

Financial Statements

Dura UK Limited

For the Year Ended 31 December 2016

Registered number: 03535821



Dura UK Limited

Company Information

Directors	J Lavine (resigned 16 September 2017) G Adams (resigned 8 December 2017) W H Morris (appointed 8 December 2017)
Registered number	03535821
Registered office	C/O Dac Beachcroft LLP Portwall Place Portwall Lane Bristol BS1 9HS
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor The Colmore Building 20 Colmore Circus Birmingham West Midlands B4 6AT
Solicitors	Simmon & Simmons LLP CityPoint One Ropemaker Street London EC2Y 9SS

Dura UK Limited

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Dura UK Limited

Directors' report

For the Year Ended 31 December 2016

The directors present their report and the financial statements for the year ended 31 December 2016.

Directors

The directors who served during the year were:

J Lavine (resigned 16 September 2017)

G Adams (resigned 8 December 2017)

Going concern and liquidity

Dura UK Limited (the "company") operates within the overall Dura Automotive group, which is headed by Dura Automotive Systems, LLC, a US entity (the "Group").

As at 31 December 2016, the company had net current assets of £3,104,000 (2015: £1,489,000). The company acts as an intermediate holding company and its liabilities are principally due to other group companies. The company does not have access to funds except via other group companies and so it is dependent on those group companies for future financial support, for example to pay administrative fees on behalf of the company and to repay any group balances, should payment be requested.

The directors have prepared the accounts on the going concern basis as they continue to receive support from fellow group companies when required.

Directors' responsibilities statement

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 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 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the company's financial statements and then apply them consistently;
- make judgments 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 to 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.

Dura UK Limited

Directors' report (continued)

For the Year Ended 31 December 2016

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 the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the 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.

Auditor

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

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on *17 January 2018* and signed on its behalf.



W H Morris
Director



Independent auditor's report to the members of Dura UK Limited

We have audited the financial statements of Dura UK Limited for the year ended 31 December 2016, which comprise the Statement of comprehensive income, the Statement of financial position and the related notes. The financial reporting framework that has been applied in their preparation is the applicable law and the United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 Auditor

As explained more fully in the Directors' responsibilities statement on page 1, 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

A description of the scope of an audit of financial statements is provided on the FRC Ethical Standards 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 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.



Independent auditor's report to the members of Dura UK Limited (continued)

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 those financial statements; and
- the Directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report under the Companies Act 2006

In the light of our 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.

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; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a Strategic report or in preparing the Directors' report.

A handwritten signature in black ink, appearing to read "David White".

David White (Senior statutory auditor)
for and on behalf of

Grant Thornton UK LLP

Chartered Accountants

Statutory Auditor

Birmingham

Date:

18/1/18

Dura UK Limited

Statement of comprehensive income
For the Year Ended 31 December 2016

	Note	2016 £000	2015 £000
Other operating income	4	1,593	62
Operating profit		1,593	62
Interest receivable and similar income	6	22	20
Profit before tax		1,615	82
Tax on profit	7	-	-
Profit for the year		1,615	82
Other comprehensive income for the year			
Total comprehensive income for the year		1,615	82

The notes on pages 7 to 14 form part of these financial statements.

Dura UK Limited
Registered number:03535821

Statement of financial position

As at 31 December 2016

	Note	2016 £000	2015 £000
Current assets			
Amounts recoverable from group undertakings	9	9,878	8,263
		<u>9,878</u>	<u>8,263</u>
Creditors: amounts falling due within one year	10	(6,774)	(6,774)
Net current assets		<u>3,104</u>	<u>1,489</u>
Total assets less current liabilities		<u>3,104</u>	<u>1,489</u>
Net assets		<u>3,104</u>	<u>1,489</u>
Capital and reserves			
Called up share capital		91,995	91,995
Capital redemption reserve	11	300,321	300,321
Other reserves	11	8,181	8,181
Profit and loss account	11	(397,393)	(399,008)
		<u>3,104</u>	<u>1,489</u>

The 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 FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on
17 January 2018.

W H Morris

W H Morris
Director

The notes on pages 7 to 14 form part of these financial statements.

Notes to the financial statements

For the Year Ended 31 December 2016

1. General information

Dura UK Limited is a limited liability company incorporated in England and Wales. Its registered office address is 100 New Bridge Street, London, EC4V 6JA.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Dura Automotive Systems, LLC as at 31 December 2016 and these financial statements may be obtained from 1780 Pond Run, Auburn Hills, MI 48326, USA.

2.3 Going concern

Dura UK Limited (the "company") operates within the overall Dura Automotive group, which is headed by Dura Automotive Systems, LLC, a US entity (the "Group").

As at 31 December 2016, the company had net current assets of £3,104,000 (2015: £1,489,000). The company acts as an intermediate holding company and its liabilities are principally due to other group companies. The company does not have access to funds except via other group companies and so it is dependent on those group companies for future financial support, for example to pay administrative fees on behalf of the company and to repay any group balances, should payment be requested.

The directors have prepared the accounts on the going concern basis as they continue to receive support from fellow group companies when required.

2.4 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Notes to the financial statements

For the Year Ended 31 December 2016

2. Accounting policies (continued)

2.5 Financial instruments

The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or income as appropriate. The company does not currently apply hedge accounting for interest rate and foreign exchange derivatives.

2.6 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

Notes to the financial statements

For the Year Ended 31 December 2016

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 Statement of comprehensive income 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 Statement of comprehensive income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Statement of comprehensive income within 'other operating income'.

2.8 Interest income

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

Notes to the financial statements

For the Year Ended 31 December 2016

2. Accounting policies (continued)

2.9 Taxation

Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of financial position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

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

Preparation of the financial statements requires management to make significant judgements and estimates. The areas where these judgements and estimates have been made include the following:

Intercompany debtors

Intercompany debtors includes amounts due from other group companies which are in a net liabilities position. Management have assessed the carrying value of the debtors to be recoverable due to the letter of support in place from the ultimate parent company, Dura Automotive Systems Inc, who have guaranteed the recoverability of these balances. Therefore, the intercompany debtors have not been impaired.

4. Other operating income

	2016 £000	2015 £000
Foreign exchange difference - gain	1,593	62
	<u>1,593</u>	<u>62</u>

Notes to the financial statements

For the Year Ended 31 December 2016

5. Employees

The remuneration of the directors who served during the financial year and the prior financial year is paid by other group undertakings and no part of their remuneration is specifically attributable for their services to the company.

The average monthly number of employees, including directors, during the year was 0 (2015 - 0).

6. Interest receivable

	2016 £000	2015 £000
Other interest receivable	22	20
	<u>22</u>	<u>20</u>

7. Taxation

	2016 £000	2015 £000
Current tax on profits for the year	-	-
Total current tax	<u>-</u>	<u>-</u>
Total deferred tax	<u>-</u>	<u>-</u>
Taxation on profit on ordinary activities	<u>-</u>	<u>-</u>

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2015 - lower than) the standard rate of corporation tax in the UK of 20% (2015 - 21.5%). The differences are explained below:

	2016 £000	2015 £000
Profit on ordinary activities before tax	<u>1,615</u>	<u>82</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2015 - 21.5%)	323	18
Effects of:		
Utilisation of unrecognised brought forward tax losses	(440)	(110)
Transfer pricing adjustments	<u>117</u>	<u>92</u>
Total tax charge for the year	<u>-</u>	<u>-</u>

Notes to the financial statements

For the Year Ended 31 December 2016

7. Taxation (continued)

Factors that may affect future tax charges

The company has an unrecognised deferred tax asset of £244,403 (2015: £676,473) in relation to tax losses which have not been recognised due to uncertainty surrounding their future recovery

8. Fixed asset investments

	Investments in subsidiary companies £000
Cost or valuation	
At 1 January 2016	381,901
At 31 December 2016	381,901
Impairment	
At 1 January 2016	381,901
At 31 December 2016	381,901
At 31 December 2016	-
At 31 December 2015	-

Subsidiary undertakings

The following were subsidiary undertakings of the company:

Name	Country of incorporation	Class of shares	Holding	Principal activity
Trident Automotive Limited	England and Wales	Ordinary	100 %	Holding company
Spicebright Limited	England and Wales	Ordinary	100 %	Holding company
Dura Holdings Limited	England and Wales	Ordinary	100 %	Holding company
Dura Automotive Limited	England and Wales	Ordinary	100 %	Holding company

Dura UK Limited

Notes to the financial statements

For the Year Ended 31 December 2016

8. Fixed asset investments (continued)

The aggregate of the share capital and reserves as at 31 December 2016 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 £000	Profit/(loss) £000
Trident Automotive Limited	(172,523)	(125)
Spicebright Limited	(32,632)	(359)
Dura Holdings Limited	(27,163)	(3,500)
Dura Automotive Limited	(15,629)	-
	<u>(247,947)</u>	<u>(3,984)</u>

9. Non-current asset investments

	2016 £000	2015 £000
Shares in group undertakings	9,878	8,263
	<u>9,878</u>	<u>8,263</u>

10. Creditors: Amounts falling due within one year

	2016 £000	2015 £000
Amounts owed to group undertakings	6,774	6,774
	<u>6,774</u>	<u>6,774</u>

11. Reserves

Capital redemption reserve

The capital redemption reserve contains amounts used out of retained earnings to repurchase share capital of the company.

Profit & loss account

Includes all current and prior period retained profits and losses.

Dura UK Limited

Notes to the financial statements

For the Year Ended 31 December 2016

12. Related party transactions

The company has taken the exemption under section 33 FRS 102 to not disclose transactions of wholly owned members within the group, headed by Dura Automotive Systems, LLC, are not disclosed as 100% of the company's voting rights are controlled within the group and consolidated financial statements, which incorporate the results of the company, are prepared..

13. Controlling party

The directors regard Dura Automotive Systems, LLC, a company incorporated in the United States of America, as the ultimate parent company and the ultimate controlling party.

Dura Automotive Systems, LLC, is the parent company of the smallest and the largest group of which the company is a member and for which group financial statements are drawn up. Copies of its financial statements are available from 1780 Pond Run, Auburn Hills, MI 48326, USA.

The immediate parent company and immediate controlling party is Dura International Holding LLC, a company incorporated in the United States of America

14. First time adoption of FRS 102

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 and have not impacted on equity or profit or loss.