

DeepStore Limited
Report and Unaudited Accounts
for the year ended 31 December 2015



Report and Accounts

for the year ended 31 December 2015

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Directors and advisers

Directors

B G Dunn
C E McAlindon

Secretary

C E McAlindon

Registered Office

Astbury House
Bradford Road
Winsford
Cheshire
CW7 2PA

Directors' report

The directors present their report for the year ended 31 December 2015.

The company is dormant and has not traded during the period.

Directors

D J Goadby and C E McAlindon held office for the whole of the year to 31 December 2015. B G Dunn was appointed on 16 October 2015 and D J Goadby resigned on 29 July 2016.

On behalf of the board



C E McAlindon

Director

30/9/16

Registered no: 2672031

Balance sheet at 31 December 2015

	Notes	2015 £	2014 £
Current assets			
Debtors	2	3,348,665	3,348,665
Cash at bank and in hand		-	-
		<u>3,348,665</u>	<u>3,348,665</u>
Net current assets		<u>3,348,665</u>	<u>3,348,665</u>
Total assets less current liabilities		<u>3,348,665</u>	<u>3,348,665</u>
Net assets		<u>3,348,665</u>	<u>3,348,665</u>
Capital and reserves			
Called up share capital	3	10,000	10,000
Profit and loss account	4	3,121,484	3,121,484
Capital reserve	4	217,181	217,181
Equity shareholders' funds	5	<u>3,348,665</u>	<u>3,348,665</u>

For the year ended 31 December 2015 the company is entitled to the exemption from an annual audit permitted by section 477 of the Companies Act 2006 and no notice has been deposited under section 476 by a member requiring an audit. The directors are responsible for keeping accounting records which comply with section 386 of the Companies Act 2006 and for preparing accounts which give a true and fair view and which otherwise comply with the requirements of the Companies Act 2006 applicable to small companies.

The financial statements on pages 3 to 6 were approved by the board of directors on and were signed on its behalf by:

20/9/16



C E McAlindon
Director

Notes to the financial statements

for the year ended 31 December 2015

1. Principal accounting policies

The financial statements have been prepared under the historical cost convention in accordance with applicable accounting standards in the United Kingdom. The following accounting policies have been applied consistently in dealing with items that are considered material to the company's financial statements.

Basis of accounting

They present information about the company as an individual undertaking and not about its group. Group accounts have not been prepared as the company is consolidated into the accounts of Compass Minerals International, Inc. which are publicly available from the address detailed in note 7.

2. Debtors

	2015 £	2014 £
Other debtors	191	191
Amounts due from parent undertakings	3,348,474	3,348,474
	<u>3,348,665</u>	<u>3,348,665</u>

3. Called up share capital

	2015 Number of Shares	£	2014 Number of Shares	£
Allotted, called up and fully paid:				
Ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>	<u>10,000</u>	<u>10,000</u>

4. Reserves

	Capital reserve	Profit and loss account
	£	£
At 1 January 2015 and 31 December 2015	<u>217,181</u>	<u>3,121,484</u>

Notes to the financial statements (continued)

for the year ended 31 December 2015

5. Reconciliation of shareholders' funds

	2015 £	2014 £
Opening shareholders' funds	3,348,665	3,348,665
Closing shareholders' funds	3,348,665	3,348,665

6. Parent undertaking

The company is a wholly-owned subsidiary of Salt Union Limited, a company which is incorporated in England and Wales.

7. Ultimate controlling party

The directors' regard Compass Minerals International, Inc. of Kansas, USA, as the ultimate parent and controlling party. Compass Minerals International, Inc. is the parent undertaking of the smallest and largest group of which the company is a member and for which group accounts are drawn up. Copies of these accounts can be obtained from its registered office at 9900 West 109th Street, Overland Park, Kansas, 66210, USA.

8. Related parties

The company has no intra-group transactions and there are no other related party transactions requiring disclosure.

9. Contingent liability

(i) Revolving credit facility/new term loan

The Ultimate Parent Company, Compass Minerals International, Inc. amended and restated its senior secured credit facility (Credit Agreement) and refinanced its term loans into a single term loan (Term Loan) in May 2012. In December 2013, the Ultimate Parent Company amended and extended to August 2017 (previously October 2015) its existing \$125 million revolving credit facility (Revolving Credit Facility). In connection with this transaction, the Ultimate Parent Company paid and capitalised approximately \$0.6 million of deferred financing costs. In December 2015, the Ultimate Parent Company amended its credit agreement to enter into a new US dollars denominated \$100 million Term Loan E with certain existing lenders. The proceeds were used to fund the acquisition of the 35% equity stake in Produquímica. In connection with the Term Loan E transaction, the Ultimate Parent Company paid and expensed approximately \$0.3million in fees and other expense in its consolidated statements of operations in 2015.

The Term Loan and Term Loan E are due in quarterly instalments of principal and interest and mature in May 2017. The Term Loan and Term Loan E can be prepaid at any time without penalty. Under the Revolving Credit Facility, \$40 million may be drawn in Canadian dollars and \$10 million may be drawn in British pounds sterling. Additionally, the Revolving Credit Facility includes a sub-limit for short-term letters of credit in an amount not to exceed \$50 million. As of December 31, 2015, there was \$4.5 million outstanding under the Revolving Credit Facility, and, after deducting outstanding letters of credit totalling \$5.6 million, the Ultimate Parent Company's

Notes to the financial statements (continued)

for the year ended 31 December 2015

9. Contingent liability (continued)

(i) Revolving credit facility/new term loan (continued)

borrowing availability was \$114.9 million. The Ultimate Parent Company incurs participation fees related to its outstanding letters of credit and commitment fees on its available borrowing capacity. The rates vary depending on the Ultimate Parent Company's leverage ratio. Bank fees are not material.

Interest on the Ultimate Parent Company's Credit Agreement is variable based on either the Eurodollar rate (LIBOR) or a base rate (defined as the greater of a specified US or Canadian prime lending rate or the federal funds effective rate, increased by 0.5%) plus a margin, which is dependent upon the Ultimate Parent Company's leverage ratio and the type of term loan borrowing. Currently, the Term Loan and Term Loan E bear interest at 1.75% over LIBOR. As of December 31, 2015, the weighted average interest rate was 2.1% on all borrowings outstanding under the Credit Agreement.

In June 2014, the Ultimate Parent Company issued 4.875% Senior Notes with an aggregate face amount of \$250 million due in 2024 which bear interest at a rate of 4.875% per year payable semi-annually in January and July, beginning in January 2015. The 4.875% Senior Notes were issued at their face value. With the proceeds of the 4.875% Senior Notes, the Ultimate Parent Company redeemed all of its previously outstanding \$100 million aggregate principal amount of 8% Senior Notes due 2019. In connection with the debt refinancing, the Ultimate Parent Company incurred \$8.1 million of costs, including \$4.1 million of fees that were capitalised as deferred financing costs related to the \$4.875 Senior Notes and \$4 million in call premiums. The \$4 million paid for call premiums along with the write-off of \$1.4 million of the Ultimate Parent Company's unamortised deferred financing costs and approximately \$1.5 million of original issue discount, each related to the 8% Senior Notes, were recorded in other expense in the consolidated statements of operations for 2014.

(ii) Group guarantee

The Credit Agreement and the indenture governing the 4.875% Senior Notes limit the Ultimate Parent Company's ability, among other things, to: incur additional indebtedness or contingent obligations; pay dividends or make distributions to stockholders; repurchase or redeem stock; make investments; grant liens; enter into transactions with stockholders and affiliates; sell assets; and acquire the assets of, or merge or consolidate with, other companies. The Term Loan, Term Loan E and Revolving Credit Facility are secured by substantially all existing and future assets of the Ultimate Parent Company's subsidiaries. Additionally, the Credit Agreement requires the Ultimate Parent Company to maintain certain financial ratios, including a minimum interest coverage ratio and a maximum total leverage ratio. As of December 31, 2015, the Ultimate Parent Company was in compliance with each of its covenants.