

G4S Finance (Brazil) Limited

FINANCIAL STATEMENTS

for the 424 days ended

31 December 2012



Company Registration No 07836174

G4S Finance (Brazil) Limited

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G4S Finance (Brazil) Limited

DIRECTORS AND OFFICERS

DIRECTORS

NP Buckles	(appointed 4 November 2011)
PV David	(appointed 4 November 2011)
TL Dighton	(appointed 4 November 2011)
S Lundsberg-Nielsen	(appointed 4 November 2011)

SECRETARY

C Barroche	(appointed 14 March 2013)
PV David	(appointed 4 November 2011 - resigned 14 March 2013)

REGISTERED OFFICE

The Manor
Manor Royal
Crawley
West Sussex
RH10 9UN

AUDITOR

KPMG Audit Plc
15 Canada Square
London
E14 5GL

G4S Finance (Brazil) Limited

DIRECTORS' REPORT

The directors submit their report and the financial statements of G4S Finance (Brazil) Limited for the 424 days ended 31 December 2012

PRINCIPAL ACTIVITIES

The company was incorporated on 4 November 2011 and the principal activity during the period was that of providing finance to other members of the group

REVIEW OF THE BUSINESS

The directors consider the results for the period to be satisfactory and that future results will be of a similar nature

RESULTS AND DIVIDENDS

The loss before tax for the financial period was £176,818 The company paid dividends during the period of £nil

DIRECTORS

The following directors held office during the period

NP Buckles	(appointed 4 November 2011)
PV David	(appointed 4 November 2011)
TL Dighton	(appointed 4 November 2011)
S Lundsberg-Nielsen	(appointed 4 November 2011)

DISCLOSURE OF INFORMATION TO AUDITOR

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 auditor is 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 auditor is aware of that information

AUDITOR

KPMG Audit Plc was appointed as the auditor by the board of directors during the period Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG Audit Plc will therefore continue in office

By order of the board



PV David
Director

28 March 2013

G4S Finance (Brazil) 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 period. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF G4S FINANCE (BRAZIL) LIMITED

We have audited the financial statements of G4S Finance (Brazil) Limited for the period ended 31 December 2012 set out on pages 5 to 9. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body in accordance with Chapter 3 Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an 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 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 AUDITOR

As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2012 and of its loss for the period then ended,
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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



Jonathan Downer (Senior Statutory Auditor)
for and on behalf of KPMG Audit Plc, Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL

28 March 2013

G4S Finance (Brazil) Limited

PROFIT AND LOSS ACCOUNT

For the period ended 31 December 2012

		424 days ended 31 December 2012 £'000
	<i>Notes</i>	
Interest received from group undertakings		4,834
Net loss on foreign exchange		(5,011)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(177)
Tax on loss on ordinary activities	4	(1,194)
LOSS FOR THE FINANCIAL PERIOD	6	(1,371)

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 Finance (Brazil) Limited

BALANCE SHEET

As at 31 December 2012

		31 December 2012 £'000
CURRENT ASSETS	Notes	
Amounts owed by group undertakings		40,823
		<u>40,823</u>
CREDITORS Amounts falling due within one year		
Taxation		(1,194)
		<u>(1,194)</u>
NET ASSETS		<u>39,629</u>
CAPITAL AND RESERVES		
Called up share capital	5	41,000
Profit and loss account	6	(1,371)
SHAREHOLDERS FUNDS	7	<u>39,629</u>

These financial statements were approved by the Board of Directors on 28 March 2013 and signed on its behalf by



PV David
Director

Company registration number 07836174

G4S Finance (Brazil) Limited

NOTES TO THE FINANCIAL STATEMENTS

For the period ended 31 December 2012

1 ACCOUNTING POLICIES

BASIS OF PREPARATION

The financial statements have been prepared on a going concern basis under the historical cost convention and in accordance with the Companies Act 2006 and applicable UK accounting standards (United Kingdom Generally Accepted Accounting Practice)

The company is exempt by virtue of Section 400 of the Companies Act 2006 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 are wholly owned members of the group. The consolidated financial statements of G4S plc, within which this company is included, can be obtained from the address given in note 8.

TAXATION

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

Deferred tax is recognised in respect of all material timing differences that have originated, but not reversed, by the balance sheet date. Deferred tax is measured on a non-discounted basis using tax rates that are expected to apply in the periods in which the timing differences reverse based on tax rates and laws substantively enacted by the balance sheet date.

FOREIGN CURRENCIES

Transactions in foreign currencies are recorded using the rate of exchange in operation at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the contracted rate or 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.

GOING CONCERN

The directors believe the company is well placed to manage its business risks successfully despite the current uncertain economic outlook. Thus, they continue to adopt the going concern basis in preparing the financial statements.

2 STAFF COSTS

There were no employees during the period and therefore the company incurred no staff costs.

DIRECTORS REMUNERATION

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

3 AUDITOR'S REMUNERATION

The auditor's remuneration of £1,200 was borne by another group company.

G4S Finance (Brazil) Limited

NOTES TO THE FINANCIAL STATEMENTS (Continued)

For the period ended 31 December 2012

4	TAXATION	424 days ended 31 December 2012 £'000
	<i>Analysis of tax charge in period</i>	
	<i>UK Corporation Tax</i>	
	Current tax on results of the period	1,194
		<hr/>
	The tax assessed for the period is lower than the standard rate of corporation tax in the UK of 24.7% The differences are explained below	
		424 days ended 31 December 2012 £'000
	<i>Current tax reconciliation</i>	
	Loss on ordinary activities before tax	(177)
		<hr/>
	Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 24.7%	(44)
	<i>Effects of</i>	
	Other items not deductible for corporation tax	1,238
		<hr/>
	Total current tax charge	1,194
		<hr/>
5	SHARE CAPITAL	31 December 2012 £
	<i>Allotted, issued and fully paid</i>	
	41,000,000 ordinary shares of £1 each	41,000,000
		<hr/>
	On incorporation, the company issued 41,000,000 ordinary shares of £1 each fully paid up for cash at par	
6	PROFIT AND LOSS ACCOUNT	424 days ended 31 December 2012 £'000
	Loss for the period	(1,371)
		<hr/>
7	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS	424 days ended 31 December 2012 £'000
	Loss for the period	(1,371)
	Share issue	41,000
		<hr/>
	Closing shareholders' funds	39,629
		<hr/>

G4S Finance (Brazil) Limited

NOTES TO THE FINANCIAL STATEMENTS (Continued)

For the period ended 31 December 2012

8 ULTIMATE PARENT COMPANY

G4S Finance (Brazil) Limited is controlled by its ultimate parent G4S plc, a company registered in England and Wales. The largest group in which the results of the company are consolidated is that headed by G4S plc. No other group financial statements include the results of the company. Copies of the group accounts of G4S plc can be obtained from The Manor, Manor Royal, Crawley, West Sussex, RH10 9UN.