

Conex IPR Limited

Report and financial statements

Year Ended

31 December 2016

Company Registration Number 07563565



Conex IPR Limited

Report and financial statements for the year ended 31 December 2016

Contents

Page:

1	Report of the directors
3	Independent auditor's report
5	Statement of comprehensive income
6	Balance sheet
7	Statement of changes in equity
8	Notes forming part of the financial statements

Directors

Manoucher Salehi Bakhtiari
Richard Darwin
Andrew Mason
CF Tang

Registered office

Global House, 95 Vantage Point, Pensnett Trading Estate, Kingswinford, West Midlands, DY6 7FT

Company registration number

07563565

Country of incorporation

United Kingdom

Conex IPR Limited

Report of the directors for the year ended 31 December 2016

The directors present their report together with the audited financial statements for the year ended 31 December 2016.

Results

The statement of comprehensive income is set out on page 5 and shows the loss for the year. The directors do not recommend the payment of a dividend.

Principal activities

The company's principal activity is a holding company for registered trademarks and patents.

Directors

The directors of the company throughout the year were:

Manoucher Salehi Bakhtiari
Richard Darwin
Andrew Mason
CF Tang

Qualifying third party indemnity provisions

The company has put in place qualifying third party indemnity provisions for all of the directors of the company which was in force at the date of approval of this report.

Directors' responsibilities

The directors are responsible for preparing 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 period. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards), including FRS 101 "Reduced Disclosure Framework" ("FRS 101") and applicable law. 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;
- 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.

Conex IPR Limited

Report of the directors for the year ended 31 December 2016 (*continued*)

Auditors

All of the directors as at the date of this report have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the company's auditor is unaware.

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

In preparing this directors' report advantage has been taken of the small companies' exemption.

Approval

This Directors' Report was approved on behalf of the Board on 11/5/2017



Andrew Mason

Director

Conex IPR Limited

Independent auditor's report

To the members of Conex IPR Limited

We have audited the financial statements of Conex IPR Limited for the year ended 31 December 2016 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes. 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).

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 statement of directors' responsibilities, 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 Financial Reporting Council's (FRC'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 website 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 2016 and of its result 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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.
- the directors' report has been prepared in accordance with applicable legal requirements.

Conex IPR Limited

Independent auditor's report *(continued)*

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

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.
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies regime and to the exemption from the requirement to prepare a strategic report.

Thomas Lawton *LS*

Thomas Lawton (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
Birmingham
United Kingdom

Date *11/5/2017*

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Conex IPR Limited

Statement of comprehensive income for the year ended 31 December 2016

	Note	2016 £'000	2015 £'000
Administrative expenses		-	(25)
Loss from operations	2	-	(25)
Interest payable and similar charges		-	-
Loss and total comprehensive loss for the year before and after tax		-	(25)

All amounts relate to continuing activities.

All gains and losses in the current period are included in the statement of comprehensive income.

The notes on pages 8 to 11 form part of these financial statements.

Conex IPR Limited

Balance sheet at 31 December 2016

Company number 07563565	Note	2016 £'000	2015 £'000
Fixed assets			
Other intangible assets	6	131	131
Creditors: amounts falling due within one year	7	(156)	(156)
Net liabilities		<u>(25)</u>	<u>(25)</u>
Capital and reserves			
Share capital	8	-	-
Retained earnings	9	<u>(25)</u>	<u>(25)</u>
Shareholders' deficit		<u>(25)</u>	<u>(25)</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved and authorised for issue by the Board of Directors on 11/5/2017


Andrew Mason
Director

The notes on pages 8 to 11 form part of these financial statements.

Conex IPR Limited

Statement of changes in equity at 31 December 2016

	Share capital £'000	Retained Earnings £'000	Total £'000
1 January 2016			
Comprehensive loss for the year	-	(25)	(25)
Total comprehensive loss for the year	-	-	-
At 31 December 2016	-	(25)	(25)
	Share capital £'000	Retained earnings £'000	Total £'000
1 January 2015	-	-	-
Comprehensive loss for the year	-	-	-
Total comprehensive loss for the year	-	(25)	(25)
At 31 December 2015	-	(25)	(25)

The following describes the nature and purpose of each reserve within equity:

Reserve	Description and purpose
Share capital	Nominal value of share capital subscribed for.
Retained earnings	All other net gains and losses and transactions with owners (e.g. dividends) not recognised elsewhere.

The notes on pages 8 to 11 form part of these financial statements.

Conex IPR Limited

Notes forming part of the financial statements for the year ended 31 December 2016

1 Accounting policies

Company information

Conex IPR Limited is a Company incorporated in England and Wales under the Companies Act. The address of the registered office is shown on the Company information page. The nature of the Company's operations and its principal activities are outlined in the Directors' report.

Basis of preparation

The financial statements have been prepared in accordance with Financial Reporting Standard 100 *Application of Financial Reporting Requirements* and Financial Reporting Standard 101 *Reduced Disclosure Framework*. The principal accounting policies adopted in the preparation of the financial statements are set out below.

The financial statements have been prepared on a historical cost basis.

The financial statements are presented in the company's functional currency pounds sterling (£). The figures presented have been rounded to the nearest thousand.

Disclosure exemptions adopted

In preparing these financial statements the company has taken advantage of all disclosure exemptions conferred by FRS 101. Therefore these financial statements do not include:

- a statement of cash flows;
- the effect of future accounting standards not yet adopted;
- the disclosure of the remuneration of key management personnel; and
- disclosure of related party transactions with other wholly owned members of the group headed by International Building Products Limited.

Judgements and key areas of estimation uncertainty

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires the company's directors to exercise judgment in applying the company's accounting policies. It is deemed that there are no critical accounting judgements.

Going concern

Conex IPR Limited is a wholly owned subsidiary of International Building Products Limited. International Building Products Limited have formally agreed not to demand repayment of group balances for at least a year from the date of approval of these financial statements to the extent it would cause the company problems in meeting its other liabilities as they fall due. In addition in the event that further funding is required over the twelve months from the date of approval of these financial statements the directors have received formal confirmation that such funding will be made available by International Building Products Limited.

On this basis the directors are satisfied that it is appropriate to continue to prepare the accounts of the company on the going concern basis.

Conex IPR Limited

Notes forming part of the financial statements for the year ended 31 December 2016 *(continued)*

1 Accounting policies *(continued)*

Financial liabilities

The company classifies its financial liabilities as other financial liabilities. The company has not classified any of its liabilities as being held at fair value through profit or loss.

Unless otherwise indicated, the carrying amounts of the company's financial liabilities are a reasonable approximation of their fair values.

- Accruals and other short-term monetary liabilities, which are initially recognised at fair value and subsequently carried at amortised cost.
- Amounts from group companies are initially recognised at fair value and are subsequently carried at amortised cost.

Share capital

Financial instruments issued by the company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset.

The company's ordinary shares are classified as equity instruments.

Foreign currency

Transactions entered into by the company in a currency other than the currency of the primary economic environment in which they operate (their "functional currency") are recorded at the rates ruling when the transactions occur. Foreign currency monetary assets and liabilities are translated at the rates ruling at the reporting date. Exchange differences arising on the retranslation of unsettled monetary assets and liabilities are recognised immediately in profit or loss.

Deferred taxation

Deferred tax assets and liabilities are recognised where the carrying amount of an asset or liability in the statement of financial position differs from its tax base, except for differences arising on:

- the initial recognition of goodwill;
- the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting or taxable profit; and
- investments in subsidiaries and jointly controlled entities where the company is able to control the timing of the reversal of the difference and it is probable that the difference will not reverse in the foreseeable future.

Recognition of deferred tax assets is restricted to those instances where it is probable that taxable profit will be available against which the difference can be utilised.

Externally acquired intangible assets

Externally acquired intangible assets include trademarks are initially recognised at cost. The current estimate of the useful economic life of the intangible asset is indefinite and as such is not subject to amortisation. The intangible asset is reviewed annually for impairment of the carrying value of the intangible asset. Impairment charges are included in statement of comprehensive income.

Conex IPR Limited

Notes forming part of the financial statements
for the year ended 31 December 2016 (*continued*)

2 Operating loss

	2016 £'000	2015 £'000
Legal fees	-	25

3 Auditor remuneration

The auditors remuneration in 2016 has been borne by IBP Global Trading Limited, a fellow company.

4 Directors' remuneration

The directors did not receive any emoluments for acting in their capacity as directors in 2016. The directors of the company were remunerated through its fellow subsidiary companies.

The directors do not spend a significant amount of time on the management of the company and therefore no allocation is made.

5 Taxation

There is no taxable charge for the period.

6 Other intangible assets

	Trademark costs £'000
<i>Cost</i>	
Balance at 1 January 2016 and 31 December 2016	131
<i>Accumulated amortisation</i>	
Balance at 1 January 2016 and 31 December 2016	-
<i>Net book value</i>	
At 31 December 2015 and at 31 December 2016	131

Conex IPR Limited

Notes forming part of the financial statements for the year ended 31 December 2016 (*continued*)

7 Creditors: amounts falling due within one year

	2016 £'000	2015 £'000
Amounts owed to group undertakings	166	109
Accruals	-	47
	<u>166</u>	<u>156</u>

The amounts owed to group undertakings include loans amounting to £166,000 (2015- £109,000) which are technically repayable on demand or with three months notice. However, the directors have received formal confirmation that these amounts will not be requested for substantial repayment within twelve months of the date of approval of the financial statements.

8 Share capital

Authorised, allotted, called up and fully paid	2016 £	2015 £
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>

9 Ultimate parent company and control

The immediate and ultimate parent company is International Building Products Limited, incorporated and registered in Hong Kong.