

ANNUAL REPORT 2009

GRAYDON HOLDING N.V.

Graydon Holding N.V.
Hullenbergweg 260
1101 BV Amsterdam
The Netherlands

Entered in the Trade Registry of the Amsterdam Chamber of Commerce under number 33189409.

CONTENTS

	Page
PROFILE	2
5 YEAR GRAYDON FINANCIAL KEY INDICATORS	3
LIST OF MEMBERS OF THE	
• Supervisory Board	4
• Managing Board	5
• General Management Board	5
REPORT OF THE SUPERVISORY BOARD	6
REPORT OF THE MANAGING BOARD	7
FINANCIAL STATEMENTS	13
• Consolidated statements of comprehensive income for 2009	14
• Consolidated statements of financial position as at December 31 st , 2009	15
• Consolidated statement of cash flows for 2009	16
• Notes to the 2009 consolidated financial statements	17
• Statement of financial position as at December 31 st , 2009	34
• Statement of comprehensive income for 2009	35
• Notes to the 2009 company financial statements	36
OTHER INFORMATION	
• Statutory profit allocation	39
• Profit allocation for 2008	39
• Proposed profit allocation for 2009	39
• Subsequent events	39
• Auditor's report	40
• Addresses	42

PROFILE

Graydon is one of the leading providers of credit management services in Europe. Through an international network of databases, the company supplies its clients with on-line information on the creditworthiness of businesses. Graydon also provides active credit management and debt collection services and increases its clients' credit management competences by means of training courses and a variety of publications. Graydon's service package enables its clients to take responsible decisions on credit risks that enhance their profitability and liquidity.

Graydon's activities are powered by an extensive network of databases containing financial information on businesses. The databases are continuously updated with input from a network of some 130 partners spanning the entire globe. In addition, Graydon's specialists can draw on the company's experience of more than 100 years in the credit management industry. Graydon's strength lies in its offer of sophisticated databases containing high quality and up-to-date financial, commercial and transaction-oriented company information on the one hand in combination with the strong solution-oriented services that are enabled by advanced technology on the other. Graydon focuses on the optimisation of customer value and maintaining of efficient processes.

In the credit management market, Graydon is the market leader in the Benelux and has an operating company in the United Kingdom. The company is seeking further growth and consolidation of its market position. Priority has been given to organic growth through constant innovation and product development, for example with new high-tech (on-line) client applications and through the international network, in part by tapping new markets.

Outside the credit management market, Graydon has been providing marketing services for many years through its MarktSelect business units. With target group definitions, file enrichment, market analyses and telemarketing services, MarktSelect improves the effectiveness of its clients' direct marketing operations. MarktSelect also uses Graydon's massive database.

In 2009, Graydon realised revenue of € 73.5 million and a net profit of € 14,9 million. In the report year 2009, the company had an average workforce of 486.

5 YEAR GRAYDON FINANCIAL KEY INDICATORS

	2009	2008	2007	2006	2005
Key figures (€ 000)					
Revenue	73,471	70,878	70,376	69,588	66,015
Operating profit	20,818	19,920	18,466	17,835	16,015
Net income	14,947	15,050	13,472	14,052	11,878
Working capital	6,010	15,076	4,090	14,594	12,085
Equity	15,015	24,895	14,502	24,322	21,754
Total assets	56,123	64,162	58,948	58,007	53,348
Cash flow from operations	22,476	22,602	22,206	23,575	21,162
Investments	9,609	8,944	9,739	9,046	8,736
Number of employees (FTE) (average)	486	485	494	511	516
Key performance indicators					
Revenue growth (%)	3.7	0.7	1.1	5.4	6.2
Operating profit margin (%)	28.3	28.1	26.2	25.6	24.3
Revenue per employee (€ 000)	151	146	142	136	128
Revenue per € of salary	3,06	3,15	3,10	2,97	2,32
Other financial ratio's (%)					
Current ratio	1.2	1.4	1.1	1.4	1.4
Working capital to total assets	10.7	23.5	6.9	25.2	22.6
Equity to total assets	26.7	38.8	24.6	41.9	40.8
Net margin	20.3	21.2	19.1	20.1	18.0
Operating profit to total assets	37.1	31.0	31.3	30.7	30.0
Return on equity	100	61.3	92.9	57.5	54.6

SUPERVISORY BOARD

Peter Ingenlath (1958)

Chairman of the Supervisory Board since April 2nd, 2002.

Present position: Chief Risk Officer and Vice-Chairman of the Management Board of Atradius N.V. (Netherlands).

Nationality: German.

Other Board memberships: Atradius Credit Insurance N.V. (Netherlands), Atradius Trade Credit Insurance, Inc. (USA), Atradius TradeSafe.Com GmbH, Atradius Pension Trust Germany e.V. (Germany), Tokio Marine Nichido and Atradius Credit Management and Co. Ltd. (Japan), ACI Consulting (Shanghai) Co., Ltd. (PRC), Seguros de Credito Continental S.A. (Chile).

Delfín Rueda (1964)

Member of the Supervisory Board since April 15nd, 2005.

Present position: Chief Financial Officer and Member of the Management Board of Atradius N.V. (Netherlands).

Nationality: Spanish.

Other Board memberships: Atradius Credit Insurance N.V., Atradius Finance B.V. (Netherlands), Compañía Española de Seguros y Reaseguros de Crédito y Caucción S.A. (CyC) (Spain).

Jérôme Cazes (1954) *

Member of the Supervisory Board since March 1st, 1991.

Present position: Chief Executive Officer of Coface.

Nationality: French.

Other Board memberships: Coface Deutschland (Germany), Coface Services (France), Coface Austria (Austria), Coface Central Europe Services (Central Europe), Coface North America (USA).

Eric Vaingnedroye (1960)

Member of the Supervisory Board since April 15th, 2005.

Present position: Coface Information Department Director.

Nationality: French.

Other Board memberships: Coface Central Europe Holding (Central Europe), Cogeri (France), Coface South Africa.

Jean-Yves Bajon (1960)

Member of the Supervisory Board since February 10th, 2009.

Present position: Chief Executive Officer of Coface Services.

Nationality: French.

Other Board memberships: Chairman of the Board of Easy Number Company.

Juliane Kutter (1951)

Member of the Supervisory Board since June 1st, 1999.

Present position: Member of the Management Board of Euler Hermes Kreditversicherungs-AG.

Nationality: German.

Gerard van Kaathoven (1957)

Member of the Supervisory Board since September 14th, 2007.

Present position: Chief Executive Officer of Euler Hermes Kredietverzekering N.V.

Nationality: Dutch.

*) Mr. Cazes stepped down from the Board on February 10th, 2009.

MANAGING BOARD

Joop Quist, president

GENERAL MANAGEMENT BOARD

Joop Quist	President Graydon Holding N.V.
Gertjan Kaart**	Managing Director Graydon Nederland B.V.
Wiebe Postma*	Managing Director MarktSelect B.V.
Karin Stroobants	Managing Director Graydon Belgium N.V.
Martin Williams	Managing Director Graydon UK Ltd.
Dominique Delporte-Vermeiren	Corporate Development Director

* Resigned per January 1st, 2010 as Managing Director of MarktSelect BV

** Managing Director of MarktSelect BV per January 1st, 2010.

REPORT OF THE SUPERVISORY BOARD

The Supervisory Board is pleased that Graydon succeeded in reporting growth in 2009 despite the economic recession. The operating profit increased up to € 20,818,000 (2008: € 19,920,000).

The Supervisory Board met four times in 2009. During these meetings the company's strategy, the general course of affairs, the financial reports and corporate governance were discussed with the Management Board.

The Audit Committee met three times. The findings of the internal auditor and the external auditors were discussed with the Supervisory Board. In 2009, the internal audit was to a large extent executed by the internal auditor, who participated in all three meetings and presented his findings to the Audit Committee.

This Annual Report of Graydon Holding N.V. contains the 2009 financial statements audited by KPMG Accountants N.V. The Supervisory Board has discussed the annual accounts 2009 and the proposed profit appropriation contained therein as presented by the Management Board and advises the General Meeting of Shareholders to approve the 2009 financial statements and to grant to the Management Board and the Supervisory Board discharge for the management and supervisory duties respectively, performed during the 2009 financial year.

Graydon consistently pursued and refined its strategy in 2009 with a clear view of the opportunities available to the company in a year in which the full impact of the economic crisis was felt throughout the world. We therefore thank the Management Board and all employees for their efforts.

Amsterdam, May 12th, 2010

The Supervisory Board:

Peter Ingenlath, Chairman
Delfín Rueda
Juliane Kutter
Gerard van Kaathoven
Eric Vaingnedroye
Jean-Yves Bajon

REPORT OF THE MANAGING BOARD

2009 highlights

Stable performance in a turbulent economy

In the wake of 2008, 2009 was also a turbulent year for business. The financial crisis turned into a recession. The euro zone economy contracted by 4% and the Dutch economy, too, suffered a historic contraction of 4% of GNP. The downturn was also reflected in a sharp increase in the number of bankruptcies and deteriorating payment behavior by businesses in 2009 in comparison with 2008. Several factors lay behind the increased number of bankruptcies in 2009, such as specific national economic and financial profiles, measures taken by central banks, fiscal measures to overcome the credit crunch and corporate ability to adapt to the new conditions. As a result, the number of bankruptcies in comparison with 2008 increased by more than 50% in the Netherlands and by between 0% and 94% in other countries in the euro zone.

Corporate insolvencies in Western Europe

	2009	2008	Change 2008/09 in %
Austria	7,050	6,500	+ 8.5
Belgium	9,430	8,476	+ 11.3
Denmark	5,600	3,709	+ 51.0
Finland	3,310	2,612	+ 26.7
France	55,800	49,723	+ 12.2
Germany	34,300	29,580	+ 16.0
Greece	360	359	+ 0.3
Ireland	1,400	773	+81.1
Italy	9,098	6,498	+40.0
Luxembourg	698	590	+18.3
Netherlands	10,500	6,847	+53.4
Norway	5,100	3,637	+40.2
Portugal	4,450	3,267	+36.2
Spain	4,900	2,528	+93.8
Sweden	7,600	6,298	+20.7
Switzerland	5,215	4,222	+23.5
United Kingdom	20,300	16,268	+24.8
Total	185,111	151,887	+21.9

As from the fourth quarter, the lower volume of economic activity also fed through into weaker demand for business information. Graydon closed 2009 with revenue of € 73.5 million, an increase of 4%, including an adverse currency adjustment of € 1.2 million regarding the UK £ and a onetime adjustment in Belgium of € 0.9 million to bring the revenue recognition policy in Belgium in line with the Group policy. Operational profit increased by 4% to € 20.8 million. At 28.3%, the operational profit margin remained unchanged. The profit for the year came to € 15.0 million, the same as in 2008.

Cash flow from operating activities amounted to € 22.5 million. Investments in business information database updates, technological and product innovations and product development totaled € 9.6 million, 8% higher than in 2008. Investments in software and in the development of web-based products and systems were substantially higher.

Prospects for 2010

Poised for growth as soon as the economy recovers

As the year progressed, Graydon too began to feel the effects of the economic crisis. The fall in demand for *credit information services* and *marketing information* was directly related to the lower volume of economic activity and the associated fall in the number of transactions. Opinions are divided on the recovery of the market and individual businesses.

Graydon will pay more, and more targeted, attention to costs in 2010. It will also continue to invest in staff education and training and in the content of the Business Information Database. These investments will give an extra boost to product improvement and extended the web-based services and international ICT infrastructure. In a difficult market, Graydon is therefore in a strong position to at least retain its revenue and income at the 2009 level and is well positioned to achieve further growth as soon as the market picks up again.

Commercial performance

Despite the unfavorable economic conditions, Graydon achieved clear growth in credit information, credit management and debt collection services in 2009. Substantial investments were made during the year to strengthen the foundations for new growth in the future. A number of products were further refined and internet accessibility and functionality were enhanced.

Information management

Revenue from credit information services increased in 2009 by 18% in Belgium, by 8% in the Netherlands and by 6% in the United Kingdom. Competition of the information market was intensified by the arrival of more low-cost providers, a trend that has been ongoing for some time. It did not prompt a decline in Graydon's market share, however. This strengthens the company's conviction that clients need the added value embodied in its information and customized services.

In *the Netherlands* Graydon introduced PYNG during the year, an application for mobile platforms that enables clients to receive information directly on their mobile telephones. This product meets client needs to receive information in a variety of ways. The product range in the Netherlands was also extended with XSection, a commercial fraud prevention tool that provides critical information on unusual corporate behavior and business patterns.

In *Belgium*, an e-shop was opened to provide information on a pay-as-you-go basis. The information includes foreign reports and promo packs (a combination of products such as reports, deeds and financial statements at a bargain price). Graydon also developed the Graydon Payment Index for the Belgian market during the year. Published every quarter, the index shows the development of payment behavior in Belgium with payment conditions.

In cooperation with Mediafin, a newspaper publisher, Graydon developed a trade guide that enables users to find businesses and make quick and simple comparisons. To strengthen Graydon's position in the market, a separate marketing department was set up.

In the *United Kingdom*, Graydon reported substantial growth in credit management solutions, which increased by no less than 34% in 2009. This proves that these problem-solving services are satisfying a demand for comprehensive credit management solutions.

A milestone during the year was the launch of CreditPal, the world's first on-line credit report service for small businesses based on monthly company financial information. CreditPal allows businesses to upload monthly management account information, free of charge, online at www.creditpal-online.com. This data is standardized and validated by CreditPal and displayed to the user for approval. Relevant financial extracts are then sent to Graydon UK's credit database for use in the new credit report service. Lenders and credit insurers will be able to gain access to up-to-date management accounts. Insurers are recommending that businesses that take out credit insurance should encourage their small and medium-sized enterprise (SME) clients to use the CreditPal website as it will increase the amount of cover insurers will provide for buyer risks. This may improve their access to finance and credit insurance cover. Graydon's new credit report is driven by technology and data provided by CreditPal, a joint venture between Graydon UK and Future Route, an accounting software specialist.

Graydon has been short-listed for the Most Innovative Product Award by the Business Moneyfacts magazine.

Marketing information services

All MarktSelect's marketing activities in the Netherlands will be integrated into Graydon Nederland. This operation will substantially reduce the cost base. During the year, MarktSelect expanded its database to include information on office establishments and all government bodies. MarktSelect also issues prospect files including credit ratings and credit limits. In Belgium, work on MarktSelect Online continued with an enlargement of the selection criteria and enrichment options.

Credit management services and debt collection

Graydon enjoyed a healthy growth in credit management and debt collection services in the Netherlands. Substantial investments were made in the technical infrastructure and in streamlining processes. The dedicated sales team set up in 2008 to inject new life into the debt collection activities bore definite fruit in 2009. The economic downturn also had a positive impact on the debt collection activities as companies were more inclined to pass on debts. Revenue for the year increased by 10% in the Netherlands and by as much as 27% in Belgium.

The secondment activities contracted by 6% during the year under pressure from the economic recession. In response to the current market conditions, Graydon introduced a new form of secondment known as ActYon. The service enables a company to hire staff from the Secondment department on a daily basis in order to carry out credit management activities such as sending reminders, making telephone calls and eliminating backlogs.

Technology

In addition to regular investments to update the Business Information Database, Graydon invested in web marketing, accessing legacy systems and new product applications. In total, investments amounted to €10 million.

ICT, in particular web-based technology and applications, is of vital importance to Graydon's strategy. Not only must databases be kept up to date but applications must be developed in combination with the relevant support software in order to offer clients services that address their problems. Investments are therefore made every year to keep databases up to date and complete, and more is being invested in applications and both self-developed and purchased software to process data in the business information database and produce and deliver products and services. In view of the growing importance and complexity of the activities, systems development and modification are carried out in collaboration with specialized external parties. The present Eurogate network is being upgraded to support more products (report types), data delivery (in XML), monitoring and an improved search facility.

Personnel and organisation

As Graydon's profile is moving more towards that of a web-based full service provider, the composition of the workforce is also changing. The number of web marketeers, IT specialists, web masters, web developers and channel managers will therefore increase in the years ahead and the number of staff engaged in direct sales and production will decline further.

The average number of employees amounted to 486 FTEs in 2009 compared to 485 FTEs in 2008. In 2009, Graydon invested approximately €1.5 million in training courses and education both to enhance professional knowledge and to strengthen ICT and web skills.

Governance and riskmanagement

Introduction

In accordance with the Dutch Tabaksblat Corporate Governance Code, public and private limited liability companies that adhere to the two-tier board system must issue an in control statement. Although Graydon is not a listed company and therefore is not obliged to issue an in control statement, it believes a risk management and control system is an important tool to safeguard the sound operation of its organization. At the beginning of 2009 Graydon's management started the formal implementation of a risk management and control system with the aim of issuing an in control statement per the end of 2009.

The scope of the risk management and control system includes all Graydon Holding NV's subsidiaries. The individual subsidiaries are responsible for developing risk management and control systems that are appropriate to their situation and size and that correspond to their own characteristics and relationship with the holding company and other subsidiaries.

Graydon uses the COSO Enterprise Risk Management framework as a reference model and has adopted compatible processes and terminology. COSO is the worldwide standard and has therefore been selected as the basis for Graydon's risk management and control system.

Governance

Governance within Graydon is an expression of the management structure and is defined as a means to safeguard the relationship between management, control and supervision. Risk management is the starting point. The Graydon Managing Board is responsible for the Graydon risk management and control system. It ensures that the system functions effectively and that identified risks are managed as agreed. The Managing Board has delegated responsibility for maintaining the risk management and control system to the respective Managing Directors. They are responsible for decision-making and are accountable for the material completeness of risk identification, the material correctness of risk analyses and the timeliness and appropriateness of risk decisions at individual and aggregate level.

As a subcommittee of the Supervisory Board, the Audit Committee supervises the activities of the Managing Board with respect to the operation of the risk management and internal control system. The Audit Committee is supported in its supervisory tasks by the Internal Auditor. The Internal Auditor provides additional assurance on Graydon's risk management and control system and reports its findings to management, the Managing Board and three times a year to the Audit Committee of the Supervisory Board.

Risk profile

Graydon's risk profile is determined by the group's core business: providing credit management services. The risks comprise more than the reliability of financial reporting. They also involve risks relating to the strategic and operational objectives and compliance with laws and regulations. At the beginning of 2009 a risk assessment was performed by management that provided a good insight into significant risks that are specific to Graydon. Management concluded from this self-assessment that strong control frameworks were in place for all Graydon locations. Most of the controls were in place and worked as intended.

Control system

Controls have been developed to reduce the likelihood and impact of all key risks. Risk management and control reviews are a continuous process. Responsibility for them has been delegated to the managers of each location. Risks and controls are carefully recorded and checked in a control database. In 2009 a great deal of effort was taken to document the risk management and control system. In consequence, monitoring of the design and operation of controls was limited. Monitoring concentrated mainly on the availability of IT systems (operational risk) and financial reporting. In the fourth quarter of 2009 management carried out a control self-assessment. Shortcomings detected during the self-assessment and during tests by the Internal Auditor were entered in the control database. Neither the self-assessment nor the audit tests produced significant findings in 2009. Progress regarding the internal control system and the follow-up to the shortcomings identified were communicated in a timely manner to the Managing Board and to the Audit Committee of the Supervisory Board.

In control statement

Graydon's Managing Board is aware of its responsibility for the risk management and internal control system. Significant efforts were made in 2009 to document the risk management and internal control system. On the basis of the results of self-assessments and tests of the operation of controls in 2009, the Managing Board is of the opinion that the risk management and internal control system provides reasonable assurance that the financial statements do not contain any material errors and that the risk management and control system worked properly as per the end of 2009.

The Managing Board also recognizes that the risk management and control system does not provide absolute assurance that the company will not be prevented from achieving its objectives nor can it prevent material errors, losses, fraud or the violation of laws and regulations.

Forward-looking statement

The Managing Board has no reason to believe that the risk management and control system will not work properly in 2010. Continuous efforts will be made to further improve the risk management and control system. The risk chart will be updated in response to changing circumstances and conditions. Further to this updated risk profile, Graydon's control systems are subject to continuous review and improvement. Graydon will continue to integrate responsibility for risk management into the line organization. Tests will be carried out throughout the year to ensure the effectiveness of the risk management and control system in 2010.

Amsterdam, May 12th, 2010

The Managing Board

L.J. Quist

FINANCIAL STATEMENTS

Consolidated statements of comprehensive income
for the year ended December 31st, 2009

<i>In thousands of euro</i>	Note	2009	2008
Revenue		73,471	70,878
Expenses			
Salaries	1	23,992	22,569
Social charges	1	5,125	4,941
Depreciation	6	1,232	1,352
Amortisation	7	8,010	7,660
Other operating expenses	2	21,443	21,270
		59,802	57,792
Capitalisation of:			
database expenses	7	-5,538	-5,518
software expenses	7	-1,611	-1,316
		52,653	50,958
Operating profit		20,818	19,920
Net financing income	3	455	1,106
Profit before taxation		21,273	21,026
Taxation	4	-6,288	-5,939
Profit after taxation		14,985	15,087
Foreign exchange translation differences		119	-657
Net income recognised directly in equity		119	-657
Total recognised income and expense for the period		15,104	14,430
Attributable to:			
Equity holders of the Company		14,947	15,050
Minority interest		38	37
Profit for the period		14,985	15,087

Consolidated statements of financial position before result appropriation

As at December 31st, 2009

In thousands of euro

	Note	2009	2008
Assets			
Machinery and equipment	6	2,739	2,930
Intangible assets	7	8,340	7,715
Deferred tax assets	8	486	381
Total non-current assets		11,565	11,026
Investments in Associates	5	122	153
Trade receivables	9	17,557	17,796
Other trade receivables and prepayments	9	3,572	3,247
Cash and cash equivalents	10	23,307	31,940
Total current assets		44,558	53,136
Total assets		56,123	64,162
Equity			
Authorized and issued capital	11	1,500	1,500
Share premium	11	1,376	1,376
Reserves	11	7,648	6,904
Retained earnings	11	-10,494	65
Profit for the year		14,985	15,050
Total equity attributable to equity holders of the Company		15,015	24,895
Minority interest		-38	-37
Total equity		14,977	24,858
Liabilities			
Employee benefits	12	415	359
Deferred tax liabilities	8	1,613	900
Total non-current liabilities		2,028	1,259
Trade and other payables	13	20,405	18,235
Deferred income	14	18,713	19,810
Total current liabilities		39,118	38,045
Total liabilities		41,146	39,304
Total equity and liabilities		56,123	64,162

Consolidated statement of cash flows
for the year ended December 31st, 2009

In thousands of euro

	2009	2008
Cash flows from operating activities		
Cash receipts from customers	74,808	70,751
Cash paid to suppliers and employees	-46,971	-43,249
Cash generated from operations	27,837	27,502
Interest received	544	1,106
Income taxes paid	-5,905	-6,006
Net cash from operating activities	22,476	22,602
Cash flows from investing activities		
Development expenditure intangible	-8,584	-8,039
Development expenditure tangible	-1,025	-905
Net cash from investing activities	-9,609	-8,944
Dividends paid	-21,500	-9,000
Net cash from financing activities	-21,500	-9,000
Net increase/decrease in cash and cash equivalents	-8,633	4,658
Cash and cash equivalents at January 1 st	31,940	27,282
Cash and cash equivalents at December 31st	23,307	31,940

Notes to the 2009 consolidated financial statements

Reporting entity

Shareholders in Graydon Holding N.V. are:

Name	% of shares	Address
Atradius Insurance Holding N.V.	45	David Ricardostraat 1 1066 JS Amsterdam The Netherlands
Cofinpar S.A.	27.5	12, Cours Michelet 92800 Paris la Défense 10 France
Euler Hermes Kreditversicherungs-AG	27.5	Friedensallee 254 D-22763 Hamburg Germany

Graydon Holding N.V. is a company domiciled in The Netherlands. Graydon Holding N.V. is the holder company of credit management companies. The consolidated financial statements of the Company for the year ended December 31st, 2009 comprise the Company and its subsidiaries (together referred to as the “Group”) and the Group’s interest in associates.

(a) Basis of preparation

The financial statements are presented in Euro, rounded to the nearest thousand. They are prepared on the historical cost basis, except otherwise mentioned.

Non-current assets and disposal groups held for sale are stated at the lower of carrying amount and fair value less costs to sell.

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimated and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The consolidated financial statements were prepared in accordance with International Financial Reporting Standards (IFRS).

The accounting policies have been applied consistently by the Group entities.

(b) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable or convertible are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

(ii) Investments in associates

Associates are those entities in which the Group has significant influence, but not control, over the financial and operating policies. The consolidated financial statements include the Group's share of the total recognised gains and losses of associates on an equity accounted basis, from the date that significant influence commences until the date that the significant influence ceases. When the Group's share of losses exceeds its interest in an associate, the Group's carrying amount is reduced to nil and recognition of further losses is discontinued, except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of an associate.

(iii) Transactions eliminated on consolidation

Intragroup balances and any unrealised gains and losses or income and expenses arising from intragroup transactions, are eliminated in preparing the consolidated financial statements.

(c) Foreign currency

(i) Foreign currency transactions

Transactions in foreign currencies are translated at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to euro at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the income statement as other comprehensive income. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to euro at foreign exchange rates ruling at the dates the fair value was determined.

(ii) Financial statements of foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on consolidation, are translated to euro at foreign exchange rates ruling at the balance sheet date. The revenues and expenses of foreign operations, are translated to euro at rates approximating to the foreign exchange rates ruling at the dates of the transactions.

(iii) Net investment in foreign operations

Exchange differences arising from the translation of the net investment in foreign operations are taken to translation reserve. They are released into the income statement upon disposal.

(iv) Exchange rates for the most important currencies

	December 31 st , 2008	Average 2009	December 31 st , 2009
GBP	1,05	1,08	1,11

(d) Machinery and equipment

(i) Owned assets

Items of machinery and equipment are stated at cost as deemed cost less accumulated depreciation (see below) and impairment losses.

Where parts of an item of machinery and equipment have different useful lives, they are accounted for as separate items of machinery and equipment.

(ii) Subsequent costs

The Group recognises in the carrying amount of an item of machinery and equipment the costs of replacing part of such an item when that cost is incurred if it is probable that the future economic benefits embodied with the item will flow to the Group and the cost of the item can be measured reliably. All other costs are recognised in the income statement as an expense as incurred.

(iii) Depreciation

Depreciation is charged to the income statement on a straight-line basis over the estimated useful lives of each part of an item of machinery and equipment. The estimated useful lives are as follows:

- Machinery and equipment 3-10 years
- Other components 4-5 years

The residual value, if not insignificant, is reassessed annually.

(e) Intangible assets

(i) Research and development

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in the income statement as an expense as incurred.

Expenditure on development activities, whereby research findings are applied to a plan or design for the production of new or substantially improved products and processes, is capitalised if the product or process is technically and commercially feasible and the Group has sufficient resources to complete development. The expenditure capitalised includes the cost of materials, direct labour and an appropriate proportion of overheads. Other development expenditure is recognised in the income statement as an expense as incurred. Capitalised development expenditure is stated at cost less accumulated amortisation (see below) and impairment losses (see accounting policy (h)).

(ii) Capitalised database costs include the following:

Externally purchased data and direct cost relating to the loading and maintenance of the data (only directly related salaries and other employee expenses).

(iii) Software

Internally capitalised software comprises direct-labour cost of program development (only directly related salaries and other employee expenses).

Purchased software is amortised over a 3-year period, using the straight-line method.

(iv) Subsequent expenditure

Subsequent expenditure on capitalised intangible assets is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is expensed as incurred.

(v) Amortisation

Costs directly related to the development of the information databases and internally developed software are capitalised and amortised over a period of 3 years, based upon 65% in year 1, 30% in year 2 and 5% in year 3.

(f) Trade and other receivables

Trade and other receivables are stated at their cost less of a provision for bad debts.

All receivables mature within a year.

(g) Cash and cash equivalents

Cash and cash equivalents comprises cash balances. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

(h) Impairment

The carrying amounts of the Group's assets, are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

For goodwill, assets that have an indefinite useful life, the recoverable amount is estimated at each balance sheet date.

An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the income statement.

Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to cash-generating units (group of units) and then, to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

(i) Share capital

The shareholders' equity is reported on page 37.

(j) Employee benefits

(i) Defined contribution plan

Obligations for contributions to defined contribution pension plans are recognised as an expense in the income statement as incurred.

(ii) Defined benefit plans

The Group's net obligation in respect of defined benefit pension plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan assets is deducted. The discount rate is the yield at the balance sheet date on AA credit rated bonds that have maturity dates approximating to the terms of the Group's obligations. The calculation is performed by a qualified actuary using the projected unit credit method.

When the benefits of a plan are improved, the portion of the increased benefit relating to past service by employees is recognised as an expense in the income statement on a straight-line basis over the average period until the benefits become vested. To the extent that the benefits vest immediately, the expense is recognised immediately in the income statement.

The actuarial gains and losses that arise in calculating the Group's obligation in respect of a plan, to the extent that any cumulative unrecognised actuarial gain or loss exceeds 10 per cent of the greater of the present value of the defined benefit obligation and the fair value of plan assets, that portion is recognised in the income statement over the expected average remaining working lives of the employees participating in the plan. Otherwise, the actuarial gain or loss is not recognised.

Where the calculation results in a benefit to the Group, the recognised asset is limited to the net total of any unrecognised actuarial losses and past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan.

(k) Trade and other payables

Trade and other payables are stated at cost.
All payables mature within a year.

(l) Revenue recognition

Revenue is recognized in the profit & loss statement at the moment that services are delivered.

(m) Expenses

General expenses

General expenses are recognized in the income statement using the matching principle.

Operating lease payments

Payments made under operating leases are recognised in the income statement on a straight-line basis over the term of the lease.

(n) Income tax

Income tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(o) Non-current assets held for sale and discontinued operations

Immediately before classification as held for sale, the measurement of the assets (and all assets and liabilities in a disposal group) is brought up-to-date in accordance with applicable IFRS. Then, on initial classification as held for sale, non-current assets and disposal groups are recognised at the lower of carrying amount and fair value less costs to sell.

Impairment losses on initial classification as held for sale are included in profit or loss, even when there is a revaluation. The same applies to gains and losses on subsequent re-measurement.

1. Personnel expenses € 29,117,000 (2008: € 27,510,000)

In thousands of euro

	2009	2008
Wages and salaries	23,992	22,569
Compulsory social security contributions	4,206	3,944
Contributions to defined contribution plans	698	823
Pension expenses for defined benefit plans	221	174
	29,117	27,510

2. Other operating expenses € 21,443,000 (2008: € 21,270,000)

In thousands of euro

	2009	2008
Production & Sales	9,226	9,100
Office & General	5,011	4,815
Personnel	4,118	4,332
Marketing	3,004	3,033
Other	84	-10
	21,443	21,270

3. Net financing income € 455,000 (2008: € 1,106,000)

In thousands of euro

	2009	2008
Financial income	555	1,106
Investment and associates	-100	-
Net financing income	455	1,106

4. Income tax expense € 7,415,000 (2008: € 6,458,000)

Reconciliation of effective tax rate

In thousands of euro

	2009	2008
Profit before tax	21,273	21,026
Income tax using the domestic corporation tax rate	5,425	5,362
Effect of tax rate differences	863	657
Release of prior years	-	-80
Income tax in income statement	6,288	5,939
Deferred tax - net	1,127	519
Effective tax	7,415	6,458

Reconciliation of effective tax rate

In percentage

	2009	2008
Profit before tax	100	100
Income tax using the domestic corporation tax rate	25.5	25.5
Effect of tax rate differences	4.1	3.1
Under (over) provided in prior years	-	-0.4
Income tax in income statement	29.6	28.2
Deferred tax - net	5.3	2.5
Effective tax	34.9	30.7

5. Investments in associates € 122,000 (2008: € 153,000)

The company has equity interests in the following company:

Associate	Residence	% Participation
STA International Ltd.	Maidstone	21.47

In thousands of euro

	2009	2008
Balance as per January 1 st	153	153
Change in valuation of associates	-31	-
Balance as per December 31st	122	153

6. Machinery and equipment € 2,739,000 (2008: € 2,930,000)

<i>In thousands of euro</i>	Machinery And Equipment	Other	Total
Cost			
Balance at January 1 st , 2008	9,374	2,760	12,134
Acquisitions	686	219	905
Effect of movements in foreign exchange	-22	-87	-109
Balance at December 31 st , 2008	10,038	2,892	12,930
Balance at January 1 st , 2009	10,038	2,892	12,930
Acquisitions	646	379	1,025
Effect of movements in foreign exchange	9	7	16
Balance at December 31st, 2009	10,693	3,278	13,971
Depreciation and impairment losses			
Balance at January 1 st , 2008	6,912	1,736	8,648
Depreciation charge for the year	1,017	335	1,352
Balance at December 31 st , 2008	7,929	2,071	10,000
Balance at January 1 st , 2009	7,929	2,071	10,000
Depreciation charge for the year	862	370	1,232
Balance at December 31st, 2009	8,791	2,440	11,231
Carrying amounts			
At January 1 st , 2008	2,462	1,024	3,486
At December 31 st , 2008	2,109	821	2,930
At January 1 st , 2009	2,109	821	2,930
At December 31st, 2009	1,902	837	2,739

The insurance value of the insured assets is € 19,866,000.

7. Intangible assets € 8,340,000 (2008: € 7,715,000)

<i>In thousands of euro</i>	Databases	Internal developed software	Purchased software	Total
Cost				
Balance at January 1 st , 2008	47,204	10,248	5,152	62,604
Other acquisitions - internally developed	5,518	1,316	1,205	8,039
Effect of movements in foreign exchange	-195	-56	-116	-367
	<hr/>	<hr/>	<hr/>	<hr/>
Balance at December 31 st , 2008	52,527	11,508	6,241	70,276
	<hr/>	<hr/>	<hr/>	<hr/>
Balance at January 1 st , 2009	52,527	11,508	6,241	70,276
Other acquisitions - internally developed	5,462	1,806	1,316	8,584
Effect of movements in foreign exchange	36	14	1	51
	<hr/>	<hr/>	<hr/>	<hr/>
Balance at December 31st, 2009	58,025	13,328	7,558	78,911
Amortisation and impairment losses				
Balance at January 1 st , 2008	42,257	9,059	3,585	54,901
Amortisation for the year	5,432	1,306	922	7,660
	<hr/>	<hr/>	<hr/>	<hr/>
Balance at December 31 st , 2008	47,689	10,365	4,507	62,561
	<hr/>	<hr/>	<hr/>	<hr/>
Balance at January 1 st , 2009	47,689	10,365	4,507	62,561
Amortisation for the year	5,411	1,412	1,187	8,010
	<hr/>	<hr/>	<hr/>	<hr/>
Balance at December 31st, 2009	53,100	11,777	5,694	70,571
Carrying amounts				
At January 1 st , 2008	4,947	1,189	1,567	7,703
At December 31 st , 2008	4,838	1,143	1,734	7,715
	<hr/>	<hr/>	<hr/>	<hr/>
At January 1 st , 2009	4,838	1,143	1,734	7,715
	<hr/>	<hr/>	<hr/>	<hr/>
At December 31st, 2009	4,925	1,551	1,864	8,340

8. Deferred tax assets and liabilities € 1,127,000 (2008: € 519,000)
Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

<i>In thousands of euro</i>	Assets		Liabilities		Net	
	2009	2008	2009	2008	2009	2008
Tangible assets	-132	-140	-	-	-132	-140
Intangible assets	-251	-152	950	900	699	748
Employee benefits	-103	-89	-	-	-103	-89
Other receivables	-	-	663	-	663	-
Net tax (assets) / liabilities	-486	-381	1,613	900	1,127	519

9. Trade and other receivables € 21,129,000 (2008: € 21,043,000)

<i>In thousands of euro</i>	2009	2008
Trade receivables	17,557	17,796
Other trade receivables and prepayments	3,572	3,247
	21,129	21,043

Trade receivables are shown net of a provision for bad debts of € 511,000 (2008: € 829,000).

10. Cash and cash equivalents € 23,307,000 (2008: € 31,940,000)

<i>In thousands of euro</i>	2009	2008
Bank balances	23,307	31,940
Cash and cash equivalents in the statement of cash flows	23,307	31,940

There are bank guarantees for the rented premises in The Netherlands and Belgium for a total of € 590,000 (2008 € 590,000).

In the bank balances is an amount of € 3,608,000 separated in "Stichting Deringelden Graydon Nederland" what belongs to the debt collection clients, which is not available for distribution.

11. Equity

For the explanation of the equity we refer to the company equity on page 37.

12. Employee benefits

Employee benefits 2008

In thousands of euro

	Netherlands 31-12-08	Belgium 31-12-08	Total
Present value of the defined benefit obligations	14,603	1,523	16,126
Fair value of plan assets	-12,472	-1,509	-13,981
Present value of net obligations	2,131	14	2,145
Unrecognised actuarial losses	-1,786	-	-1,786
Total employee benefits	345	14	359

Employee benefits 2009

In thousands of euro

	Netherlands 31-12-09	Belgium 31-12-09	Total
Present value of the defined benefit obligations	12,387	1,523	13,910
Fair value of plan assets	-12,126	-1,509	-13,635
Present value of net obligations	261	14	275
Unrecognised actuarial gains	140	-	140
Total employee benefits	401	14	415

Liability for defined benefit obligations

The Group makes contributions to a defined benefit plan that provides pension benefits for employees upon retirement. The Group also makes contributions to defined contribution plans. Due to the fact that the number of active participants in the defined benefit plan decreased, the value of the net obligation and unrecognised actuarial gains and losses decreased too.

Movements in the net liability for defined benefit obligations recognised in the balance sheet

<i>In thousands of euro</i>	2009	2008
Net liability for defined benefit obligations at January 1 st	345	295
Cash movements	-165	-124
Expense recognised in the income statement (see below)	221	174
Net liability for defined benefit obligations at December 31st	401	345

Expense recognised in the income statement

	2009	2008
Current service costs	69	305
Interest on obligation	592	604
Expected return on plan assets	-440	-735
	221	174

Liability for defined benefit obligations

Principal actuarial assumptions at the balance sheet date (expressed as weighted averages):

<i>In percentage</i>	2009		2008	
	Netherlands	Belgium	Netherlands	Belgium
Discount rate at December 31 st	5,0	4,0	5,0	4,0
Expected return on plan assets at December 31 st	4,0	4,0	4,0	4,0
Future salary increases	2,0	2,5	2,0	2,5
Future inflation rate	0,0	2,0	0,0	2,0
Future pension increases (old)	0,0	N/A	0,0	N/A

13. Trade and other payables € 20,405,000 (2008: € 18,235,000)

In thousands of euro

	2009	2008
Trade payables	2,602	1,949
Taxes and social charges	2,619	2,463
Debt collection liabilities	4,345	5,320
Non-trade payables and accrued expenses	10,839	8,503
	20,405	18,235

The debt collection liabilities relate to expenses incurred for clients with respect to third parties, together with funds received for clients.

14. Deferred income € 18,713,000 (2008: € 19,810,000)

The liability for deferred income pertains to amounts paid by customers and set aside for services to be performed in the future; the maximum period is 5 years and the average is 2 years.

15. Commitments and contingent liabilities € 11,438,000 (2008: € 14,008,000)

The Group has commitments and contingent liabilities for rent of buildings, cars and computer leasing.

In thousands of euro

	2009	2008
Current		
Less than one year	3,352	3,260
Non current		
Between one and five years	6,359	8,116
More than five years	1,727	2,632
	11,438	14,008

16. Related parties

The company considers its shareholders and the companies in which it holds equity stakes as related parties. The shareholders are clients of the Group, the related turnover amounts to € 3,044,000 (2008 € 3,132,000). This is all related to credit management services. All the transactions with shareholders were concluded on and at an arms' length basis. The transactions with the companies in which the Company holds equity investments were not significant. The balance sheet contains a receivable on the shareholders of € 392,000 (2008: € 305,000).

17. Staff

The average number of FTE

	2009	2008
The Netherlands	286	292
Other countries	200	193
	486	485

18. Group entities

Subsidiaries

	Country of incorporation	Ownership interest	
		2009	2008
Graydon Nederland B.V.	Netherlands	100	100
MarktSelect B.V.	Netherlands	100	100
KISYS Krediet Informatie Systemen B.V.	Netherlands	100	100
Graydon Belgium N.V.	Belgium	99.65	99.65
Graydon UK Ltd.	United Kingdom	100	100
Graydon CreditLink B.V.	Netherlands	100	100
Status Ltd.	United Kingdom	100	100
Giant.net BV	Netherlands	100	-
Stichting Dergengelden Graydon Nederland	Netherlands	-	-

19. Accounting estimates and judgements

Pension assumptions

The Group has applied the actuarial assumptions as detailed under note 12, to calculate the liability of its defined benefit plan. Any changes in these assumptions could have an effect on future pension costs.

20. Risk Management

General

As part of the operational activities, the Group is exposed to risks relating to databases and IT issues.

The Group does not use financial instruments like bonds, shares or derivatives. The Group only uses time deposits to optimize the interest earnings for the cash at banks. Therefore the Group does not run large risks regarding financial instruments, such as credit risks, liquidity risks, and market risks. Market risk can be broken down into interest rate risks, foreign exchange risks and price risks. The Group runs interest rate risks on their outstanding cash at banks and credit risks on the time deposits and debtors.

Graydon has subsidiaries in the United Kingdom. Therefore, for the Group financial statements Graydon is exposed to foreign exchange risk on these activities.

The aim of the risk policy is to limit these risks to levels acceptable to Graydon. This section of the notes provides disclosures concerning the risks identified above and the aims, policies and

procedures of the Group for managing and measuring these risks. In addition, these consolidated financial statements include quantitative disclosures.

The Audit Committee of Graydon oversees the adequacy of the risk management in connection with the risks to which Graydon is exposed. The Audit Committee is supported in its supervisory position by the Internal Audit function within Graydon. This function provides additional assurance concerning the proper control of all the Graydon business processes by performing regular and occasional evaluations. Internal Audit's findings are reported to the Audit Committee.

Credit risk

Credit risk is the risk of financial loss by Graydon if a counterparty of a financial instrument does not meet its contractual obligations. Credit risks mainly arise from receivables from customers and from deposits. Graydon's policy regarding the credit risk of the time deposits is that time deposits only may be invested in parties that have at least an A+ rating. Graydon's credit risk is mainly determined by the individual characteristics of the customers. The demographic aspects of the customer base, the risk of non-payment in the sector and the country in which the customers are active, have less impact on the credit risk. As part of the credit policy used by the business units, the individual creditworthiness of each customer is assessed before standard payment and delivery conditions are offered to the customer. In the case of contract extensions, figures from the business unit's own experience are also used in assessing the customer's creditworthiness. Deliveries to customers with a high risk profile are only made after approval by the management. Business has been done with the majority of customers for many years, with only incidental non-material losses. The Group has formed a provision for impairment for the amount of the estimated losses from trade and other receivables. The most important elements of this provision are a specific loss provision for important individual positions and a group loss provision for groups of comparable assets concerning losses suffered but not yet identified. The Group loss provision is determined on the basis of historic payment data for comparable financial assets.

Interest rate risk

A change of 100 basis points in interest rates at the reporting date would have a nil impact on equity and profit.

Liquidity risk

The liquidity risk of the Group is very limited. The majority of the clients pay upfront. See point 14 Deferred income: € 18,713,000 (2008 € 19,810,000).

Currency risk

The Group's exposure to foreign currency risk is limited to a position of € 2.6 million that is held in GBP (2008: € 3.0 million) and relates to the subsidiary in the United Kingdom.

The following significant exchange rates were applied during the year:

	Average exchange rate for the year		Spot rate on balance sheet date	
	2009	2008	2009	2008
GBP	1,08	1,21	1,11	1,05

Sensitivity analysis

A 10% strengthening of the euro against GBP at year-end would have decreased equity and profit for the reporting period by € 0,3 million. This analysis assumes that all other variables, particularly interest rates, remain constant. A 10% weakening of the euro against GBP as at year-end would have had the equal but opposite effect, assuming that all other variables remain constant.

Fair value versus carrying amount

The carrying amounts for financial assets and liabilities included on the balance sheet hardly differ from the fair value.

Statement of financial position before result appropriation

As at December 31st, 2009

In thousands of euro

	2009	2008
Assets		
Machinery and equipment	37	41
Subsidiaries and Associates	22,008	24,922
Deferred tax asset	416	300
Total non-current assets	22,461	25,263
Other receivables and prepayment	573	1,804
Cash	-	54
Total current assets	573	1,858
Total assets	23,034	27,121
Equity		
Authorized and issued capital	1,500	1,500
Share premium	1,376	1,376
Legal reserve	8,340	7,715
Foreign currency translation reserve	-692	-811
Retained earnings	-10,494	65
Profit for the year	14,985	15,050
Total equity	15,015	24,895
Liabilities		
Employee benefits	401	345
Deferred tax liabilities	950	900
Total non-current liabilities	1,351	1,245
Bank overdraft	2,446	-
Other liabilities and accruals	4,222	981
Total current liabilities	6,668	981
Total liabilities	8,019	2,226
Total equity and liabilities	23,034	27,121

Statement of comprehensive income
for the year ended December 31st, 2009

In thousands of euro

	2009	2008
Results from Group companies after taxation	15,923	15,170
Other results after taxation	-938	-120
Net profit for the year	14,985	15,050

Notes to the 2009 Company financial statements

Accounting principles – general

Accounting policies

The company financial statements of Graydon Holding N.V. have been prepared in accordance with the requirements in Title 9 Book 2 of the Dutch Civil Code. The Group prepares its consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU. The accounting policies applied in the company financial statements are the same as those applied in the consolidated financial statements. Participating interests in the Group companies are valued at net asset value determined on the basis of IFRS as adopted by the European Union.

Basis of preparation

The financial statements are presented in €, which is the presentation currency of the company.

The accounting principles applied by the Company are disclosed in the notes to the consolidated balance sheet and consolidated financial statements.

Subsidiaries and Associates € 22,008,000 (2008: € 24,922,000)

In thousands of euro

	Investment in subsidiaries 2009	Investment in non consolidated interests 2009	Total 2009	Total 2008
Balance as per January 1 st	24,769	153	24,922	24,441
Change in valuation	-218	-31	-249	
Capital issue	1,500		1,500	426
Exchange rate differences	119		119	-657
Profit for the year	15,923		15,923	15,170
Dividend received	-20,207		-20,207	-14,458
Balance as per December 31st	21,886	122	22,008	24,922

Receivables € 573,000 (2008: € 1,804,000)

All receivables are due within one year. Receivables on Group companies are included for an amount of € 573,000 (2007: € 1,804,000).

Equity € 15,015,000 (2008: € 24,895,000)

<i>In thousands of euro</i>	Share capital	Share premium	Legal reserve	Translation reserve	Retained earnings	Profit for the year	2009 Total	2008 Total
Balance at January 1st, 2009	1,500	1,376	7,715	-811	65	15,050	24,895	14,502
Distribution of 2008 result					15,050	-15,050		
Total recognised income and expense						14,985	14,985	15,050
Transfer			625		-625			
Translation result				119			119	-657
Dividends to shareholders					-24,984		-24,984	-4,000
Balance at December 31st, 2009	1,500	1,376	8,340	-692	-10,494	14,985	15,015	24,895

Authorized and issued capital € 1,500,000 (2008: € 1,500,000)

The shares amount to € 1,- nominal each.

Number of shares	Ordinary shares	
	2009	2008
Authorized and issued capital at January 1 st	1,500,000	1,500,000
Authorized and issued capital at December 31st – fully paid	1,500,000	1,500,000

Share premium € 1,376,000 (2008: € 1,376,000)

This share premium represents the amount received from shareholders for shares in excess of the nominal value at the date of incorporation of the company.

Reserves

The reserves include a translation reserve and a legal reserve.

Translation reserve € -692,000 (2008: € -811,000)

The translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations that are not integral to the operations of the Company, as well as from the translation of liabilities that hedge the Company's net investment in a foreign subsidiary.

Legal reserve € 8,340,000 (2008: € 7,715,000)

The legal reserve represents the amount to be held against the intangible assets. The reserve is not free at disposal to shareholders.

Current liabilities € 6,668,000 (2008: € 981,000)

All current liabilities are due within one year.

Remuneration of members of the Managing Board and the Board of Supervisory Directors

In case of one Managing Board member, Dutch legislation does not require to disclose the amount of this remuneration. Members of the Board of Supervisory Directors do not receive any remuneration.

Fees of the auditor

With reference to Section 2:382a(1) and (2) of the Netherlands Civil Code, the following fees for the financial year have been charged by KPMG Accountants NV to the company:

<i>In thousands of euro</i>	2009	2008
Statutory audit of annual accounts	77	97
Other assurance services	-	-
Tax advisory services	-	-
Other non-audit services	-	38
Total	77	135

Contingent liabilities

The Company has assumed unlimited liability as meant in Article 403, Part 9, Book 2 of the Netherlands Civil Code for the wholly owned Dutch subsidiaries whose financial statements have been included in the consolidated financial statements. Accordingly, these subsidiaries apply the exemption provided for in this article, in preparing and filing their financial statements.

The Company and its wholly owned Dutch subsidiaries form one tax unity. As a consequence, the company has full and unlimited liability for all tax liabilities resulting from the tax unit.

Amsterdam, May 12th, 2010

The Managing Board

Joop Quist

The Supervisory Board

Peter Ingenlath, Chairman
Delfín Rueda
Juliane Kutter
Gerard van Kaathoven
Jean-Yves Bajon
Eric Vaingnedroye

OTHER INFORMATION

1. Statutory profit allocation

Article 32 of the Articles of Association provides that:

1. The profit is at the disposal of the General Meeting of Shareholders.
2. Profit allocation can only take place with as maximum the distributable reserves.
3. Profit allocation takes place after adoption of the financial statements from which it appears that profit allocation is permissible.

2. Profit allocation for 2008

In the Annual Shareholders' Meeting on May 15, 2009 it was declared to pay a dividend of € 15,000,000 out of the reserves.

3. Proposed profit allocation for 2009

The Managing Board proposes to the General Meeting of Shareholders to pay a dividend of € 10,000,000.

In November 2009 an interim dividend of € 6,500,000 was declared and paid.
In December 2009 an interim dividend of € 3,500,000 was declared and paid.

The Managing Board proposed to the General Meeting of Shareholders to allocate the remaining result of € 4,985,000 to the retained earnings.

4. Subsequent events

On April 1, 2010, after balance sheet date, Graydon Holding obtained the remaining shares of Graydon Belgium N.V., (0.35%) 5/1420 shares.

5. Auditor's report

For the auditor's report we refer to page 40 of this report.

Auditor's report

Report on the financial statements

We have audited the accompanying financial statements 2009 of Graydon Holding N.V., Amsterdam (as set out on pages 14 to 38). The financial statements consist of the consolidated financial statements and the company financial statements. The consolidated financial statements comprise the consolidated statement of financial position as at December 31st, 2009, the consolidated statements of comprehensive income and cash flows for the year then ended and the notes, comprising a summary of significant accounting policies and other explanatory information. The company financial statements comprise the company statement of the financial position as at December 31st, 2009, the company statement of comprehensive income for the year then ended and the notes.

Management's responsibility

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards as adopted by the European Union and with Part 9 of Book 2 of the Netherlands Civil Code, and for the preparation of the management board report in accordance with Part 9 of Book 2 of the Netherlands Civil Code. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with Dutch law. This law requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion with respect to the consolidated financial statements

In our opinion, the consolidated financial statements give a true and fair view of the financial position of Graydon Holding N.V. as at December 31st, 2009, and of its result and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and with Part 9 of Book 2 of the Netherlands Civil Code.

Opinion with respect to the company financial statements

In our opinion, the company financial statements give a true and fair view of the financial position of Graydon Holding N.V. as at December 31st, 2009, and of its result for the year then ended in accordance with Part 9 of Book 2 of the Netherlands Civil Code.

Report on other legal and regulatory requirements

Pursuant to the legal requirement under article 2:393 sub 5 part f of the Netherlands Civil Code, we report, to the extent of our competence, that the management board report is consistent with the financial statements as required by article 2:391 sub 4 of the Netherlands Civil Code.

Utrecht, May 12th, 2010

KPMG ACCOUNTANTS N.V.
A. Zoetbrood RA

ADDRESSES

Graydon Holding N.V.

Hullenbergweg 260
1101 BV Amsterdam
The Netherlands
Telephone: +31 20 567 9768
Fax: +31 20 691 3520
Email: holding@graydon.nl
Website: www.graydon-group.com

Graydon Belgium N.V.

Uitbreidingstraat 84 Bus 1
2600 Berchem
Belgium
Telephone: +32 32 808 800
Fax: +32 32 808 899
Email: info@graydon.be
Website: www.graydon.be

SUBSIDIARIES

Graydon Nederland B.V.

Hullenbergweg 250
1101 BV Amsterdam
The Netherlands
Telephone: +31 20 567 9999
Fax: +31 20 696 3639
Email: service@graydon.nl
Website: www.graydon.nl

Graydon UK Ltd.

2nd Floor Hygeia Building
66 College Road
Harrow Middlesex
HA1 1BE
United Kingdom
Telephone: +44 208 515 1400
Fax: +44 208 515 1499
Email: mail@graydon.co.uk
Website: www.graydon.co.uk

MarktSelect B.V.

Paasheuvelweg 40
1105 BJ Amsterdam
The Netherlands
Telephone: +31 20 715 4444
Fax: +31 20 715 4321
Email: info@marktselect
Website: www.marktselect.nl

Graydon Creditlink B.V.

Paasheuvelweg 40
1105 BJ Amsterdam
The Netherlands
Telephone: +31 20 5679799
Fax: +31 20 6971233
Email: info@graydoninternational.com
Website: www.graydoninternational.com

Kisys Krediet Informatie Systemen B.V.

Hullenbergweg 270
1101 BV Amsterdam
The Netherlands
Telephone: +31 20 567 9567
Fax: +31 20 567 9550
Email: ask@kisys.nl
Website: www.kisys.nl

