

FINANCIAL STATEMENTS

for the year ended 31 December 2013

G4S Government Services Limited DIRECTORS, OFFICERS AND PROFESSIONAL ADVISORS

DIRECTORS

G Grosso

SECRETARY

V Patel

REGISTERED OFFICE

Southside 105 Victoria Street London SW1E 6QT

AUDITOR

KPMG Audit Plc 15 Canada Square London E14 5GL

STRATEGIC REPORT

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principle activity of the company is that of a holding company. The company does not trade. The results for the year are set out in the profit and loss account on page 6

By order of the board

G Grosso Director

11 March 2014

G4S Government Services Limited DIRECTORS' REPORT

The directors submit their report and the financial statements of G4S Government Services Limited for the year ended 31 December 2013

DIRECTORS

The following directors have held office since 1 January 2013

G Grosso (appointed 18 January 2013)
S Curl (resigned 28 February 2014)
N Richards (resigned 28 February 2014)
A Farquhar (appointed 9 January 2013)
A Farquhar (resigned 18 January 2013)

POLITICAL CONTRIBUTIONS

The Company made no political donations during the year (2012 £Nil)

AUDITOR APPOINTMENT

In accordance with Section 489 of the Companies Act 2006, a resolution for the re-appointment of KPMG Audit Plc as auditor of the company is to be proposed at the forthcoming Annual General Meeting

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

The directors who were in office on the date of approval of these financial statements have confirmed, as far as they are aware, that there is no relevant audit information of which the auditors are unaware. Each of the directors have confirmed that they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditor

By order of the board

G Grosso Director 11 March 2014

Page 3

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT AND DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Strategic Report and 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 AUDITOR'S REPORT TO THE MEMBERS OF G4S GOVERNMENT SERVICES LIMITED

We have audited the financial statements of G4S Government Services Limited for the year ended 31 December 2013 set out on pages 6 to 12 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 the opinions we have formed

RESPECTIVE RESPONSIBILITIES OF DIRECTOR AND AUDITOR

As explained more fully in the Directors' Responsibilities Statement set out on page 4, 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 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 2013 and of its profit 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 Strategic Report and 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

Jonathan Downer (Senior Statutory Auditor)

for and on behalf of KPMG Audit Plc, Statutory Auditor

Chartered Accountants

15 Canada Square

London

E14 5GL

11 March 2014

PROFIT AND LOSS ACCOUNT

for the year ended 31 December 2013

	Notes	2013 £000	2012 £000
Other operating income		-	148
OPERATING PROFIT		-	148
Interest payable	1	(5)	(6)
Investment income	2	796	588
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3	791	730
Taxation	5	(35)	(35)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	10	756	695

The operating profit for the year 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 for the current and preceding year

The notes from pages 8 to 12 form part of the financial statements

BALANCE SHEET

31 December 2013

FIVED ACCETS	Notes	2013 £'000	2012 £'000
FIXED ASSETS Investments	6	1	1
		1	1
CURRENT ASSETS			
Debtors	7	3,286	2,491
CREDITORS		3,286	2,491
Amounts falling due within one year	8	(446)	(407)
NET CURRENT ASSETS		2,840	2,084
TOTAL ASSETS LESS CURRENT LIABILITIES		2,841	2,085
NET ASSETS		2,841	2,085
			
CAPITAL AND RESERVES			
Called up share capital	9	-	-
Profit and loss account	10	2,841	2,085
EQUITY SHAREHOLDERS' FUNDS	11	2,841	2,085

The financial statements were approved by the board of directors and authorised for issue on 11 March 2014 and are signed on its behalf by

G Grosso

Company Registration No 1450669

ACCOUNTING POLICIES

BASIS OF PREPARATION

The financial statements have been prepared under the historical cost convention in accordance with applicable accounting standards

The accounts present information about the company as an individual undertaking and not about its group, as the company has taken advantage of the exemption provided by section 400 of the Companies Act 2006, as it is a wholly owned subsidiary undertaking of G4S plc, a company incorporated in England & Wales, and is included in the consolidated accounts of that company

Under FRS 1 the Company is exempt from the requirements to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements

As the Company is a wholly owned subsidiary of 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

FRS 100 sets out the application of financial reporting requirements in the UK and Republic of Ireland and FRS 101 'IFRS with reduced disclosures' outlines the reduced disclosure framework available for use by qualifying entities choosing to report under IFRS FRS 102 is applicable in the UK and Republic of Ireland and is known as 'new UK GAAP' The mandatory effective date for the new framework of reporting is for accounting periods beginning on or after 1 January 2015 The Company will apply either FRS 101 ('IFRS with reduced disclosures') or FRS 102 ('new UK GAAP') A full analysis is currently being undertaken to identify the most appropriate option

TAXATION

The charge for taxation is based on the profit 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

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in years different from those in which they are recognised in the financial statements.

Deferred tax is measured at the average tax rates that are expected to apply in the years in which timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis

TURNOVER

Turnover is recognised at the fair value of the consideration received or receivable for the sale of goods and/or services in the ordinary nature of the business, net of Value Added Tax, recognised at the point of delivery of service

DIVIDENDS

Dividends are recognised as distributions to equity holders in the period in which they are paid. Dividends proposed or declared but not paid are not recognised but are disclosed in the notes to the financial statements. Dividend income from investments is recognised when shareholders' right to receive payment have been established.

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2013

1	INTEREST PAYABLE	2013 £'000	2012 £'000
	Payable to group companies	5	6
		5	6
			
2	INVESTMENT INCOME	2013 £'000	2012 £'000
	Dividends received from G4S FSI Ltd	796	588

3 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The audit fee for 2013 of £1,000 (2012 $\,$ £1,000) is paid by a fellow subsidiary G4S Secure Solutions (UK) Ltd

No other fees were paid to KPMG Audit Plc in respect of the company (2012 £Nil)

4 EMPLOYEES

The company has no employees (2012 £N1l)

DIRECTORS' REMUNERATION

The directors received no emoluments in the year in respect of their services to the company (2012 £Nil)

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2013

2 03% (2012 2 02%)

5	TAXATION	2013 £'000	2012 £'000
	Current tax UK corporation tax on profit for the year Under provision in respect of previous years	(1) 36	35 -
	Total current tax	35	35
	Tax charge on ordinary activities	35	35
	Factors affecting tax charge for year The tax assessed for the year is lower than the standard rate of corporation tax in the UK (23 3%) The differences are explained below Profit on ordinary activities before tax	791	730
	Profit on ordinary activities multiplied by standard rate of corporation tax in the UK (23 3% (2012 24 5%))	184	179
	Effects of Non Taxable UK Dividend Adjustment in respect of previous years	(185) 36	(144)
	Current tax charge for year	35	35
6	INVESTMENTS	2013 £'000	2012 £'000
	1 January	1	1
	31 December	1	1
	The company owns 85% of the share capital in G4S FSI Limited The princip Limited is the provision of security solutions including manned guarding s commercial and special events), mobile and response services, key holding, ala security, risk and consultancy services	ervices (inclu	ding retail,
7	DEBTORS	2013 £'000	2012 £'000
	Due within one year Amounts owed by group undertakings	3,286	2,491

Amounts owed by group undertakings are unsecured, repayable on demand with interest receivable at

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2013

8	CREDITORS Amounts falling due within one year	2013 £'000	2012 £'000
	Amounts owed to group undertakings Corporation Tax	411 35	372 35
		446	407
	Amounts owed to group undertakings are unsecured, repayable on demand 3 03% (2012 3 02%)	i with interest payal	ole at
9	SHARE CAPITAL	2013 £	2012 £
	Authorised 100,000 ordinary shares of £1 each	100,000	100,000
	Allotted, issued and fully paid 3 ordinary shares of £1 each	3	3
10	PROFIT AND LOSS ACCOUNT	2013 £'000	2012 £'000
	l January Profit for the financial year	2,085 756	1,390 695
	31 December	2,841	2,085
11	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS	2013 £'000	2012 £'000
	Profit for the financial year	756	695
	Net movement in shareholders' funds Opening shareholders' funds	756 2,085	695 1,390
	Closing shareholders' funds	2,841	2,085

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2013

12 RELATED PARTY TRANSACTIONS

The transactions with related parties are entered into in the normal course of the business

TRANSACTIONS	2013 £'000	2012 £'000
TURNOVER G4S FSI Limited	-	148
	-	148
		
BALANCES		
AMOUNTS DUE FROM RELATED PARTIES G4S FSI Limited	3,286	2,491
	3,286	2,491

No expense has been recognised in the year for bad and doubtful debts in respect of amounts owed by related parties (2012~£Nil)

13 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 2013 totalled £16,973,772 (2012 £18,556,356)

14 ULTIMATE PARENT UNDERTAKING

The company is a wholly owned subsidiary of G4S UK Holdings Limited, a company incorporated in the United Kingdom

The ultimate parent 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