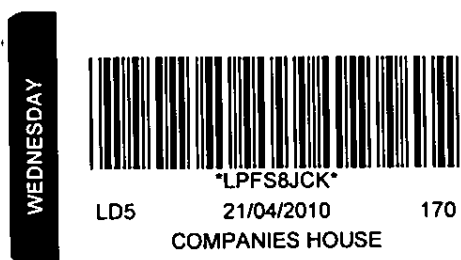


Securicor Management Services Limited

FINANCIAL STATEMENTS .

for the year ended

31 December 2009



Company Registration No 835411

Securicor Management Services Limited

DIRECTORS AND OFFICERS

DIRECTORS

PV David
TL Dighton

SECRETARY

SE Lyell

REGISTERED OFFICE

The Manor
Manor Royal
Crawley
West Sussex
RH10 9UN

AUDITORS

KPMG Audit Plc
8 Salisbury Square
London
EC4Y 8BB

Securicor Management Services Limited

DIRECTORS' REPORT

The directors submit their report and the financial statements of Securicor Management Services Limited for the year ended 31 December 2009

PRINCIPAL ACTIVITIES

The company did not trade during the year

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 year was £64,197 (2008 £112,264) The directors do not recommend the payment of a dividend (2008 £nil)

DIRECTORS

The following directors have held office during the year,

PV David
TL Dighton

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

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG Audit Plc will therefore continue in office

By order of the board



PV David
Director

16 April 2010

Securicor Management Services 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)

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

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SECURICOR MANAGEMENT SERVICES LIMITED

We have audited the financial statements of Securicor Management Services Limited for the year ended 31 December 2009 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 auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and company's members, as a body, for our audit work, for this report, or the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

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 the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

A description of the scope of an audit of financial statements is provided on the APB's web-site at www.frc.org.uk/apb/scope/UKNP.cfm.

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2009 and of its loss for the year then ended,
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

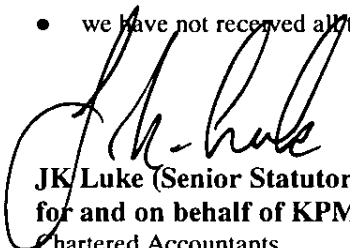
OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

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

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.



JK Luke (Senior Statutory Auditor)
for and on behalf of KPMG Audit Plc, Statutory Auditor
Chartered Accountants
8 Salisbury Square
London
EC4Y 8BB

16 April 2010

Securicor Management Services Limited

PROFIT AND LOSS ACCOUNT

for the year ended 31 December 2009

| | <i>Notes</i> | 31 December 2009 £'000 | 31 December 2008 £'000 |
|---|--------------|------------------------------|------------------------------|
| Interest payable to group undertakings | | (64) | (112) |
| LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION | | <u>(64)</u> | <u>(112)</u> |
| Tax on loss on ordinary activities | 4 | 18 | 32 |
| LOSS FOR THE FINANCIAL YEAR | 6 | <u>(46)</u> | <u>(80)</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

Securicor Management Services Limited

BALANCE SHEET

As at 31 December 2009

| | Notes | 31 December 2009 £'000 | 31 December 2008 £'000 |
|-------------------------------------|-------|------------------------------|------------------------------|
| CURRENT ASSETS | | | |
| Taxation | | 18 | 32 |
| CURRENT LIABILITIES | | | |
| Amounts falling due within one year | | | |
| Amounts owed to group undertakings | | (1,791) | (1,759) |
| NET CURRENT LIABILITIES | | <u>(1,773)</u> | <u>(1,727)</u> |
| CAPITAL AND RESERVES | | | |
| Called up share capital | 5 | 2,000 | 2,000 |
| Profit and loss account | 6 | (3,773) | (3,727) |
| SHAREHOLDERS' DEFICIT | 7 | <u>(1,773)</u> | <u>(1,727)</u> |

Approved by the Board of Directors on 16 April 2010 and signed on its behalf by



PV David
Director

Securicor Management Services Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2009

1 ACCOUNTING POLICIES

BASIS OF ACCOUNTING

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 the revised FRS 8 and has therefore not disclosed transactions or balances with entities which are wholly owned members 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 9.

TAXATION

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

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

GOING CONCERN

The financial statements have been prepared on the going concern basis, notwithstanding the company's net current liabilities, which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by G4S plc, the company's ultimate parent undertaking. G4S plc has provided the company with an undertaking that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company and in particular will not seek repayment of the amounts currently made available.

This should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing reliance on its parent undertaking for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Based on this undertaking the directors believe that it remains appropriate to prepare the financial statements on a going concern basis.

Securicor Management Services Limited

NOTES TO THE FINANCIAL STATEMENTS (Continued)

for the year ended 31 December 2009

| | | | |
|---|--|-------------------------------|-------------------------------|
| 2 | EMPLOYEES | 31 December 2009 Number | 31 December 2008 Number |
| | The average monthly number of persons (including directors) employed by the company during the period was | | |
| | Management | 2 | 2 |
| | No staff costs were incurred in the period (2008 £nil) as these were borne by other group entities | | |
| | DIRECTORS' REMUNERATION | | |
| | The directors received no emoluments in the year in respect of their services to the company (2008 £nil) | | |
| 3 | AUDITOR'S REMUNERATION | | |
| | The auditor's remuneration of £800 was borne by another group company (2008 £800) | | |
| 4 | TAXATION | 31 December 2009 £'000 | 31 December 2008 £'000 |
| | <i>Analysis of tax credit in period</i> | | |
| | UK Corporation Tax | | |
| | Current tax on results of the period | (18) | (32) |
| | The tax credit for the period represents credit received from fellow subsidiaries for the surrender of current year tax losses | | |
| | The tax assessed for the period is the same as (2008 the same as) the standard rate of corporation tax in the UK of 28% (2008 28.5%) | | |
| 5 | SHARE CAPITAL | 31 December 2009 £'000 | 31 December 2008 £'000 |
| | Allotted, issued and fully paid | | |
| | 2,000,000 ordinary shares of £1 each | 2,000 | 2,000 |
| 6 | PROFIT AND LOSS ACCOUNT | 31 December 2009 £'000 | 31 December 2008 £'000 |
| | At beginning of year | (3,727) | (3,647) |
| | Loss for the year | (46) | (80) |
| | At end of year | (3,773) | (3,727) |

Securicor Management Services Limited

NOTES TO THE FINANCIAL STATEMENTS (Continued)

for the year ended 31 December 2009

| | | | |
|---|---|------------------------------|------------------------------|
| 7 | RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS | 31 December 2009 £'000 | 31 December 2008 £'000 |
| | Loss for the year | (46) | (80) |
| | Opening shareholders' deficit | (1,727) | (1,647) |
| | Closing shareholders' deficit | <u>(1,773)</u> | <u>(1,727)</u> |

8 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 2009 totalled £12,048,051 (2008 £25,820,269)

9 ULTIMATE PARENT COMPANY

The ultimate holding company was 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