

**Registered number 06915661**

**IDI-CI EUROPE HOLDINGS LIMITED**

**Financial Statements**

**Year ended 31 December 2018**



**IDI-CI EUROPE HOLDINGS LIMITED**

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**IDI-CI EUROPE HOLDINGS LIMITED**

**COMPANY INFORMATION**

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**DIRECTOR**

T K Merrell

**SECRETARY**

T M Doll

**REGISTERED OFFICE**

Unit One  
Oldbury Park  
Popes Lane  
Oldbury  
West Midlands  
B69 4RG

**REGISTERED NUMBER**

06915661

**AUDITORS**

Mazars LLP  
45 Church Street  
Birmingham  
B3 2RT

## **IDI-CI EUROPE HOLDINGS LIMITED**

### **REPORT OF THE DIRECTOR**

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The director presents his report and financial statements for the year ended 31 December 2018.

#### **PRINCIPAL ACTIVITY**

The principal activity of the company was that of a holding company. There have not been any significant changes in the Company's activities in the year under review. The directors are not aware, as at the date of this report, of any likely major changes in the Company's principal activities in the next year.

#### **RESULTS AND DIVIDENDS**

The Company has not traded in the year but has received dividends from its subsidiary and incurred some sundry expenses.

#### **DIRECTOR**

The director set out below has held office during the whole of the period from 1 January 2018 to the date of this report unless otherwise stated.

T K Merrell

In accordance with the articles of association, the director is not required to retire by rotation.

#### **RESPONSIBILITIES OF THE DIRECTOR**

The director is responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year. In preparing these financial statements, the director is required to:

- select suitable accounting policies for the company financial statements 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 director is 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. He is 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.

## **IDI-CI EUROPE HOLDINGS LIMITED**

### **REPORT OF THE DIRECTOR**

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#### **DIRECTORS' INDEMNITY**

The Company's Articles of Association provide, subject to the provisions of UK legislation, an indemnity for directors and officers of the Company in respect of liabilities they may incur in the discharge of their duties or in the exercise of their powers, including any liabilities relating to the defence of any proceedings brought against them which relate to anything done or omitted, or alleged to have done or omitted, by them as officers or employees of the Company.

Appropriate directors' and officers' liability insurance cover is in place in respect of all the Company's directors.

#### **STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS**

In the case of each of the persons who are directors of the Company at the date when this report was approved:

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

#### **EFFECT OF THE WITHDRAWAL OF THE UNITED KINGDOM FROM THE EUROPEAN UNION**

The directors do not anticipate that the withdrawal of the United Kingdom from the European Union will have any material impact on the business of the company.

#### **AUDITORS**

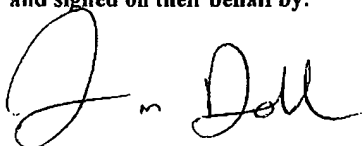
Mazars LLP will continue in office in accordance with CA 2006 s485.

#### **SPECIAL PROVISIONS RELATING TO SMALL COMPANIES**

The director has prepared this report in accordance with the special provision of Part 15 of the Companies Act 2006 relating to small companies.

Approved by the Director on  
and signed on their behalf by:

13 MAY 2019



T M Doll  
Secretary

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IDI-CI EUROPE HOLDINGS LIMITED**

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### **Opinion**

We have audited the financial statements of IDI-CI Europe Holdings Limited (the 'company') for the year ended 31 December 2018 which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit 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.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **The impact of uncertainties due to Britain exiting the European Union on our audit**

The Directors' view on the impact of Brexit is disclosed on page 3.

The terms on which the United Kingdom may withdraw from the European Union, are not clear, and it is therefore not currently possible to evaluate all the potential implications to the Company's trade, customers, suppliers and the wider economy.

We considered the impact of Brexit on the Company as part of our audit procedures, applying a standard firm wide approach in response to the uncertainty associated with the Company's future prospects and performance.

However, no audit should be expected to predict the unknowable factors or all possible implications for the Company and this is particularly the case in relation to Brexit.

### **Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IDI-CI EUROPE HOLDINGS LIMITED**

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### **Other information**

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### **Opinions 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; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

### **Matters on which we are required to report by exception**

In 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 in relation to which 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IDI-CI EUROPE HOLDINGS LIMITED**

### **Responsibilities of Directors**

As explained more fully in the directors' responsibilities statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

### **Use of the audit report**

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.

*Louis Burns*

Louis Burns (Senior Statutory Auditor)  
for and on behalf of Mazars LLP, Chartered Accountants and Statutory Auditor  
45 Church Street  
Birmingham  
B3 2RT

Date: 17 May 2019



**IDI-CI EUROPE HOLDINGS LIMITED****STATEMENT OF COMPREHENSIVE INCOME**  
**for the year ended 31 December 2018**

	Notes	2018 €	2017 €
Administrative expenses		(4,920)	(2,641)
Income from fixed asset investments		<u>1,500,000</u>	<u>500,000</u>
<b>PROFIT BEFORE TAXATION</b>		<b>1,495,080</b>	<b>497,359</b>
Taxation on profit on ordinary activities	2	<u>-</u>	<u>-</u>
<b>PROFIT FOR THE YEAR</b>		<b>1,495,080</b>	<b>497,359</b>
Other comprehensive income for the year		<u>-</u>	<u>-</u>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b><u>1,495,080</u></b>	<b><u>497,359</u></b>

The company's activities all relate to continuing operations.

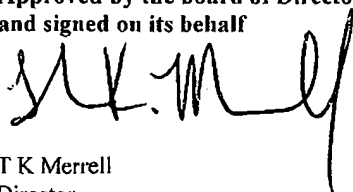
**IDI-CI EUROPE HOLDINGS LIMITED****STATEMENT OF FINANCIAL POSITION  
as at 31 December 2018**

	Notes	2018 €	2017 €
<b>FIXED ASSETS</b>			
Investments	3	<u>8,441,181</u>	<u>8,441,181</u>
<b>CURRENT ASSETS</b>			
Cash at bank and in hand		10,374	12,372
<b>CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR</b>			
	4	<u>(1,970,352)</u>	<u>(3,467,430)</u>
<b>NET CURRENT LIABILITIES</b>		<u>(1,959,978)</u>	<u>(3,455,058)</u>
<b>NET ASSETS</b>		<u>6,481,203</u>	<u>4,986,123</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	5	250,000	250,000
Profit and loss account		<u>6,231,203</u>	<u>4,736,123</u>
<b>SHAREHOLDERS' FUNDS</b>		<u>6,481,203</u>	<u>4,986,123</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS102 Section 1A – small entities.

The notes on pages 10-13 form part of these financial statements.

Approved by the board of Directors on  
and signed on its behalf



T K Merrell  
Director

13 MAY 2019

Registered number 06915661

**IDI-CI EUROPE HOLDINGS LIMITED****STATEMENT OF CHANGES IN EQUITY  
as at 31 December 2018**

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**STATEMENT OF CHANGES IN EQUITY****At 31 December 2018:**

	Share capital €	Retained earnings €	Total equity €
At 1 January 2018	250,000	4,736,123	4,986,123
Profit for the year	-	1,495,080	1,495,080
	<hr/>	<hr/>	<hr/>
At 31 December 2018	250,000	6,231,203	6,481,203
	<hr/>	<hr/>	<hr/>

**At 31 December 2017:**

	Share capital €	Retained earnings €	Total equity €
At 1 January 2017	250,000	4,238,764	4,488,764
Profit for the year	-	497,359	497,359
	<hr/>	<hr/>	<hr/>
At 31 December 2017	250,000	4,736,123	4,986,123
	<hr/>	<hr/>	<hr/>

## **IDI-CI EUROPE HOLDINGS LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2018**

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#### **1 ACCOUNTING POLICIES**

##### **Basis of preparation of financial statements**

IDI-CI Europe Holdings Limited is a limited company incorporated in England and Wales. The address of its registered office and principal place of business are disclosed on the company information page of these financial statements.

The financial statements have been prepared under the historical cost convention and in accordance with FRS 102, Section 1A - the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland and the Companies Act 2006.

##### **Financial Reporting Standard 102 including Section 1A – Disclosure Exemptions**

Under FRS102 (section 1.12), the company is exempt from the requirement to present a statement of cash flows and related notes on the grounds that its parent company (Industrial Dielectrics Holdings, Inc.) includes the company's cash flows in its own consolidated financial statements.

The entity is a qualifying entity and has also taken advantage of the financial instrument disclosures exemption under FRS102 (section 1.12).

The following principal accounting policies have been applied:

##### **Going concern**

As with any company placing reliance on other group companies for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Based upon the undertaking of financial support, and after making appropriate enquiries, the directors have a reasonable expectation that IDI-CI Europe Holdings Limited has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the directors continue to adopt the going concern basis in preparing the company's annual financial statements.

##### **Investments**

Fixed asset investments are stated at cost less provision for impairment. Current asset investments are stated at the lower of cost and net realisable value.

**IDI-CI EUROPE HOLDINGS LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the year ended 31 December 2018

**2 TAXATION**

	2018 €	2017 €
<b>(a) Analysis of charge in year</b>		
Current tax:		
UK corporation tax on profit of the year	-	-
Deferred tax:		
Origination and reversal of timing differences	-	-
Tax on profit on ordinary activities	-	-
	<u>-</u>	<u>-</u>
<b>(b) Factors affecting tax charge for year</b>		
Profit on ordinary activities before tax	<u>1,495,080</u>	<u>497,359</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2017: 19.25%)	<u>284,065</u>	<u>95,725</u>
Effects of:		
Increase in taxable losses to carry forward	-	-
Exempt income	-	-
Group income	(285,000)	(96,233)
Deferred tax not recognised	<u>935</u>	<u>508</u>
Current tax charge for year (see (a) above)	<u>-</u>	<u>-</u>

**IDI-CI EUROPE HOLDINGS LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
for the year ended 31 December 2018****3 FIXED ASSET INVESTMENTS**

	€
<b>COST</b>	
At 1 January 2018 and at 31 December 2018	<u>8,441,181</u>
<b>PROVISION FOR DIMINUTION IN VALUE</b>	
At 1 January 2018 and 31 December 2018	<u>-</u>
<b>NET BOOK VALUE</b>	
At 31 December 2018	<u>8,441,181</u>
At 31 December 2017	<u>8,441,181</u>

The Company holds 100% of the share capital of IDI Composites International Europe SAS, a company incorporated in France.

The financial statements contain information about IDI-CI Europe Holdings Limited as an individual company and do not contain consolidated financial information as a parent of a group. The company is exempt under sections 398 and 399 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as its results are consolidated into a larger group of which the financial statements are publicly available.

**4 CREDITORS: AMOUNTS FALLING DUE  
WITHIN ONE YEAR**

	2018	2017
	€	€
Amounts owed to group undertakings	<u>1,970,352</u>	<u>3,467,430</u>

Amounts owed to group undertakings have no fixed term for repayment, are unsecured and repayable on demand at any time demanded by the lender.

Interest is not charged by the lender.

**IDI-CI EUROPE HOLDINGS LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
for the year ended 31 December 2018**

**5 SHARE CAPITAL**

	2018 €	2017 €
<b>Authorised:</b>		
Ordinary shares of €1 each	<u>250,000</u>	<u>250,000</u>
<b>Allotted, called-up and fully paid:</b>		
Ordinary shares of €1 each	<u>250,000</u>	<u>250,000</u>

**6 RESERVES**

Called-up share capital – represents the nominal value of shares that have been issued.

Profit and loss account – includes all current and prior period retained profits and losses.

**7 PARENT UNDERTAKING AND ULTIMATE CONTROLLING PARTY**

The company is wholly owned by Industrial Dielectrics Holdings, Inc., a company incorporated in the United States of America.

The largest group in which the results of the company are consolidated is that headed Industrial Dielectrics Holdings Inc. whose registered office is as follows:

Industrial Dielectrics Holdings, Inc.  
407 So 7th Street  
Noblesville  
Indiana 46060  
United States of America

**8 RELATED PARTY TRANSACTIONS**

The company has taken advantage of the exemption under FRS102, and not disclosed transactions with other wholly owned group companies, on the grounds that consolidated financial statements are produced by the company's ultimate parent company, Industrial Dielectrics Holdings Inc.