

## Other Statutory Information

### Payments to Suppliers

The Company and Group's policy is that suppliers be paid on the basis of monthly summary invoicing plus 60 days subject to local laws or other exceptions. The average number of days credit provided by suppliers to the Group has been calculated at 67 days (2008: 48 days). The Company does not have any trade payables.

### Change of Control

A number of agreements take effect, alter or terminate upon a change of control of the Company following a takeover bid, such as bank loan agreements and employee share plans. None of these is deemed to be significant as a whole except for the following:

The £175m credit facility dated 21 May 2008 between the Company and three of its key relationship banks contains a provision such that in the event of a change of control, any lender may, if it so requires, notify the agent that it wishes to cancel this commitment whereupon the commitment of that lender will be cancelled and all its outstanding loans, together with accrued interest, will become immediately due and payable.

A change of control will be deemed to have occurred if any person or persons acting in concert (as defined in the City Code on Takeovers and Mergers) at any time is/are or become interested in more than 50 per cent of the issued ordinary share capital of the Company.

### Political Donations

There were no political donations. The Company's policy is not to make any. The Company will propose to shareholders at this year's Annual General Meeting that the precautionary authority granted at the 2006 Annual General Meeting, pursuant to the Companies Act 1985, be renewed and details are included in the Chairman's Letter and Notice of Meeting.

### Essential Contracts or other Arrangements

De La Rue confirms there are no persons with whom the Company has contractual or other arrangements, which De La Rue considers are essential to its business.

### Annual Report and the Financial Statements

#### Going Concern

The Group's business activities, together with the factors likely to affect its future development, performance and position are set out on pages 20 to 33 of the Business Review. The financial position of the Group, its cash flows, liquidity position and borrowing facilities are described in pages 38 to 40 of the Business Review. The accounting policies used in the preparation of the financial position are described in pages 72 to 77. In addition, pages 34 to 37 of the Risk and Risk Management Report include the Group's objectives, policies and processes for financial risk management, details of its financial instruments and hedging activities and its exposure to credit risk, liquidity risk and commodity pricing risk.

As described on page 39 of the Annual Report, the Group meets its funding requirements through a main corporate borrowing facility of £175m and cash generated from operations. The Group has no material debt requiring refinancing in 2009/2010.

The Group's forecasts and projections, taking into account reasonably possible changes in trading performance, show that the Group should be able to operate with its currently available facilities. The Group will open refinancing negotiations with lenders in due course and expects to be able to achieve sufficient refinancing to meet its future requirements.

The Group has sufficient financial resources together with assets that are expected to generate cash flow in the normal course of business. As a consequence the Directors have a reasonable expectation that the Company and the Group are well placed to manage their business risks and to continue in operational existence for the foreseeable future, despite the current global uncertain economic environment. Accordingly, the Directors continue to adopt the going concern basis in preparing the Annual Report and Accounts.

### Statement of Directors' responsibilities in respect of the Annual Report and the Financial Statements

The Directors are responsible for preparing the Annual Report and the Group and parent Company financial statements in accordance with applicable law and regulations. Company law requires the Directors to prepare Group and parent Company financial statements for each financial year. Under that law they are required to prepare the Group financial statements in accordance with International Financial Reporting Standards ('IFRS') as adopted by the EU and applicable law and have elected to prepare the parent Company financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice). The Group financial statements are required by law and IFRS as adopted by the EU to present fairly the financial position and the performance of the Group. The Companies Act 1985 provides in relation to such financial statements that references in the relevant part of that Act to financial statements giving a true and fair view are references to their achieving a fair presentation. The parent Company financial statements are required by law to give a true and fair view of the state of affairs of the parent Company. In preparing each of the Group and parent Company 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;
- for the Group financial statements, state whether they have been prepared in accordance with IFRS as adopted by the EU;
- for the parent Company financial statements, state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the parent Company financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group and the parent 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 parent 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 Group and to prevent and detect fraud and other irregularities.

Under applicable law and regulations, the Directors are also responsible for preparing a Directors' Report, Directors' Remuneration Report and Corporate Governance Statement that comply with that law and those regulations. The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

#### **Directors' Responsibility Statement in Respect of the Disclosure and Transparency Rules**

We confirm to the best of our knowledge:

- (a) the financial statements prepared in accordance with International Financial Reporting Statements as adopted by the EU ('adopted IFRS'), give a true and fair view of the assets, liabilities, financial position and profit of the Company and the undertakings included in the consolidation taken as a whole;
- (b) the parent Company financial statements in this report, which have been prepared in accordance with UK Accounting Standards (UK Generally Accepted Accounting Practice) and applicable law, give a true and fair view of the assets, liabilities, financial position and profit of the Company; and
- (c) the Directors' Report includes a fair review of the development and performance of the business and the position of the Company and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face.


#### **Provision 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 he or she ought to have taken as a Director to make himself or herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

#### **Auditors**

A resolution to reappoint KPMG Audit Plc as auditors to the Company will be proposed at the Annual General Meeting.

On behalf of the Board



**Simon Webb**  
Group Finance Director  
19 May 2009