of section 400 of the Companies Act 2006.

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 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'
- h) Paragraph 17 of IAS 24, 'Related party transactions' in respect of key management compensation
- i)

Babcock Aviation Services (Holdings) Limited

Notes to the financial statements *(continued)*

Summary of significant accounting policies *(continued)*

Basis of preparation *(continued)*

- j) The requirements of IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.

The financial statements have been prepared on a going concern basis as Babcock International Group Plc the ultimate parent company, intends to support Babcock Aviation Services (Holdings) Limited to ensure it can meet its obligations as they fall due. The Directors have received confirmation that Babcock International Group Plc intends to support the Company for at least one year after the financial statements were authorised.

Investments

Fixed asset investments are stated at cost less provision for impairment in value.

Trade receivables

Trade receivables are stated at their cost less provision for bad debts. A provision for bad debt is established when there is objective evidence that the collection of the debt is no longer probable.

Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are initially recognised at fair value, which is usually original invoice amount and are subsequently held at amortised cost using the EIR method (although, in practice, the discount is often immaterial). If payment is due within one year or less payables are classified as current liabilities. If not, they are presented as non-current liabilities.

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.

Babcock Aviation Services (Holdings) Limited

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 Operating profit/(loss)

	2019 £000	2018 £000
Foreign exchange gains/(losses)	11,177	(3,665)

The fee payable to the parent auditors and its associates in respect of the audit of the Company's financial statements was £2,094 (2018: £2,033) and was borne by Babcock International Limited.

There were no staff employed by the Company during the current or prior year. All Directors emoluments are paid by Babcock International Limited and amounts for services to the Company are immaterial.

5 Finance income and costs

	2019 £000	2018 £000
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Finance income:

Fair value gain on cross currency swap	10,385	13,939
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2019 £000	2018 £000
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Finance costs:

Net loan interest payable on cross currency swaps	(3,355)	(1,636)
Interest payable on preference shares	(21,275)	(21,365)
Fair value loss on preference shares	(10,385)	(13,939)
Interest payable on intercompany loans	(320)	-
	(35,335)	(36,940)

Babcock Aviation Services (Holdings) Limited

Notes to the financial statements (continued)

6 Income tax expense

	2019 £000	2018 £000
Current tax:		
UK corporation tax	-	-
Tax on losses	-	-

Tax expense for the year is higher (2018: higher) than the standard effective rate of corporation tax in the UK for the year ended 31 March 2019 of 19% (2018: 19%). The differences are explained below:

	2019 £000	2018 £000
(Loss)/Profit before taxation	(13,773)	22,511
(Loss)/Profit multiplied by standard UK corporation tax rate of 19% (2018: 19%)	(2,617)	4,277
Effects of:		
(Income)/Expenses not deductible for tax purposes	4,153	(5,075)
Group relief (claimed)/surrendered for nil consideration	(1,536)	798
Total tax charge for the year	-	-

It was announced in 2015 UK Budget that UK corporation tax will be reduced to 17% from April 2020. As a result of this change, UK deferred tax balances have been remeasured at 17% as this is the tax rate that will apply on reversal.

7 Investments

	2019 £000	2018 £000
Cost		
At 1 April	1,395,291	1,341,070
Additions	325,523	54,221
At 31 March	1,720,814	1,395,291
Provision for impairment		
At 1 April	13,000	478
Impairment charge during the year	-	12,522
At 31 March	13,000	13,000
Net book value		
At 31 March	1,707,814	1,382,291

Babcock Aviation Services (Holdings) Limited

Notes to the financial statements (continued)

7 Investments (continued)

During the financial year the Company received £nil (2018: £61,699,000) in dividends from Babcock Ireland Finance Limited.

On 23 January 2019, the Company subscribed for 253,136,179 ordinary shares in Babcock International Holdings Limited, at €1 each.

On 5 March 2019, the Company subscribed for 111,943,451 ordinary shares in Babcock International Holdings Limited, at €1 each.

A full list of related undertakings for the Company have been disclosed in note 13.

8 Trade and other receivables - amounts falling due within one year

	2019 £000	2018 £000
Amounts due from group undertakings	70,401	59,889
Loan receivables	4,305	-
	<u>74,706</u>	<u>59,889</u>

Amounts due from group undertakings are unsecured, non-interest bearing and repayable on demand.

9 Creditors

	2019 £000	2018 £000
Amounts falling due within one year:		
Amounts due to parent and group undertakings	449,328	84,830
Preference shares	561,390	-
Corporation tax liability	1,218	1,218
	<u>1,011,936</u>	<u>86,048</u>

Amounts due to group undertakings are non-interest bearing and repayable on demand.

Preference shares include:

- €514,650,000 (2018: nil) maturing on 31 March 2020 bearing interest at EURIBOR +4% to Babcock International Group PLC; and
- €137,516,215 (2018: nil) maturing on 31 March 2020 bearing interest at EURIBOR +4% to Babcock Holdings Limited

The redemption date for both of the above preference shares was extended by mutual agreement to 31 March 2020 (or earlier with the agreement of both parties).

Babcock Aviation Services (Holdings) Limited

Notes to the financial statements (continued)

9 Creditors (continued)

	2019 £000	2018 £000
Amounts falling due after more than one year:		
Preference shares	-	571,775

Preference shares in 2018 included:

- €514,650,000 maturing on 31 March 2020 bearing interest at EURIBOR +4% to Babcock International Group PLC; and
- €137,516,215 maturing on 31 March 2020 bearing interest at EURIBOR +4% to Babcock Holdings Limited

10 Cross Currency Swap

On 29 July 2014, the Company entered into a cross currency swap with Babcock Ireland Finance Limited. Details are as follows:

	Amount €000	Amount at swapped rates £000	Swap %	Maturity
			6 month LIBOR rate plus 4% to 6 month EURIBOR rate plus 4%	
Cross currency swap	652,166	515,546		29/07/2020

Amounts recorded in the income statement are shown below:

	2019 £000	2018 £000
Finance income	10,385	13,939
Finance costs	(10,385)	(13,939)
	-	-

11 Called up share capital

	2019 £	2018 £
Allotted and fully paid		
200 (2018: 200) ordinary shares of £1 each	200	200

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.

Babcock Aviation Services (Holdings) Limited

Notes to the financial statements (continued)

13 Related party undertakings

All related undertakings for the Company are as listed below:

<u>Name</u>	<u>Address</u>	<u>Holding %</u>
Babcock (Ireland) Treasury Limited	Custom House Plaza, Block 6, IFSC, Dublin, DUBLIN 1, Ireland	100.00%
Babcock Aviation Services Holdings International Limited	Verdala Business Centre, Level 1, LM Complex, Brewery Street, Mriehel, Birkirkara, BKR 3000, Malta	49.82%
Babcock Aviation Services Holdings, S.L.*	Plaza Pablo Ruiz, Picasso 1, Torre Picasso, 28020, Madrid, Spain	100.00%
Babcock Emergencias Aéreas España Holding, S.L.U.	Avenida de Burgos, 17, 7a planta, 28036, Madrid, Spain	49.82%
Babcock Engineering Portugal, Unipessoal, LDA	Heliporto de Salemas, Lousa, 2670-769, Lisboa, Loures, Portugal	100.00%
Babcock Europe Finance Limited	Verdala Business Centre, Level 1, LM Complex, Brewery Street, Mriehel, Birkirkara, BKR 3000, Malta	100.00%
Babcock Holdings (Italy) S.p.A.	Piazza Castello 26, 20121, Milan, Italy	49.82%
Babcock International France Aviation SAS	Lieu dit le Portaret, 83340, Le Cannet-des-Maures, France	100.00%
Babcock International France SAS	4 rue Lord Byron, 75008 PARIS, Paris, France	100.00%
Babcock International France Terre SAS	4 rue Lord Byron, 75008, Paris, France	100.00%
Babcock International Holdings Limited*	Verdala Business Centre, Level 1, LM Complex, Brewery Street, Mriehel, Birkirkara, BKR 3000, Malta	100.00%
Babcock International Italy S.p.A.	Piazza Castello no.26 - 20121 Milan, Italy	100.00%
Babcock International Spain S.L.U.	Mutxamel, Alicante, Aeródromo de Mutxamel, 03110, Partida la Almaina 92, Spain	100.00%
Babcock Investments (Number Nine) Limited	33 Wigmore Street, London, W1U 1QX, United Kingdom	100.00%
Babcock Ireland Finance Limited*	44 Esplanade, St Helier, Jersey, JE4 9WG, Jersey	100.00%
Babcock Malta (Number Two) Limited	44 Esplanade, St Helier, JE4 9WG, Jersey	100.00%
Babcock MCS Congo SA	Avenue Charles de Gaulle, PB 5871, Pointe-Noire, PB 5871, The Republic of Congo	100.00%
Babcock MCS Fleet Management S.p.A.	Piazza Castello no. 26, 20121, Milan, Italy	100.00%
Babcock MCS Ghana Limited	2nd Floor, Opeibea House, 37 Liberation Road, P.O. Box CT 9347, Cantonments, Accra, Ghana	90.00%
Babcock Mission Critical Services (Ireland) Limited	13-18 City Quay, Dublin, Dublin 2, Ireland	49.82%
Babcock Mission Critical Services Asset Management SAU	Partida La Almaina, nro. 92, 03110, Mutxamel, Alicante, Spain	100.00%
Babcock Mission Critical Services Design and Completions Limited	33 Wigmore Street, London, W1U 1QX, United Kingdom	100.00%
Babcock Mission Critical Services España SAU	Partida La Almaina, nro. 92, 03110, Mutxamel, Alicante, Spain	49.82%
Babcock Mission Critical Services Fleet Management SAU	Partida La Almaina, nro. 92, 03110, Mutxamel, Alicante, Spain	100.00%
Babcock Mission Critical Services France SA	Lieu dit le Portaret, 83340, Le Cannet-des-Maures, France	49.82%
Babcock Mission Critical Services Galicia SL	Lugar Lavacolla-Aeropuerto Santiago, S/N, C.P., 15820, Santiago de Compostela, A Coruna, Spain	91.11%

Babcock Aviation Services (Holdings) Limited

Notes to the financial statements (continued)

13 Related party undertakings (continued)

<u>Name</u>	<u>Address</u>	<u>Holding %</u>
Babcock Mission Critical Services Germany GmbH	Augsburg Airport, Flughafenstrasse 19, 86169 Augsburg, Germany	100.00%
Babcock Mission Critical Services Group, S.A.U.	Partida La Almaina, nro. 92, 03110, Mutxamel, Alicante, Spain	100.00%
Babcock Mission Critical Services Holdings, S.L.U.	Partida La Almaina, nro. 92, 03110, Mutxamel, Alicante, Spain	100.00%
Babcock Mission Critical Services International SAU	Partida La Almaina, nro. 92, 03110, Mutxamel, Alicante, Spain	100.00%
Babcock Mission Critical Services Italia S.p.A	Piazza Castello no. 26, 20121, Milan, Italy	49.82%
Babcock Mission Critical Services Leasing Limited	33 Wigmore Street, London, W1U 1QX, United Kingdom	100.00%
Babcock Mission Critical Services Ltd	33 Wigmore Street, London, W1U 1QX, United Kingdom	100.00%
Babcock Mission Critical Services Offshore Limited	33 Wigmore Street, London, W1U 1QX, United Kingdom	100.00%
Babcock Mission Critical Services Onshore Limited	33 Wigmore Street, London, W1U 1QX, United Kingdom	100.00%
Babcock Mission Critical Services Portugal, Unipessoal, LDA	Heliporto de Salemas, Lousa, 2670-769, Lisboa, Loures, Portugal	49.82%
Babcock Mission Critical Services SAU	Partida La Almaina, nro. 92, 03110, Mutxamel, Alicante, Spain	100.00%
Babcock Mission Critical Services Topco Ltd*	33, Wigmore Street, London, W1U 1QX, United Kingdom	100.00%
Babcock Mission Critical Services UK Limited	33 Wigmore Street, London, W1U 1QX, United Kingdom	100.00%
Babcock Mission Critical Services, Scandinavia AB	c/o Ashurst Advokatbyrå AB, PO Box 7124, 10387, Stockholm, Sweden	49.82%
Babcock Norway AS	Rådhusgata 3, 9008 TROMSØ, Norway	100.00%
Babcock SAA FW AB	Flygstationsvägen 4, 972 54 , Luleå, Sweden	49.82%
Babcock Scandinavia Holding AB	Flygstationsvägen 4, 972 54 , Luleå, Sweden	100.00%
Babcock Scandinavian AirAmbulance AB	Lägersvägen 3, 832 56 , Frösön, Sweden	49.82%
Babcock Scandinavian AirAmbulance AS	Rådhusgata 3, 9008 TROMSØ, Norway	49.82%
Babcock Scandinavian Aviation Services AS	Rådhusgata 3, 9008 TROMSØ, Norway	49.82%
Babcock Scandinavian Engineering AS	Rådhusgata 3, 9008 TROMSØ, Norway	49.82%
Babcock Scandinavian Holding AS	Rådhusgata 3, 9008 TROMSØ, Norway	49.82%
Babcock Support Services s.r.l.	Via Foro Buonaparte, 70 20121, Milano, Italy	100.00%
Bond Aviation Leasing Limited	33 Wigmore Street, London, W1U 1QX, United Kingdom	100.00%
Bond Aviation Topco Limited	33, Wigmore Street, London, England, W1U 1QX, United Kingdom	100.00%
Bond Mission Critical Services PLC	33 Wigmore Street, London, W1U 1QX, United Kingdom	100.00%
Cognac Formation Aero	Lieu dit le Portaret, 83340, Le Cannet des Maures, France	90.00%
European Air-Crane S.p.A.	Via Duca D'Aosta no. 20, 50129, Florence, Italy	24.41%

Babcock Aviation Services (Holdings) Limited

Notes to the financial statements (continued)

13 Related party undertakings (continued)

<u>Name</u>	<u>Address</u>	<u>Holding %</u>
Heli Aviation (Tianjin) Helicopter Sales Co., Ltd.	Room 514/515, The Aviation Industry Support Center, Comprehensive Free Trade Zone, Airport Industrial Park, 1 Boahang Riad, Tianjin, China	100.00%
Heli Aviation China Limited	World Finance Centre, Kowloon Hong Kong/Room 1102-1103 11/F, Kowloon Building, 555 Nathan Road, Mongkok, Kowloon, Hong Kong	100.00%
INAER Helicopter Chile S.A.	2880 Americo Vespucio Norte Avenue, Suite 1102, Conchali, Santiago, Chile	100.00%
INAER Helicopter Peru S.A.C.	Av. De La Floresta No 497 Int., Lima, Peru	70.06%
S.I.M.A. Societa Italiana de Manutenzioni Aeronautiche SpA	Via Duca D'Aosta no. 20, 50129, Florence, Italy	14.65%

*Directly owned by Babcock Aviation Services (Holdings) Limited.

14 Contingent liabilities

At the year-end date the Company had guaranteed or had joint and several liability for drawn Babcock International Group PLC bank facilities of £nil (2018: £nil) provided to certain Group companies. In addition, the Company had joint and several liabilities for the drawn bank overdraft facilities of other Group companies of £nil (2018: £nil).

15 Immediate and ultimate parent undertakings

The Company's immediate parent company is Babcock Holdings Limited, a company registered in England and Wales. The Company's 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