



**HALF-YEARLY FINANCIAL RESULTS 2013**  
ROBERT WALTERS PLC

ROBERT WALTERS

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# ROBERT WALTERS

Over the last 28 years Robert Walters has grown and so have our ambitions. We now have 53 offices in 24 countries.

Businesses worldwide rely on us to find the very best specialist professionals to drive their business forward. Why? Because those same professionals trust us to manage their long-term careers.

## OUR CORE DISCIPLINES:

Sales & Marketing

Accounting & Finance

Supply Chain & Procurement

Engineering

Information Technology

Banking & Financial Services

Legal

Secretarial & Support

Oil & Gas

Human Resources

## FINANCIAL HIGHLIGHTS

### Revenue

(2012: £275.0m)

**£288.8M**

### Net fee income

(2012: £92.4m)

**£97.8M**

### Operating profit

(2012: £3.4m)

**£3.8M**

### Profit before taxation

(2012: £3.1m)

**£3.7M**

### Basic earnings per share

(2012: 2.9p)

**3.3P**

# INTERIM MANAGEMENT REPORT

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The Group has delivered a solid and encouraging performance during the first half of the year with net fee income growing across all of the Group's regions. The Group's long-term strategy of geographic expansion and discipline diversification has created competitive strength and enabled us to grow market share.

Revenue was up 5% to £288.8m (2012: £275.0m) and gross profit (net fee income) increased by 6% (6% in constant currency) to £97.8m (2012: £92.4m). Operating profit increased by 10% (16% in constant currency) to £3.8m (2012: £3.4m) delivering a profit before taxation increase of 19% to £3.7m (2012: £3.1m). The Group maintained a strong balance sheet and improved its net cash position to £6.9m as at 30 June 2013 (30 June 2012: £4.6m).

Two new offices, Dubai and Ghent, were opened during the first quarter. However, as noted within the Group's first quarter interim management statement, no further offices will be opened this year. Having opened 17 offices over the past three years, the Group is focused on maximising the return from this investment and increasing productivity within these new and exciting businesses.

Permanent recruitment now represents 70% (2012: 69%) of the Group's recruitment net fee income. The Group has a strong blend of permanent, contract and interim recruitment income streams and a market-leading recruitment process outsourcing business in Resource Solutions. Clients are increasingly wishing to work with a partner with global recruitment capabilities and the Group's ability to provide an end-to-end solution creates a significant competitive advantage.

Resource Solutions continues to deliver positive returns. Net fee income grew strongly during the first half; underpinned by 11 new client wins across the UK and Asia.

Group headcount stands at 2,212 (2012: 2,159) with growth of the Resource Solutions business driving the increase.

## **Asia Pacific (48% of net fee income)**

Revenue was £133.9m (2012: £134.7m) and net fee income increased by 1% (3% in constant currency) to £46.5m (£47.3m in constant currency) (2012: £45.9m) delivering an operating profit of £3.3m (£3.5m in constant currency) (2012: £3.3m).

In Australia, despite a slowdown in our Perth and Brisbane offices, we have continued to grow our market share. This is a testament to the quality and strength of our business as a whole and the success of our recent strategy of opening offices outside traditional city centre locations to service the corporate and SME markets.

In Asia, our Japan and Malaysia businesses performed particularly well. It was also pleasing to see a number of our newer and smaller operations in Thailand, Vietnam and Indonesia producing strong net fee income growth. Our Singapore and Hong Kong businesses delivered solid first half performances, whilst our recent restructure of our senior management team in China is beginning to show positive results.

Resource Solutions in Asia has started well winning five new client engagements during the period.

## **United Kingdom (27% of net fee income)**

Revenue in the UK business was £105.1m (2012: £93.4m) and net fee income increased by 12% to £26.7m (2012: £23.9m) delivering an operating profit of £0.4m (2012: £nil).

Our UK business has performed well, with our regional offices – Guildford, Milton Keynes, Birmingham and Manchester – delivering a particularly strong performance across Commerce Finance, HR, Legal and IT.

Resource Solutions recorded another strong performance during the first half of the year, securing six new client engagements across both the financial services and corporate sectors.

## **Europe (21% of net fee income)**

Revenue was £46.1m (2012: £44.0m) and net fee income increased by 5% (2% in constant currency) to £20.9m (£20.3m in constant currency) (2012: £19.9m) delivering an operating profit of £0.2m (£0.2m in constant currency) (2012: £0.3m).

Our business in France, the Group's largest in the region, has produced a remarkably resilient performance and grown market share despite the well-publicised backdrop of economic and political uncertainty. We continue to closely manage our cost base and absorbed £0.5m redundancy costs during the period.

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Germany again delivered strong net fee income growth. Market conditions in the Benelux region have improved and we opened a new Walters People office in Ghent during the first quarter. Our business in Ireland continues to perform well. However, elsewhere across the region, recruitment activity levels remain muted.

#### **Other International (4% of net fee income)**

Revenue was £3.8m (2012: £2.9m) and net fee income increased by 40% (44% in constant currency) to £3.7m (£3.8m in constant currency) (2012: £2.7m) delivering an operating loss of £0.1m (£0.1m operating loss in constant currency) (2012: operating loss of £0.2m).

Improved confidence in the US underpinned a solid performance in our New York office whilst our new business in San Francisco continued to deliver strong net fee income growth. In Brazil, our operations in Sao Paulo and Rio de Janeiro have returned to growth. South Africa continues to be a success story with net fee income growing strongly. The Group has invested in the Middle East, opening its first office in the region in Dubai.

#### **Cash flow**

The Group maintained a strong net cash position of £6.9m as at 30 June 2013 (30 June 2012: £4.6m). Working capital in the period has increased by £5.7m and notable cash outflows included a dividend of £2.7m, £1.9m of tax payments and capital expenditure of £1.2m.

#### **Dividend**

The interim dividend will be increased by 5% to 1.54p per share (2012: 1.47p) and will be paid on 18 October 2013 to those shareholders on the Company's register as at 6 September 2013.

#### **Treasury management, currency risk and other principal risks and uncertainties affecting the business**


The Group does not have material transactional exposures although is exposed to translation differences on the profits and cash flows generated in its overseas operations. Overseas currency balances that are surplus to local working capital requirements are converted on a regular basis to Pounds Sterling. The main functional currencies of the Group are Pounds Sterling, the Euro, Australian Dollar and Japanese Yen.

The other principal risks and uncertainties affecting the Group's business activities remain those detailed within the Operating and Financial Review section of the Annual Report and Accounts for the year ended 31 December 2012, namely the economic environment, people management, brand and reputation, laws and regulation and technology. The Board does not foresee a material change in respect of these factors for the remainder of the year.

#### **Outlook**

The first half results are encouraging and we are focused on generating increased productivity from our existing businesses across the globe whilst continuing to carefully manage the Group's cost base.

Global market conditions are mixed and visibility is limited, however we are seeing positive signs across some markets. The Group's market-leading international brand, diverse and robust blend of revenue streams and strong balance sheet, means that the Group is exceptionally well positioned to benefit from a sustained recovery.



**Leslie Van de Walle**  
Chairman  
31 July 2013



**Robert Walters**  
Chief Executive

# CONDENSED CONSOLIDATED INCOME STATEMENT

	Note	2013 6 months to 30 June Unaudited £'000	2012 6 months to 30 June Unaudited £'000	2012 12 months to 31 December Audited £'000
<b>Continuing operations</b>				
Revenue	4	288,839	275,006	567,771
Cost of sales		(191,059)	(182,628)	(379,380)
<b>Gross profit</b>	4	<b>97,780</b>	92,378	188,391
Administrative expenses		(93,984)	(88,940)	(179,922)
<b>Operating profit</b>	4	<b>3,796</b>	3,438	8,469
Finance income		37	76	134
Finance costs		(365)	(347)	(788)
Profit (loss) on foreign exchange		185	(100)	(90)
<b>Profit before taxation</b>		<b>3,653</b>	3,067	7,725
Taxation	5	(1,295)	(1,028)	(2,838)
Profit for the period		<b>2,358</b>	2,039	4,887
<b>Attributable to:</b>				
Owners of the Company		2,358	2,042	4,860
Non-controlling interest		–	(3)	27
		<b>2,358</b>	2,039	4,887
<b>Earnings per share (pence):</b>				
Basic	7	3.3	2.9	6.8
Diluted		2.9	2.6	6.2

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME AND EXPENSE

	2013 6 months to 30 June Unaudited £'000	2012 6 months to 30 June Unaudited £'000	2012 12 months to 31 December Audited £'000
<b>Profit for the period</b>	<b>2,358</b>	2,039	4,887
Exchange differences on translation of overseas operations	(606)	(1,187)	(2,497)
<b>Total comprehensive income and expense for the period</b>	<b>1,752</b>	852	2,390
<b>Attributable to:</b>			
Owners of the Company	1,752	855	2,363
Non-controlling interest	–	(3)	27
	<b>1,752</b>	852	2,390

# CONDENSED CONSOLIDATED BALANCE SHEET

	2013 30 June Unaudited £'000	2012 30 June Unaudited £'000	2012 31 December Audited £'000
<b>Non-current assets</b>			
Intangible assets	9,715	9,363	9,477
Property, plant and equipment	10,760	12,217	11,896
Deferred tax assets	7,389	6,813	8,033
	<b>27,864</b>	28,393	29,406
<b>Current assets</b>			
Trade and other receivables	130,415	121,890	125,703
Corporation tax receivables	3,594	1,711	2,161
Cash and cash equivalents	26,201	22,898	26,022
	<b>160,210</b>	146,499	153,886
Total assets	<b>188,074</b>	174,892	183,292
<b>Current liabilities</b>			
Trade and other payables	(93,604)	(83,567)	(94,991)
Corporation tax liabilities	(1,018)	(784)	(947)
Bank overdrafts and loans	9 (19,279)	(18,339)	(14,550)
Provisions	(552)	(727)	(464)
	<b>(114,453)</b>	(103,417)	(110,952)
<b>Net current assets</b>	<b>45,757</b>	43,082	42,934
<b>Non-current liabilities</b>			
Deferred tax liabilities	(38)	(67)	(39)
Provisions	(914)	(423)	(783)
	<b>(952)</b>	(490)	(822)
Total liabilities	<b>(115,405)</b>	(103,907)	(111,774)
<b>Net assets</b>	<b>72,669</b>	70,985	71,518
<b>Equity</b>			
Share capital	17,122	17,113	17,114
Share premium	21,321	21,247	21,249
Other reserves	(73,410)	(73,410)	(73,410)
Own shares held	(6,121)	(9,121)	(9,121)
Treasury shares held	(19,860)	(19,860)	(19,860)
Foreign exchange reserves	8,543	10,459	9,149
Retained earnings	125,074	124,055	126,397
<b>Equity attributable to owners of the Company</b>	<b>72,669</b>	70,483	71,518
Non-controlling interest	-	502	-
<b>Total equity</b>	<b>72,669</b>	70,985	71,518

# CONDENSED CONSOLIDATED CASH FLOW STATEMENT

	Note	2013 6 months to 30 June Unaudited £'000	2012 6 months to 30 June Unaudited £'000	2012 12 months to 31 December Audited £'000
<b>Cash generated (used) from operating activities</b>	8	<b>2,033</b>	(3,342)	11,330
Income taxes paid		<b>(1,927)</b>	(2,859)	(6,352)
<b>Net cash generated (used) in operating activities</b>		<b>106</b>	(6,201)	4,978
<b>Investing activities</b>				
Interest received		<b>37</b>	76	134
Purchases of computer software		<b>(538)</b>	(506)	(1,060)
Purchases of property, plant and equipment		<b>(617)</b>	(2,330)	(3,931)
Purchases of non-controlling interest		<b>(715)</b>	–	(712)
<b>Net cash used in investing activities</b>		<b>(1,833)</b>	(2,760)	(5,569)
<b>Financing activities</b>				
Equity dividends paid		<b>(2,695)</b>	(2,631)	(3,684)
Proceeds from issue of equity		<b>83</b>	–	3
Interest paid		<b>(365)</b>	(347)	(788)
Proceeds from bank loans		<b>4,688</b>	7,150	3,885
Repayment of bank loans		<b>–</b>	(699)	(1,184)
<b>Net cash generated (used) in financing activities</b>		<b>1,711</b>	3,473	(1,768)
<b>Net decrease in cash and cash equivalents</b>		<b>(16)</b>	(5,488)	(2,359)
Cash and cash equivalents at beginning of the period		<b>26,022</b>	28,965	28,965
Effect of foreign exchange rate changes		<b>195</b>	(579)	(584)
<b>Cash and cash equivalents at end of the period</b>		<b>26,201</b>	22,898	26,022



# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share capital £'000	Share premium £'000	Other reserves £'000	Own shares held £'000	Treasury shares held £'000	Foreign exchange reserves £'000	Retained earnings £'000	Total £'000	Non-controlling interest £'000	Total equity £'000
Balance at 1 January 2012	17,113	21,247	(73,410)	(12,028)	(19,860)	11,646	125,534	70,242	505	70,747
Profit for the period	-	-	-	-	-	-	2,042	2,042	(3)	2,039
Foreign currency translation differences	-	-	-	-	-	(1,187)	-	(1,187)	-	(1,187)
Total comprehensive income and expense for the period	-	-	-	-	-	(1,187)	2,042	855	(3)	852
Dividends paid	-	-	-	-	-	-	(2,631)	(2,631)	-	(2,631)
Credit to equity for equity-settled share-based payments	-	-	-	-	-	-	2,063	2,063	-	2,063
Deferred tax on share-based payment transactions	-	-	-	-	-	-	(46)	(46)	-	(46)
Transfer to own shares held on exercise of equity incentives	-	-	-	2,907	-	-	(2,907)	-	-	-
Unaudited balance at 30 June 2012	17,113	21,247	(73,410)	(9,121)	(19,860)	10,459	124,055	70,483	502	70,985
Profit for the period	-	-	-	-	-	-	2,818	2,818	30	2,848
Foreign currency translation differences	-	-	-	-	-	(1,310)	-	(1,310)	-	(1,310)
Total comprehensive income and expense for the period	-	-	-	-	-	(1,310)	2,818	1,508	30	1,538
Dividends paid	-	-	-	-	-	-	(1,053)	(1,053)	-	(1,053)
Acquisition of non-controlling interest	-	-	-	-	-	-	(1,809)	(1,809)	(532)	(2,341)
Credit to equity for equity-settled share-based payments	-	-	-	-	-	-	2,392	2,392	-	2,392
Deferred tax on share-based payment transactions	-	-	-	-	-	-	(6)	(6)	-	(6)
New shares issued	1	2	-	-	-	-	-	3	-	3
Balance at 31 December 2012	17,114	21,249	(73,410)	(9,121)	(19,860)	9,149	126,397	71,518	-	71,518
Profit for the period	-	-	-	-	-	-	2,358	2,358	-	2,358
Foreign currency translation differences	-	-	-	-	-	(606)	-	(606)	-	(606)
Total comprehensive income and expense for the period	-	-	-	-	-	(606)	2,358	1,752	-	1,752
Dividends paid	-	-	-	-	-	-	(2,695)	(2,695)	-	(2,695)
Credit to equity for equity-settled share-based payments	-	-	-	-	-	-	1,928	1,928	-	1,928
Deferred tax on share-based payment transactions	-	-	-	-	-	-	86	86	-	86
Transfer of own shares held on exercise of equity incentives	-	-	-	3,000	-	-	(3,000)	-	-	-
New shares issued	8	72	-	-	-	-	-	80	-	80
<b>Unaudited balance at 30 June 2013</b>	<b>17,122</b>	<b>21,321</b>	<b>(73,410)</b>	<b>(6,121)</b>	<b>(19,860)</b>	<b>8,543</b>	<b>125,074</b>	<b>72,669</b>	<b>-</b>	<b>72,669</b>

# NOTES TO THE CONDENSED SET OF FINANCIAL INFORMATION

## 1. Statement of accounting policies

### Basis of preparation

The annual financial statements of the Group are prepared in accordance with International Financial Reporting Standards ('IFRSs') as adopted by the European Union. The condensed set of financial statements has been prepared in accordance with the International Accounting Standard 34 'Interim Financial Reporting', as adopted by the European Union.

The accounting policies applied by the Group are as set out in detail in the Annual Report for the year ended 31 December 2012.

The Group was profitable for the period and has considerable financial resources, including £6.9m of net cash at 30 June 2013, together with a diverse range of clients and suppliers across different geographic locations and sectors. As a consequence, the Directors believe the Group is well placed to manage its business risks successfully.

After making enquiries, the Directors have formed a judgement, at the time of approving the half-yearly financial results, that there is a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future, a period of not less than 12 months. For this reason the Directors continue to adopt the going concern basis in preparing the condensed set of financial statements.

## 2. Financial information

The financial information on pages 4 to 11 was formally approved by the Board of Directors on 31 July 2013. The financial information set out in this document does not constitute statutory accounts within the meaning of section 434 of the Companies Act 2006.

Statutory accounts prepared under IFRSs for the year ended 31 December 2012 for Robert Walters plc have been delivered to the Registrar of Companies. The auditor's report on these accounts was not qualified, did not draw attention to any matters by way of emphasis and did not contain statements under section 498(2) or (3) of the Companies Act 2006.

The financial information in respect of the period ended 30 June 2013 is unaudited but has been reviewed by the Company's auditor. Their report is attached on page 12. The financial information in respect of the period ended 30 June 2012 is also unaudited.

## 3. Currency conversion

The reporting currency of the Group is Pounds Sterling and the condensed set of financial statements has been prepared on this basis.

The condensed consolidated income statement for the period 30 June 2013 has been prepared using, among other currencies, the average exchange rate of €1.1762 to the Pound (period ended 30 June 2012: €1.2157; year ended 31 December 2012: €1.2331); ¥147,453 to the Pound (30 June 2012: ¥125,750; 31 December 2012: ¥126,524) and AU\$1.5240 to the Pound (30 June 2012: AU\$1.5285; 31 December 2012: AU\$1.5312).

The condensed consolidated balance sheet as at 30 June 2013 has been prepared using the exchange rates on that day of €1.1698 to the Pound (30 June 2012: €1.2418; 31 December 2012: €1.2234); ¥150,871 to the Pound (30 June 2012: ¥124,219; 31 December 2012: ¥138,856) and AU\$1.6661 to the Pound (30 June 2012: AU\$1.5373; 31 December 2012: AU\$1.5590).

#### 4. Segmental Information

	2013 6 months to 30 June Unaudited £'000	2012 6 months to 30 June Unaudited £'000	2012 12 months to 31 December Audited £'000
<b>i) Revenue:</b>			
Asia Pacific	133,871	134,695	280,628
UK	105,128	93,438	193,247
Europe	46,090	43,982	87,787
Other International	3,750	2,891	6,109
	<b>288,839</b>	275,006	567,771
<b>ii) Gross profit:</b>			
Asia Pacific	46,462	45,930	93,353
UK	26,663	23,883	49,737
Europe	20,934	19,911	39,557
Other International	3,721	2,654	5,744
	<b>97,780</b>	92,378	188,391
<b>iii) Profit before taxation:</b>			
Asia Pacific	3,259	3,266	7,178
UK	390	29	444
Europe	218	309	1,213
Other International	(71)	(166)	(366)
<b>Operating profit</b>	<b>3,796</b>	3,438	8,469
Net finance costs	(143)	(371)	(744)
<b>Profit before taxation</b>	<b>3,653</b>	3,067	7,725
<b>iv) Total assets:</b>			
Asia Pacific	50,358	54,894	53,521
UK	73,134	64,398	68,879
Europe	22,688	21,543	20,941
Other International	4,710	2,635	3,735
Unallocated corporate assets*	37,184	31,422	36,216
	<b>188,074</b>	174,892	183,292
<b>v) Total liabilities:</b>			
Asia Pacific	(21,749)	(20,464)	(23,263)
UK	(56,154)	(47,998)	(55,871)
Europe	(13,856)	(13,775)	(14,048)
Other International	(3,311)	(2,480)	(3,056)
Unallocated corporate liabilities*	(20,335)	(19,190)	(15,536)
	<b>(115,405)</b>	(103,907)	(111,774)
<b>vi) Revenue by business grouping:</b>			
Robert Walters	228,366	229,046	467,567
Resource Solutions	60,473	45,960	100,204
	<b>288,839</b>	275,006	567,771

\* For the purpose of segmental analysis, unallocated corporate assets and liabilities include cash, bank loans, corporation and deferred tax balances.

# NOTES TO THE CONDENSED SET OF FINANCIAL INFORMATION CONTINUED

## 5. Taxation

	2013 6 months to 30 June Unaudited £'000	2012 6 months to 30 June Unaudited £'000	2012 12 months to 31 December Audited £'000
Current tax	610	1,016	4,184
Deferred tax	685	12	(1,346)
<b>Total tax charge for the period</b>	<b>1,295</b>	1,028	2,838

The tax charge is based on the expected annual tax rate of 35.5% (2012: 33.5%) on profit before taxation.

## 6. Dividends

	2013 6 months to 30 June Unaudited £'000	2012 6 months to 30 June Unaudited £'000	2012 12 months to 31 December Audited £'000
Amounts recognised as distributions to equity holders in the period:			
Final dividend for 2012 of 3.68p (2011: 3.68p)	2,695	2,632	2,632
Interim dividend for 2012 of 1.47p (2011: 1.47p)	–	–	1,052
	<b>2,695</b>	2,632	3,684
Proposed interim dividend for 2013 of 1.54p (2012: 1.47p)	<b>1,128</b>	1,039	n/a

The proposed interim dividend was approved by the Board on 31 July 2013 and has not been included as a liability at 30 June 2013.

## 7. Earnings per share

The calculation of earnings per ordinary share is based on the profit for the period attributable to equity holders of the parent and the weighted average number of shares of the Company.

	2013 6 months to 30 June Unaudited £'000	2012 6 months to 30 June Unaudited £'000	2012 12 months to 31 December Audited £'000
Profit for the period attributable to equity holders of the parent	<b>2,358</b>	2,042	4,860
	<b>Number of shares</b>	Number of shares	Number of shares
Weighted average number of shares:			
Shares in issue throughout the period	<b>85,570,741</b>	85,568,121	85,568,121
Shares issued in the period	<b>22,241</b>	–	230
Treasury and own shares held	<b>(13,064,261)</b>	(14,915,606)	(14,357,336)
<b>For basic earnings per share</b>	<b>72,528,721</b>	70,652,515	71,211,015
Outstanding share options	<b>8,088,635</b>	7,630,651	7,522,863
<b>For diluted earnings per share</b>	<b>80,617,356</b>	78,283,166	78,733,878

## 8. Notes to the cash flow statement

	2013 6 months to 30 June Unaudited £'000	2012 6 months to 30 June Unaudited £'000	2012 12 months to 31 December Audited £'000
<b>Operating profit for the period</b>	<b>3,796</b>	3,438	8,469
Adjustments for:			
Depreciation and amortisation charges	2,006	1,870	3,811
Loss on disposal of property, plant and equipment and computer software	35	21	394
Movement in share scheme balance	1,927	2,062	4,455
<b>Operating cash flows before movements in working capital</b>	<b>7,764</b>	7,391	17,129
Increase in receivables	(5,137)	(7,553)	(10,533)
(Decrease) increase in payables	(594)	(3,180)	4,734
<b>Cash generated (used) from operating activities</b>	<b>2,033</b>	(3,342)	11,330

## 9. Bank loans

In November 2012, the Group extended its three-year committed financing facility, which was increased to £30.0m until November 2015. At 30 June 2013, £18.7m was drawn down under this facility.

## 10. Related party transactions

There have been no related party transactions or changes in the related party transactions, described in the latest Annual Report, that have had a material effect on the financial position or performance of the Group in the first six months of the financial year.

## 11. Registered office

The Company's registered office is located at 11 Slingsby Place, St Martin's Courtyard, London, WC2E 9AB.

# RESPONSIBILITY STATEMENT

We confirm to the best of our knowledge:

- the condensed set of financial statements has been prepared in accordance with IAS 34 'Interim Financial Reporting';
- the interim management report includes a fair review of the information required by DTR 4.2.7R (indication of important events during the first six months and description of principal risks and uncertainties for the remaining six months of the year); and
- the interim management report and note 10 includes a fair review of the information required by DTR 4.2.8R (disclosure of related parties' transactions and changes therein).

By order of the Board,



**Alan Bannatyne**  
Chief Financial Officer  
31 July 2013

# INDEPENDENT REVIEW REPORT TO ROBERT WALTERS PLC

We have been engaged by the Company to review the condensed set of financial statements in the half-yearly financial report for the six months ended 30 June 2013 which comprises the Condensed Consolidated Income Statement, the Condensed Consolidated Statement of Comprehensive Income and Expense, the Condensed Consolidated Balance Sheet, the Condensed Consolidated Cash Flow Statement, the Condensed Consolidated Statement of Changes in Equity, and related notes 1 to 11. We have read the other information contained in the half-yearly financial report and considered whether it contains any apparent misstatements or material inconsistencies with the information in the condensed set of financial statements.

This report is made solely to the Company in accordance with International Standard on Review Engagements (UK and Ireland) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Auditing Practices Board. Our work has been undertaken so that we might state to the Company those matters we are required to state to them in an independent review 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, for our review work, for this report, or for the conclusions we have formed.

## Directors' responsibilities

The half-yearly financial report is the responsibility of, and has been approved by, the Directors. The Directors are responsible for preparing the half-yearly financial report in accordance with the Disclosure and Transparency Rules of the United Kingdom's Financial Conduct Authority.

As disclosed in note 1, the annual financial statements of the Group are prepared in accordance with IFRSs as adopted by the European Union. The condensed set of financial statements included in this half-yearly financial report has been prepared in accordance with International Accounting Standard 34, 'Interim Financial Reporting,' as adopted by the European Union.

## Our responsibility

Our responsibility is to express to the Company a conclusion on the condensed set of financial statements in the half-yearly financial report based on our review.

## Scope of review

We conducted our review in accordance with International Standard on Review Engagements (UK and Ireland) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Auditing Practices Board for use in the United Kingdom. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing (UK and Ireland) and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

## Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed set of financial statements in the half-yearly financial report for the six months ended 30 June 2013 is not prepared, in all material respects, in accordance with International Accounting Standard 34 as adopted by the European Union and the Disclosure and Transparency Rules of the United Kingdom's Financial Conduct Authority.



## Deloitte LLP

Chartered Accountants and Statutory Auditor  
London  
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31 July 2013

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