

Registered number: 7029846

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**SYNCREON UK HOLDINGS LIMITED**

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**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2015**

TUESDAY



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**SYNCREON UK HOLDINGS LIMITED**

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**COMPANY INFORMATION**

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<b>Directors</b>	Mr B Enright Ms C Van Landschoot
<b>Company secretary</b>	Kenneth Pocius
<b>Registered number</b>	7029846
<b>Registered office</b>	Unit 5 Logix Park Logix Road Watling Street Hinckley United Kingdom LE10 3BQ
<b>Trading Address</b>	Unit 5 Logix Park Logix Road Watling Street Hinckley Leicestershire LE10 3BQ
<b>Independent auditor</b>	Deloitte LLP Chartered Accountants and Statutory Auditors Four Brindley Place Birmingham B12HZ
<b>Bankers</b>	KBC Group nv 111 Old Broad Street London United Kingdom EC2N 1BR
<b>Solicitors</b>	Knight & Sons The Brampton Newcastle Under Lyme Staffordshire United Kingdom ST5 0QW

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**SYNCREON UK HOLDINGS LIMITED**

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## **SYNCREON UK HOLDINGS LIMITED**

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### **STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2015**

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#### **Introduction**

The Directors present their strategic report on the company for the year ended 31 December 2015.

#### **Business review**

The company is an investment holding company within the syncreon group. The syncreon group provides end-to-end logistics and supply chain solutions based on leading edge technology, innovative thinking and designed to deliver cost savings and competitive advantage to its customers. The group has operations in Ireland, UK, the Netherlands, Germany, Hungary, Belgium, United States, Canada, Brazil and other various countries.

The company generated no turnover during the year ended 31 December 2015 or the previous year.

The Directors consider the financial position as indicated on the balance sheet on page 9 to be satisfactory.

#### **Principal risks and uncertainties**

The company's principal financial instruments comprise cash and short-term deposits and loans from group undertakings. The company has various other financial instruments such as trade debtors and trade creditors, which arise from its operations. The company does not enter into derivative transactions. It is, and has been throughout the period under review, the company's policy that no trading in financial instruments shall be undertaken. The main risks arising from the company's financial instruments are foreign currency risk and credit risk. The board reviews and agrees policies for managing each of these risks and they are summarised below.

##### **Financial Risk Management**

The financial risk of the company is primarily managed by the syncreon Group European Headquarters finance department. The cash flow of syncreon UK Holdings Limited is monitored along with the other European syncreon companies and cash shortfalls can be offset by surpluses elsewhere in the European group and globally as applicable. This helps to ensure the stability of cash out flows and hence manage interest rate risk. The company does not use derivative financial instruments to manage interest rate costs and as such, no hedge accounting is applied. The finance department is controlled by strict guidelines set by the global parent company.

##### **Price risk**

The company's primary cost is that of labour. The company has a "Partnership Agreement" with its workforce which matches the duration of its contract with its primary customer. Commodity price risk is seen as negligible. The company has no exposure to equity securities price risk as it holds no listed or other equity investments.

##### **Credit risk**

The company trades with only recognised, creditworthy third parties. It is the company's policy that all customers who wish to trade on credit terms are subject to credit vetting procedures. In addition, receivable balances are monitored on an on-going basis with result that the company's exposure to bad debts is not significant.

##### **Liquidity risk**

The company actively maintains a mixture of long-term debt and short-term inter-group finance that is designed to ensure the company has sufficient available funds for its operations.

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**SYNCREON UK HOLDINGS LIMITED**

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**STRATEGIC REPORT (continued)  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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**Interest rate cash flow risk**

Due to current low fluctuations in interest rates, current syncreon Group Strategy is to minimize finance costs through use of short-term interest rate agreements.

**Economic Risk**

The risk of increased market interest rates and/or inflation having an adverse impact on served markets, the risk of unrealistic increase in wages or infrastructural cost impacting adversely on competitiveness of the company and its principal customers. These risks are managed by innovative product sourcing and strict control of costs.

**Financial key performance indicators**

We consider that our key financial performance indicators are those that communicate the financial performance and strength of the company as a whole, these being turnover, gross profit, operating profit and profit on ordinary activities before taxation as set out in the profit and loss account.

Trading for the year was in line with Directors expectations.

This report was approved by the board on

*September 12, 2016*

and signed on its behalf.

  
B Enright  
Director

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## SYNCREON UK HOLDINGS LIMITED

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### DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2015

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The Directors present their report and the financial statements for the year ended 31 December 2015.

#### Directors' responsibilities statement

The Directors are responsible for preparing the Strategic report, 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 the Directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. 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 judgments 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 are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### Results and dividends

The loss for the year, after taxation, amounted to £5,167,519 (2014 - loss £25,758,416).

#### Directors

The Directors who served during the year were:

Mr B Enright  
Ms C Van Landschoot

The interest of the directors and secretary including their family interests, in the shares and debentures of its ultimate parent company, syncreon Global Holdings Limited as at 31 December 2015 and syncreon Global Holdings Limited as at 31 December 2014 were as follows:

	Class of Share	syncreon Global Holdings limited At 31 December 2015	syncreon Global Holdings limited At 31 December 2014
Mr B Enright	Ordinary share of €1 each	27,000	27,000

#### Future developments

It is the intention of the directors for the company to continue as an investment holding company within the syncreon group.

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**SYNCREON UK HOLDINGS LIMITED**

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**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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**Disclosure of information to auditor**

Each of the persons who are Directors at the time when this Directors' report is approved has confirmed that:

- so far as that Director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.


**Post balance sheet events**

There have been no significant events affecting the company since the year end.

**Auditors**

The auditor, Deloitte LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on *September 12, 2016* and signed on its behalf.



**Mr B Enright**  
Director

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**SYNCREON UK HOLDINGS LIMITED**

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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SYNCREON UK HOLDINGS LIMITED**

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We have audited the financial statements of syncreon UK Holdings Limited for the financial year ended 31 December 2015 which comprise the Profit and Loss Account, the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 15. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 "Reduced Disclosure Framework".

This report is made solely to 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 auditors**

As explained more fully in the Directors' Responsibilities Statement, 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 and express an opinion on 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 Ethical Standards for Auditors.

**Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

**Opinion on financial statements**

In our opinion, the financial statements:

- give a true and fair view of the assets, liabilities and financial position of the company as at 31 December 2015 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 matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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**SYNCREON UK HOLDINGS LIMITED**

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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SYNCREON UK HOLDINGS LIMITED**

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**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.



Peter Gallimore FCA (Senior statutory auditor)

for and on behalf of

Deloitte LLP  
Chartered Accountants and Statutory Auditors  
Four Brindley Place  
B12HZ

Birmingham

B12HZ

Date: 16 September 2016

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**SYNCREON UK HOLDINGS LIMITED**

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**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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	Note	2015 £	2014 £
Administrative expenses		13,798	14,478
<b>Operating profit</b>	4	<b>13,798</b>	<b>14,478</b>
Amounts written off investments		-	(20,591,577)
Interest payable and expenses	7	(5,181,317)	(5,181,317)
<b>Loss before tax</b>		<b>(5,167,519)</b>	<b>(25,758,416)</b>
<b>Loss for the year</b>		<b>(5,167,519)</b>	<b>(25,758,416)</b>

There was no recognised gains and losses for 2015 or 2014 other than those included in the profit and loss account.

There was no other comprehensive income for 2015 (2014: £NIL).

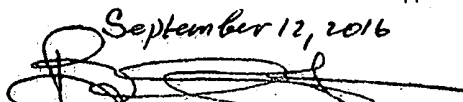
The notes on pages 10 to 20 form part of these financial statements.

**SYNCREON UK HOLDINGS LIMITED**  
**REGISTERED NUMBER: 7029846**

**BALANCE SHEET**  
**AS AT 31 DECEMBER 2015**

	Note	2015 £	2014 £
Investments	9	59,807,547	59,807,547
		<u>59,807,547</u>	<u>59,807,547</u>
<b>Current assets</b>			
Debtors: amounts falling due within one year	10	276,104	265,063
		<u>276,104</u>	<u>265,063</u>
Creditors: amounts falling due within one year	11	(81,344,916)	(76,166,356)
<b>Net current liabilities</b>		<u>(81,068,812)</u>	<u>(75,901,293)</u>
<b>Total assets less current liabilities</b>		<u>(21,261,265)</u>	<u>(16,093,746)</u>
<b>Net assets</b>		<u>(21,261,265)</u>	<u>(16,093,746)</u>
<b>Capital and reserves</b>			
Called up share capital	12	2,009	2,009
Share premium account		20,038,548	20,038,548
Profit and loss account		(41,301,822)	(36,134,303)
		<u>(21,261,265)</u>	<u>(16,093,746)</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

*September 12, 2016*  
  
**Mr B Enright**  
 Director

The notes on pages 10 to 20 form part of these financial statements.

**SYNCREON UK HOLDINGS LIMITED**

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Share capital £	Share premium £	Retained earnings £	Total equity £
At 1 January 2015	2,009	20,038,548	(36,134,303)	(16,093,746)
<b>Comprehensive income for the year</b>				
Loss for the year	-	-	(5,167,519)	(5,167,519)
Actuarial gains on pension scheme	-	-	-	-
<b>Other comprehensive income for the year</b>	-	-	-	-
<b>Total comprehensive income for the year</b>	-	-	(5,167,519)	(5,167,519)
<b>Total transactions with owners</b>	-	-	-	-
<b>At 31 December 2015</b>	<b>2,009</b>	<b>20,038,548</b>	<b>(41,301,822)</b>	<b>(21,261,265)</b>

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2014**

	Share capital £	Share premium £	Retained earnings £	Total equity £
At 1 January 2014	2,009	20,038,548	(10,375,887)	9,664,670
<b>Comprehensive income for the year</b>				
Loss for the year	-	-	(25,758,416)	(25,758,416)
<b>Other comprehensive income for the year</b>	-	-	-	-
<b>Total comprehensive income for the year</b>	-	-	(25,758,416)	(25,758,416)
<b>Total transactions with owners</b>	-	-	-	-
<b>At 31 December 2014</b>	<b>2,009</b>	<b>20,038,548</b>	<b>(36,134,303)</b>	<b>(16,093,746)</b>

The notes on pages 10 to 20 form part of these financial statements.

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**SYNCREON UK HOLDINGS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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**1. General information**

The company is an investment holding company within the syncreon group. The syncreon group provides end-to-end logistics and supply chain solutions based on leading edge technology, innovative thinking and designed to deliver cost savings and competitive advantage to its customers. The group has operations in Ireland, UK, the Netherlands, Germany, Hungary, Belgium, United States, Canada, Brazil and other various countries.

**2. Accounting policies****2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

Information on the impact of first-time adoption of FRS 101 is given in note 15.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

**First time application of FRS 100 and FRS 101**

In the current year the company has adopted FRS 100 and FRS 101. In previous years the financial statements were prepared in accordance with applicable UK accounting standards.

This change in the basis of preparation has not materially altered the recognition and measurement requirements previously applied in accordance with UK GAAP. Consequently the principal accounting policies are unchanged from the prior year. The change in basis of preparation has enabled the company to take advantage of all of the available disclosure exemptions permitted by FRS 101 in the financial statements, the most significant of which are summarised below. There have been no other material amendments to the disclosure requirements previously applied in accordance with UK GAAP.

The following principal accounting policies have been applied:

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2015

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**2. Accounting policies (continued)**

**2.2 Financial reporting standard 101 - reduced disclosure exemptions**

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of paragraphs 45(b) and 46-52 of IFRS 2 Share based payment
- the requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64(o)(ii), B64(p), B64(q)(ii), B66 and B67 of IFRS 3 Business Combinations
- the requirements of paragraph 33(c) of IFRS 5 Non Current Assets Held For Sale and Discontinued Operations
- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
  - paragraph 79(a)(iv) of IAS 1;
  - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
  - paragraph 118(e) of IAS 38 Intangible Assets;
  - paragraphs 76 and 79(d) of IAS 40 Investment Property; and
  - paragraph 50 of IAS 41 Agriculture
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

**2.3 Valuation of investments**

Investments in subsidiaries are measured at cost less accumulated impairment. Where merger relief is applicable, the cost of the investment in a subsidiary undertaking is measured at the nominal value of the shares issued together with the fair value of any additional consideration paid.

Investments in unlisted company shares, whose market value can be reliably determined, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in the Profit and loss account for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

Investments in listed company shares are remeasured to market value at each Balance sheet date. Gains and losses on remeasurement are recognised in profit or loss for the period.

**2.4 Debtors**

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2015

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2. Accounting policies (continued)

2.5 Financial instruments

The company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The company's accounting policies in respect of financial instruments transactions are explained below:

**Financial assets**

The company classifies all of its financial assets as loans and receivables.

**Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers (e.g. trade receivables), but also incorporate other types of contractual monetary asset. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment.

Impairment provisions are recognised when there is objective evidence (such as significant financial difficulties on the part of the counterparty or default or significant delay in payment) that the company will be unable to collect all of the amounts due under the terms receivable, the amount of such a provision being the difference between the net carrying amount and the present value of the future expected cash flows associated with the impaired receivable. For trade receivables, which are reported net, such provisions are recorded in a separate allowance account with the loss being recognised within administrative expenses in the Profit and loss account. On confirmation that the trade receivable will not be collected, the gross carrying value of the asset is written off against the associated provision.

**Financial liabilities**

The company classifies all of its financial liabilities as liabilities at amortised cost.

**At amortised cost**

Financial liabilities at amortised cost including bank borrowings are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried into the Balance sheet.

2.6 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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**2. Accounting policies (continued)**

**2.7 Foreign currency translation**

**Functional and presentation currency**

The company's functional and presentational currency is GBP.

**Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Profit and loss account except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Profit and loss account within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Profit and loss account within 'other operating income'.

**2.8 Finance costs**

Finance costs are charged to the Profit and loss account over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

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**SYNCREON UK HOLDINGS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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**3. Judgments in applying accounting policies and key sources of estimation uncertainty**

In the application of the company accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. 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 following judgements have had the most significant effect on amounts recognised in the financial statements.

**Impairment review of investments**

The Company assesses at each reporting date whether an asset may be impaired. If any such indication exists the Company estimates recoverable amount of the asset. If it is not possible to estimate the recoverable amount of the individual asset, the Company estimates, the recoverable amount of the cash generating unit to which the asset belongs. The recoverable amount of an asset or cash generating unit is the higher of its fair value less costs to sell and its value in use. If the recoverable amount is less than its carrying amount, the carrying amount of the asset is impaired and it is reduced to its recoverable amount through an impairment in profit and loss unless the asset is carried at a revalued amount where the impairment loss of a revalued asset is a revaluation decrease.

**4. Operating profit**

The operating profit is stated after charging:

	2015	2014
	£	£
Exchange differences	(11,330)	(15,333)

During the year, no Director received any emoluments (2014 - £NIL).

**5. Auditor's remuneration**

Audit fees for the company were borne by syncreon Technology (UK) Limited.

**6. Employees**

Staff costs were as follows:

The company has no employees other than the Directors, who did not receive any remuneration (2014 - £NIL).

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**SYNCREON UK HOLDINGS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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**7. Interest payable and similar charges**

	2015 £	2014 £
Loans from group undertakings	5,181,317	5,181,317
	<u>5,181,317</u>	<u>5,181,317</u>

**8. Taxation**

	2015 £	2014 £
Total current tax	-	-
	<u>-</u>	<u>-</u>

**Factors affecting tax charge for the year**

The tax assessed for the year is lower than (2014 - lower than) the standard rate of corporation tax in the UK of 20.25% (2014 - 21.5%). The differences are explained below:

	2015 £	2014 £
Loss on ordinary activities before tax	(5,167,519)	(25,758,416)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 20.25% (2014 - 21.5%)	(1,046,246)	(5,536,295)
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	-	4,425,942
Capital allowances for year in excess of depreciation	314,712	556,651
Other differences leading to an increase (decrease) in the tax charge	(500)	-
Group relief not paid for	732,034	553,702
Total tax charge for the year	-	-
	<u>-</u>	<u>-</u>

**Factors that may affect future tax charges**

There were no factors that may affect future tax charges.

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**SYNCREON UK HOLDINGS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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**9. Fixed asset investments**

	Investments in subsidiary companies £
<b>Cost or valuation</b>	
At 1 January 2015	80,399,124
At 31 December 2015	<u>80,399,124</u>
<b>Impairment</b>	
At 1 January 2015	20,591,577
At 31 December 2015	<u>20,591,577</u>
<b>Net book value</b>	
At 31 December 2015	<u>59,807,547</u>
At 31 December 2014	<u>59,807,547</u>

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**SYNCREON UK HOLDINGS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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**9. Fixed asset investments (continued)****Subsidiary undertakings**

The following were subsidiary undertakings of the company:

Name	Country of incorporation	Class of shares	Holding	Principal activity
syncreon Technology (UK) Limited	UK	Ordinary Shares	100 %	Transport and Logistics
syncreon Automotive (UK) Limited	UK	Ordinary Shares	100 %	Transport and Logistics
Compuspar (UK) Limited	UK	Ordinary Shares	100 %	Dormant

The aggregate of the share capital and reserves as at 31 December 2015 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

	Aggregate of share capital and reserves	Profit/(loss)
	£	£
syncreon Technology (UK) Limited	21,598,366	2,819,992
syncreon Automotive (UK) Limited	5,638,169	1,493,923
Compuspar (UK) Limited	(491,580)	(11,517)
	<u>26,744,955</u>	<u>4,302,398</u>

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**SYNCREON UK HOLDINGS LIMITED**

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	2015 £	2014 £
syncreon Automotive (UK) Limited	6,770,172	6,770,172
syncreon Technology (UK) Limited	53,037,374	53,037,374
Compuspar UK Limited	1	1
	<u>59,807,547</u>	<u>59,807,547</u>

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**10. Debtors**

	2015 £	2014 £
Amounts owed by group undertakings	275,991	264,950
Other debtors	113	113
	<u>276,104</u>	<u>265,063</u>

**11. Creditors: Amounts falling due within one year**

	2015 £	2014 £
Amounts owed to group undertakings	81,342,017	76,160,700
Other creditors	2,899	-
Accruals and deferred income	-	5,656
	<u>81,344,916</u>	<u>76,166,356</u>

**12. Share capital**

	2015 £	2014 £
<b>Authorised</b>		
2,010,000 Ordinary Shares shares of £1 each	<u>2,010,000</u>	<u>2,010,000</u>
<b>Allotted, called up and fully paid</b>		
2,009 Ordinary Shares shares of £1 each	<u>2,009</u>	<u>2,009</u>

**13. Reserves**

	2015 £	2014 £
At 1 January 2015	20,038,548	(36,134,303)
Loss for the financial year	-	(5,167,519)
<b>At 31 December 2015</b>	<u>20,038,548</u>	<u>(41,301,822)</u>

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**SYNCREON UK HOLDINGS LIMITED**

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**14. Controlling party**

The ultimate parent company and controlling party of syncreon UK Holding Limited is syncreon Global Holdings Limited, a company incorporated in the Cayman Islands.

The company regards syncreon International Group, a company incorporated in Ireland, as the immediate parent undertaking.

The Parent company of the smallest and largest group to consolidate these financial statements is syncreon Global Holdings Limited, a company incorporated in the Cayman Islands. Copies of these consolidated financial statements can be obtained from Ministry of Justice, 13 rue Erasme, L-2934, Luxembourg.

syncreon UK Holdings Limited has availed of the following exemptions:

- Preparation of consolidated financial statements (E.U 7th Directive)

This exemption is available as 100% of syncreon UK holdings Limited's voting rights are controlled within the syncreon group and the consolidated financial statements of syncreon Global Holdings Limited (in which syncreon UK Holdings Limited is included) are publicly available.

**15. First time adoption of FRS 101**

The date of the transition to FRS 101 took place on 1 January 2015.

The policies applied under the entity's previous accounting framework are not materially different to FRS 101 and have not impacted on equity or profit or loss.