

Amtico Holdings Limited

Annual report and financial statements
for the year ended 31 December 2014

Registered number: 3124209

SATURDAY



A4GAMV3K

A05

19/09/2015

#215

COMPANIES HOUSE

Amtico Holdings Limited

Annual report and financial statements for the year ended 31 December 2014

Contents

	Page
Strategic report for the year ended 31 December 2014	1
Directors' report for the year ended 31 December 2014	3
Independent auditor's report to the members of Amtico Holdings Limited	5
Profit and loss account for the year ended 31 December 2014	7
Balance sheet as at 31 December 2014.....	8
Notes to the financial statements for the year ended 31 December 2014.....	9

Amtico Holdings Limited

Strategic report for the year ended 31 December 2014

The directors present their annual report and the audited financial statements of the company for the year ended 31 December 2014.

Principal activities, business review and future developments

The company principally operates as an intermediate holding company for the Maneto (UK) 3 Limited group. The results of the business for the year were in line with management expectations. As an intermediate holding company future prospects of the company will depend on investments held and group dividend policy.

On 1st October 2014 Mannington Mills, Inc. (the ultimate parent company) entered into new financing arrangements with Bank of America and Royal Bank of Canada. The new banking facility has enabled Mannington Mills, Inc. to repay all of the existing third party debt of the group and removed all security over the assets of the group. Funding is available to support the planned future developments of the group.

Key performance indicators (KPIs)

As Amtico Holdings Limited is an intermediate holding company within the Maneto (UK) 3 Limited group it does not individually monitor key performance indicators. Analysis of key group KPI's are given in the consolidated financial statements of Maneto (UK) 3 Limited.

Principal risks and uncertainties

Financial risk management

Given the size of the company, the directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the board. The policies set by the board of directors are implemented by the group's Finance Department. The department has policies that set out specific guidelines to manage credit risk.

Price risk

The company has no direct exposure to equity securities price risk as it holds no listed or other equity investments.

Credit risk

The company has no direct exposure to credit risk as there are no external customers.

Liquidity risk

The company is supported by banking facilities held by the ultimate parent company, Mannington Mills, Inc. Following a re-financing in October 2014 Mannington Mills, Inc. has a mixture of long term debt supported by short term working capital facilities. The debt of Mannington Mills, Inc. is structured to allow for the ongoing operations and planned developments in all its subsidiaries.

Funding risk

The company relies on the new finance facilities that were put in place on October 1 2014 by its ultimate parent company, Mannington Mills, Inc. These facilities have no routinely tested financial covenants or restrictions on intercompany funding. Actual performance and short and medium term forecasts (including annual budgets) are reported to Mannington Mills, Inc. Board on a regular basis to allow a balanced assessment of the Mannington Mills, Inc. group's ability to continue to meet its commitments to lenders.

Amtico Holdings Limited

Strategic report for the year ended 31 December 2014 (continued)

Principal risks and uncertainties (continued)

Foreign currency risk

The company has no direct exposure to foreign currency.

By order of the board



TW Morrow
Company Secretary
Kingfield Road
Coventry
CV6 5AA

17 April 2015
Registered number: 3124209

Amtico Holdings Limited

Directors' report for the year ended 31 December 2014

Results and dividends

The company's loss for the financial year is £618,000 (2013: loss £612,000). No dividends were received in the year (2013: £nil). The directors do not recommend the payment of a dividend in respect of the year ended 31 December 2014.

Directors

The directors of the company during the year and up to the date of signing the financial statements were:

J Duck	P Snyder	(resigned 31 December 2014)
A Elsby-Smith	F Norris	(resigned 31 December 2014)
R Grizzle	K Igo	

Directors' indemnities

The company maintains liability insurance for its directors and officers through the Mannington Mills, Inc. group. The company has also provided an indemnity for its directors and the secretary through Mannington Mills, Inc. group throughout the financial year, which is a qualifying third party indemnity provision for the purposes of the Companies Act 2006.

Financial risks

The key financial risks of the company are included within the Strategic report.

Statement of Directors' responsibilities in respect of the Directors' report and the financial statements

The directors are responsible for preparing the Strategic report and the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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

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

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

Amtico Holdings Limited

Directors' report for the year ended 31 December 2014 (continued)

Statement of disclosure of information to auditors

In the case of each of the persons who are directors at the time when the report is approved, the following applies:

- (a) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- (b) he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

By order of the board



TW Morrow
Company Secretary
Kingfield Road
Coventry
CV6 5AA

17 April 2015
Registered number: 3124209

Independent auditor's report to the members of Amtico Holdings Limited

We have audited the financial statements of Amtico Holdings Limited for the year ended 31 December 2014 set out on pages 7 to 15. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely for the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the directors' responsibilities statement on pages 3 to 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

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

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2014 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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

Independent auditor's report to the members of Amtico Holdings Limited (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.



Darren Turner (Senior Statutory Auditor)
For and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
One Snowhill
Snowhill Queensway
Birmingham
B4 6GH

17 April 2015

Amtico Holdings Limited

Profit and loss account for the year ended 31 December 2014

		2014	2013
	Note	£'000	£'000
Administrative expenses		(35)	(40)
Net operating expenses		(35)	(40)
Operating loss before other operating income		(35)	(40)
Other operating income	2	475	461
Operating profit	3	440	421
Interest payable and similar charges	5	(1,058)	(941)
Loss on ordinary activities before taxation		(618)	(520)
Tax on loss on ordinary activities	8	-	(92)
Loss for the financial year	13	(618)	(612)

The results shown above have been derived wholly from continuing operations.

The company has no recognised gains or losses other than the loss stated above and therefore no separate statement of total recognised gains and losses has been provided.

There are no material differences between the profit on ordinary activities before taxation and the loss for the financial periods stated above and their historical cost equivalents.

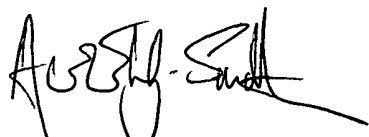
Notes on pages 9 to 15 form part of these financial statements.

Amtico Holdings Limited

Balance sheet as at 31 December 2014

		2014	2013
	Note	£'000	£'000
Fixed assets			
Tangible assets	9	1,823	1,858
Investments	10	39,091	39,091
		40,914	40,949
Current assets			
Debtors		-	-
		-	-
Creditors: amounts falling due within one year	11	(29,914)	(29,331)
Net current liabilities		(29,914)	(29,331)
Total assets less current liabilities		11,000	11,618
Capital and reserves			
Called up share capital	12	304	304
Share premium account	13	2,334	2,334
Other reserve	13	13,905	13,905
Profit and loss account	13	(5,543)	(4,925)
Total shareholders' funds	14	11,000	11,618

The financial statements on pages 7 to 15 were approved by the board of directors on 17 April 2015 and were signed on its behalf by:



A Elsby-Smith
Director

Registered number: 3124209

Amtico Holdings Limited

Notes to the financial statements for the year ended 31 December 2014

1 Principal accounting policies

Basis of preparation

These financial statements are prepared under the historical cost convention in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies are set out below and have been applied consistently throughout the year.

Going concern

The financial statements have been prepared on a going concern basis which the directors believe to be appropriate for the following reason. During 2014, as a holding company results for the year were in line with management expectations. Management has prepared forecasts that show that the company will be able to meet its liabilities over the foreseeable future and have received a letter of group support from its ultimate parent company Mannington Mills, Inc.

Exemption from consolidation

The company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare group financial statements because it is included in the consolidated financial statements of Maneto (UK) 3 Limited, the intermediate parent company.

Cash flow statement and related party disclosures

The company is a wholly owned subsidiary of Maneto (UK) 3 Limited and is included in the consolidated financial statements of Maneto (UK) 3 Limited, which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS 1 (revised 1996). The company is also exempt under the terms of FRS 8 from disclosing related party transactions with entities that are part of the Maneto (UK) 3 Limited group or investees of the Maneto (UK) 3 Limited group.

Investments

Investments are carried at cost less any provision for impairment.

Tangible fixed assets and depreciation

Tangible fixed assets are shown at historic purchase cost less accumulated depreciation, calculated from the date the asset is brought into use. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use.

Depreciation is provided at rates calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over its estimated useful life as follows:

Freehold buildings 2.5%

Freehold land is not depreciated.

Taxation

Current tax

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

Group relief is not paid for.

Operating leases

Rental income under operating leases is credited to the profit and loss account on a straight-line basis.

Amtico Holdings Limited

Notes to the financial statements for the year ended 31 December 2014 (continued)

2 Other operating income

Rental income is charged for the use of the buildings. Rental income of £475,000 was charged during the year (2013: £461,000) to The Amtico Company Limited.

3 Operating profit

Operating profit is stated after charging:

	2014	2013
	£'000	£'000
Depreciation on tangible fixed assets	35	34

4 Auditors' remuneration

Auditors' remuneration for audit services of £3,700 is borne entirely by the ultimate parent undertaking (2013: £3,600).

5 Interest payable and similar charges

	2014	2013
	£'000	£'000
Interest on inter-company loans	1,058	941

6 Directors' emoluments

No remuneration has been paid to any of the directors for services rendered to the company (2013: £nil). All directors are also directors of other companies within the Amtico Holdings Limited group and Mannington Mills, Inc. group. Two directors received emoluments from The Amtico Company Limited (2013: two) and four directors received emoluments from Mannington Mills, Inc. (2013: four). These emoluments have not been recharged to the company.

7 Employee information

The company does not have any employees other than the directors for the year (2013: none).

Amtico Holdings Limited

Notes to the financial statements for the year ended 31 December 2014 (continued)

8 Tax on loss on ordinary activities

(a) Analysis of the tax charge in the year

	2014	2013
	£'000	£'000
Current tax		
UK Corporation tax on loss for the year	-	-
Adjustment in respect of previous period	-	92
Tax on loss on ordinary activities	-	92

(b) Factors affecting the tax charge for the year

The tax assessed for the year is higher (2013: higher) than the standard rate of corporation tax in the UK of 21.50% (2013: 23.25%). The differences are explained below:

	2014	2013
	£'000	£'000
Loss on ordinary activities before tax	(618)	(520)
Loss on ordinary activities multiplied by the weighted average standard rate in the UK 21.50% (2013: 23.25%)	(133)	(121)
Effects of :		
Expenses not deductible/income not taxable for tax purposes	8	8
Group relief not paid for	125	113
Adjustment in respect of prior years	-	92
Current tax charge for the year (note 8 (a))	-	92

Factors affecting current and future tax charges

Reductions in the UK corporation tax rate from 23% to 21% (effective from 1 April 2014) and to 20% (effective 1 April 2015) were substantively enacted on 2 July 2013. This will reduce the company's future current tax charge accordingly.

There is no deferred tax either recognised or unrecognised in these financial statements. The Mannington Mills, Inc. policy is not to pay for group relief.

Amtico Holdings Limited

Notes to the financial statements for the year ended 31 December 2014 (continued)

9 Tangible assets

	Freehold land and buildings
	£'000
Cost	
At 1 January 2014	2,485
At 31 December 2014	2,485
Accumulated depreciation	
At 1 January 2014	627
Charge for the year	35
At 31 December 2014	662
Net book value	
At 31 December 2014	1,823
At 31 December 2013	1,858

£1,363,000 of the cost is freehold land. In the opinion of the directors, there is no material difference between the market value and the balance sheet value of the land.

Amtico Holdings Limited

Notes to the financial statements for the year ended 31 December 2014 (continued)

10 Investments

				£'000
Investment in subsidiary undertakings				
Cost and net book value at 1 January and 31 December 2014				39,091
At 31 December 2014, the company had an interest in the following subsidiary undertakings:				
Name of undertaking	Parent company	Country of incorporation	Description of shares held	% of nominal value of issued shares held and voting rights
The Amtico Company Limited*	Amtico Holdings Limited	Great Britain	£1 ordinary	100
Amtico International Pty*	Amtico Holdings Limited	Australia	AUS \$1 ordinary	100
Amtico International Limited*	Amtico Holdings Limited	Great Britain	£1 ordinary	100
Amtico International GmbH	Amtico International Limited	Germany	1 Euro	100
Amtico International SAS	Amtico International Limited	France	1 Euro ordinary	100
Amtico International AB	Amtico International Limited	Sweden	10 SEK ordinary	100
Amtico International Importacao, Exportacao e Comercio de Pisos Limitada	Amtico International Limited	Brazil	R\$1 ordinary	99.99
Amtico International Hong Kong Limited	Amtico International Limited	Hong Kong	HK\$1 ordinary	100
The Amtico Company Pension Trustee Limited	The Amtico Company Limited	Great Britain	£1 ordinary	100

*Indicates investments held directly by the company.

Amtico Holdings Limited

Notes to the financial statements for the year ended 31 December 2014 (continued)

10 Investments (continued)

The principal business activities of these subsidiary undertakings is the manufacture and sale of laminated flooring tiles, with the exception of Amtico International Limited whose principal activity is as an *intermediate holding company* for the Maneto (UK) 3 Limited group. The Amtico Company Pension Trustee Ltd is trustee of The Amtico Company Limited Pension Scheme. The directors believe that the carrying value of the investments is supported by their underlying net assets.

11 Creditors: amounts falling due within one year

	2014	2013
	£'000	£'000
Amounts owed to group undertakings	29,914	29,331
	29,914	29,331

Amounts owed to group undertakings are unsecured, bear interest at a rate of interest based on the external debt of Mannington Mills, Inc. (the ultimate parent company) have no fixed date of repayment and are repayable on demand.

12 Called up share capital

	2014	2013
	£'000	£'000
Allotted and fully paid		
3,038,894 ordinary shares of 10p each	304	304

13 Reserves

	Share premium account	Other reserve	Profit and loss account	Total
	£'000	£'000	£'000	£'000
At 1 January 2014	2,334	13,905	(4,925)	11,314
Loss for the financial year	-	-	(618)	(618)
At 31 December 2014	2,334	13,905	(5,543)	10,696

The Other reserve represents a capital contribution by Mannington Mills, Inc. on the acquisition of the Amtico Holdings Limited Group on 5 March 2012.

Amtico Holdings Limited

Notes to the financial statements for the year ended 31 December 2014 (continued)

14 Reconciliation of movement in shareholders' funds

	2014	2013
	£'000	£'000
Opening shareholders' funds	11,618	12,230
Loss for the financial year	(618)	(612)
Net reduction in shareholders' funds	(618)	(612)
Closing shareholders' funds	11,000	11,618

15 Ultimate parent undertaking and controlling party

The company's immediate parent company is Maneto (UK) 2 Limited which owns 100% of the issued share capital of the company. The intermediate parent company is Maneto (UK) 3 Limited which is the only UK group to consolidate these financial statements for the year ended 31 December 2014.

The ultimate parent undertaking is Mannington Mills, Inc., a privately owned company registered in the USA. Mr Keith Campbell is regarded as the ultimate controlling party of the Company.

Copies of the Maneto (UK) 3 Limited financial statements may be obtained by writing to:

TW Morrow
Company Secretary
Maneto (UK) 3 Limited
Kingfield Road
Coventry
CV6 5AA