

LAIRD ASIA HOLDINGS LIMITED

**ANNUAL REPORT AND FINANCIAL STATEMENTS
for the year ended
31 DECEMBER 2018**

Company number: 07093607

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LAIRD ASIA HOLDINGS LIMITED

Registered No: 07093607

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LAIRD ASIA HOLDINGS LIMITED

Registered No: 07093607

COMPANY INFORMATION**Directors**

K M Ferguson
T ET Homer
C M Fussell
M J Read

Auditor

Deloitte LLP
Statutory Auditor
1 New Street Square
London
EC4A 3HQ
United Kingdom

Registered office

100 Pall Mall
London
SW1Y 5NQ
United Kingdom

LAIRD ASIA HOLDINGS LIMITED

Registered No: 07093607

STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2018**Principal activities**

The principal activity of the Company, Laird Asia Holdings Ltd, is that of a holding company. It derives its income from its subsidiary undertakings ("subsidiaries"). The principal activity of the operating subsidiaries is the manufacture of electromagnetic interference shielding products. The Directors anticipate the Company will continue to operate in this manner for the foreseeable future.

Analysis of Key Performance Indicators

Given the nature of the business, the Directors are of the opinion that analysis using KPIs is not necessary for an understanding of the performance and development of the business.

Business review

During the year the Company received dividends of £43,943,000 from its subsidiaries (2017: £nil).

Principal risks and uncertainties

The Company operates as an intermediate holding company within the AI Ladder (Luxembourg) Subco S.à.r.l. group (the "Group"). As its income is derived from its subsidiaries, its activities are dependent on the activities of the Group. The risks and uncertainties facing the Company are therefore linked to those of the Group. A discussion of the Group's risks and uncertainties is contained in the annual report of AI Ladder (Luxembourg) Subco S.à.r.l.

The Board has considered the impact of Brexit on the future prospects of the Company and its subsidiaries and considers that the effects will not be material given the countries in which its subsidiaries operate.

Approved and authorised by the Board



K M Ferguson
Director
100 Pall Mall
London
SW1Y 5NQ
United Kingdom

LAIRD ASIA HOLDINGS LIMITED

Registered No: 07093607

DIRECTORS' REPORT **FOR THE YEAR ENDED 31 DECEMBER 2018**

Laird Asia Holdings Limited (the Company) is a private company limited by shares, incorporated in the UK under the Companies Act 2006, and registered in England and Wales.

The Directors present their Annual Report and the audited financial statements of the Company for the year ended 31 December 2018.

Directors

The Directors who served the Company during the year and up to the date of this report were as follows:

J G Du Plessis	(Resigned 28 September 2018)
A J Quinlan	(Resigned 28 February 2019)
K J Dangerfield	(Resigned 30 June 2019)
K M Ferguson	(Appointed 30 June 2019)
T ET Homer	(Appointed 30 June 2019)
C M Fussell	(Appointed 30 June 2019)
M J Read	(Appointed 30 June 2019)

Directors' and officers' liability insurance

Insurance has been taken out by the Company (as permitted by Section 236 of the Companies Act 2006) for its Directors and officers against liabilities in relation to the Company. The insurance is a third party indemnity provision, which was in force throughout the last financial year, and is currently in force. There are no outstanding claims or provisions at balance sheet date.

Future developments

There are no significant future developments related to this Company.

Financial risk management

The company manages financial risk by having access to a Group cash management facility. The Company has positive net assets, and is not reliant on external financing.

Going concern

Given the Company's net asset position, the Directors have a reasonable expectation that the Company has adequate resources to continue in existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the Annual Report and financial statements.

Dividends

A dividend of £33,520,000 (2017: £nil) was paid during the financial year ended 31 December 2018.

Auditor

Deloitte LLP, having expressed their willingness to act, is deemed to continue in office as the Company's auditor.

LAIRD ASIA HOLDINGS LIMITED

Registered No: 07093607

DIRECTORS' REPORT**FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)****Disclosure of information to the auditor**

In accordance with section 418 of the Companies Act 2006, the Directors confirmed, so far as each is aware, that there is no relevant audit information of which the Company's auditor is unaware, and each Director has taken all steps that he ought to have taken as a Director in order to make him/her aware of, and to establish that the auditor is aware of, any relevant audit information.

Approved and authorised by the Board



K M Ferguson
Director
100 Pall Mall
London
SW1Y 5NQ
United Kingdom

14 August

2019

LAIRD ASIA HOLDINGS LIMITED

Registered No: 07093607

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 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 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;
- 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.

LAIRD ASIA HOLDINGS LIMITED

Registered No: 07093607

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
LAIRD ASIA HOLDINGS LIMITED****Report on the audit of the financial statements****Opinion**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31st December 2018 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Laird Asia Holdings Limited (the 'company') which comprise:

- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 11.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

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.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in 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.

We have nothing to report in respect of these matters.

LAIRD ASIA HOLDINGS LIMITED

Registered No: 07093607

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
LAIRD ASIA HOLDINGS LIMITED (CONTINUED)****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 respect of these matters.

Responsibilities of directors

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, 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. This description forms part of our auditor's report.

LAIRD ASIA HOLDINGS LIMITED

Registered No: 07093607

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
LAIRD ASIA HOLDINGS LIMITED (CONTINUED)****Use of our 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.

Report on other legal and regulatory requirements**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.

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 any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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

We have nothing to report in respect of these matters.



John Charlton (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom

14 August 2019

LAIRD ASIA HOLDINGS LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2018

	<i>Notes</i>	<u>2018</u> <u>£000</u>	<u>2017</u> <u>£000</u>
Interest received		91	-
Dividend received		43,943	-
Profit on ordinary activities before taxation	4	<u>44,034</u>	<u>-</u>
Tax on profit on ordinary activities	5	<u>-</u>	<u>-</u>
Profit for the year		<u>44,034</u>	<u>-</u>
Other comprehensive profit			
Other comprehensive profit		-	-
Total comprehensive profit for the year		<u>44,034</u>	<u>-</u>

All operations are continuing.

LAIRD ASIA HOLDINGS LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2018

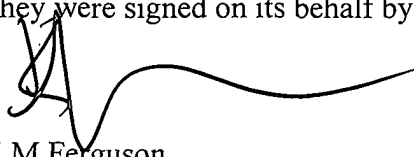
	Called up share capital £000	Profit and loss account £000	Total £000
At 1 January 2017	289,562	(5,281)	284,281
Result for the year	-	-	-
Other comprehensive result	-	-	-
Total comprehensive result for the year	-	-	-
Dividend paid (note 6)	-	-	-
At 31 December 2017	289,562	(5,281)	284,281
 At 1 January 2018	 289,562	 (5,281)	 284,281
Profit for the year	-	44,034	44,034
Other comprehensive result	-	-	-
Total comprehensive result for the year	-	44,034	44,034
Capital reduction	(178,549)	178,549	-
Dividend paid (note 6)	-	(33,520)	(33,520)
At 31 December 2018	111,013	183,782	294,795

LAIRD ASIA HOLDINGS LIMITED**BALANCE SHEET**
AS AT 31 DECEMBER 2018

	<i>Notes</i>	<u>2018</u> <u>£000</u>	<u>2017</u> <u>£000</u>
Non-current assets			
Investments	7	<u>284,281</u>	<u>284,281</u>
		284,281	284,281
Current assets			
Amounts owed by Group undertakings	8	<u>10,514</u>	<u>-</u>
Net assets		<u>294,795</u>	<u>284,281</u>
Capital and reserves			
Called up share capital	9	111,013	289,562
Profit and loss account		<u>183,782</u>	<u>(5,281)</u>
Total equity		<u>294,795</u>	<u>284,281</u>

The financial statements of Laird Asia Holdings Limited (registered number 07093607) were approved by The Board of Directors and authorised for issue on 14 August 2019.

They were signed on its behalf by:


 K M Ferguson
 Director

The notes on pages 12 to 20 form part of these accounts.

LAIRD ASIA HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2018

1. Authorisation of financial statements and statement of compliance with FRS 101

Laird Asia Holdings Limited (the Company) is a private company limited by shares, incorporated in the United Kingdom under the Companies Act 2006, and is registered in England and Wales. The address of the Company's registered office is shown on page 1.

The Company meets the definition of a qualifying entity under FRS100 'Application of Financial Reporting Requirements' issued by the FRC. Accordingly, these financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards. These financial statements have been prepared under the historical cost convention.

The Company financial statements are presented in pounds sterling and all values are rounded to the nearest thousand pounds unless otherwise indicated.

The Company has taken advantage of the exemption under s400 of the Companies Act 2006 not to prepare Group accounts as its results are included in the consolidated financial statements of Al Ladder (Luxembourg) Subco S.à r.l, a company registered in Luxembourg at 2-4 Rue Beck, L-1222 Luxembourg (Lëtzebuerg).

The principal accounting policies adopted by the Company are set out in note 2.

2. Accounting policies

Basis of preparation

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 December 2018. Permission to adopt FRS 101 was obtained from shareholders in 2015 through official shareholder notification.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to share-based payment, financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash flow statement, standards not yet effective, impairment of assets and related party transactions.

Going concern

Given the Company's net assets position, the Directors have a reasonable expectation that the Company has adequate resources to continue in existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the Annual Report and financial statements.

New standards, amendments and IFRIC interpretations

In the current year, the Company has applied IFRS 9 *Financial Instruments* (as revised in July 2014) and the related consequential amendments to other IFRS Standards that are effective for an annual period that begins on or after 1 January 2018. Consistent with the transition provisions of IFRS 9 the Company has elected to adopt the modified retrospective approach and so will not to restate comparatives.

LAIRD ASIA HOLDINGS LIMITED**NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2018****2. Accounting policies (continued)**

IFRS 9 introduced new requirements for:

1. The classification and measurement of financial assets and financial liabilities,
2. Impairment of financial assets, and
3. General hedge accounting.

Details of these new requirements as well as their impact on the Company's financial statements are described below.

The Company has applied IFRS 9 in accordance with the transition provisions set out in IFRS 9.

(a) Classification and measurement of financial assets

The date of initial application (i.e. the date on which the Company has assessed its existing financial assets and financial liabilities in terms of the requirements of IFRS 9) is 1 January 2018. Accordingly, the Company has applied the requirements of IFRS 9 to instruments that continue to be recognised as at 1 January 2018 and has not applied the requirements to instruments that have already been derecognised as at 1 January 2018.

All recognised financial assets that are within the scope of IFRS 9 are required to be measured subsequently at amortised cost or fair value on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. Specifically:

- debt instruments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal amount outstanding, are measured subsequently at amortised cost;
- debt instruments that are held within a business model whose objective is both to collect the contractual cash flows and to sell the debt instruments, and that have contractual cash flows that are solely payments of principal and interest on the principal amount outstanding, are measured subsequently at fair value through other comprehensive income (FVTOCI), not applicable to the Company;
- all other debt investments and equity investments are measured subsequently at fair value through profit or loss (FVTPL), not applicable to the Company.

The Company had no financial assets at the transition date and hence the initial application of IFRS 9 has had no impact on the Company's financial position, profit or loss, other comprehensive income or total comprehensive income in either year.

(b) Impairment of financial assets

In relation to the impairment of financial assets, IFRS 9 requires an expected credit loss model as opposed to an incurred credit loss model under IAS 39. The expected credit loss model requires the Company to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition of the financial assets. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognised.

LAIRD ASIA HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2018

2. Accounting policies (continued)

Specifically, IFRS 9 requires the Company to recognise a loss allowance for expected credit losses on:

1. Debt investments measured subsequently at amortised cost; and,
2. Trade debtors and contract assets.

In particular, IFRS 9 requires the Company to measure the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses (ECL) if the credit risk on that financial instrument has increased significantly since initial recognition, or if the financial instrument is a purchased or originated credit-impaired financial asset. However, if the credit risk on a financial instrument has not increased significantly since initial recognition (except for a purchased or originated credit-impaired financial asset), the Company is required to measure the loss allowance for that financial instrument at an amount equal to 12-months ECL. IFRS 9 also requires a simplified approach for measuring the loss allowance at an amount equal to lifetime ECL for trade debtors and contract assets in certain circumstances.

The Company had no financial assets at the transition date and hence the initial application of IFRS 9 has had no impact on the Company's financial position, profit or loss, other comprehensive income or total comprehensive income in either year.

(c) Classification and measurement of financial liabilities

The Company has no financial liabilities at the transition date and hence this aspect of IFRS has no impact on the Company's financial statements.

(d) General hedge accounting

The Company does not apply hedge accounting and as such this aspect of IFRS 9 has no impact on the Company's financial statements.

There are no other amendments to accounting standards, or IFRIC interpretations that are effective for the year ended 31 December 2018 that have had a material impact on the Company.

Dividend income

Dividend income is recognised in the Statement of Comprehensive Income upon receipt.

Dividends

Dividends paid are charged to retained earnings on the earlier date of payment of the date on which they become a legal liability of the Company.

Foreign currencies

(a) Functional and presentation currency

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the company operates ('the functional currency'). The financial statements are presented in 'Pounds Sterling' (£), which is also the company's functional currency

LAIRD ASIA HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2018

2. Accounting policies (continued)

(b) Transactions and balances

Transactions in foreign currencies are translated at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities in foreign currencies are translated at the rates of exchange ruling at the balance sheet date. All differences are taken to the Statement of Comprehensive Income.

Investments

Fixed asset investments in subsidiaries are shown at cost less provision for impairment.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets are classified at amortised cost, and are comprised of debtors. Debtors are recognised on the trade date, being the date that the Company commits to purchase or sell the asset and are measured at amortised cost with a loss allowance for expected credit losses. Debtors are discounted when the time value of money is considered material.

Gains and losses are recognised in income when the loans and receivables are derecognised or impaired.

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised where:

- the rights to receive cash flows from the asset have expired; or
- the Company has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For debtors, which are comprised of intra-group loan receivables that are repayable on demand, the Company applies a simplified approach in calculating Expected Credit Losses (ECLs). An assessment is made on the reporting date as to whether the borrower has sufficient resources to repay the loan and an impairment is recognised to the extent that the loan is deemed to be not fully recoverable.

Income taxes

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

Interest income

Interest is recognised in the Statement of Comprehensive Income using the effective interest rate method.

LAIRD ASIA HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2018

2. Accounting policies (continued)

Impairment

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash generating unit's fair value less costs to sell and its value in use. This is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. If the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, the recoverable amount of the cash generating unit to which the asset belongs is determined. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses of continuing operations are recognised in the Statement of Comprehensive Income in those expense categories consistent with the function of the impaired asset.

3. Critical accounting judgement and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2 above, 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 year 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. No critical accounting judgements have been made during the period.

Critical sources of estimation uncertainty

The key source of estimation uncertainty that has a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year is the measurement and impairment of investments.

Determining whether the Company's investments in subsidiaries have been impaired requires estimations of the investments' value in use. The value in use calculation requires the entity to estimate the future cash flows expected to arise from the investments and suitable discount rates in order to calculate present values. The Company has used a discount rate of 12.5% to test for impairment and a terminal growth rate of 3%. Downside sensitivities have been applied to the estimates to assess the impact upon the headroom over the carrying value of investments in subsidiaries and provide comfort that no further impairment is required.

LAIRD ASIA HOLDINGS LIMITED**NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2018****4. Profit on ordinary activities before taxation**

Profit on ordinary activities before taxation is stated after charging:

	<u>2018</u>	<u>2017</u>
	£000	£000
Directors' emoluments	-	-
Foreign exchange result	-	-

The directors who served through the period were remunerated through Laird Ltd hence no cost has been recognised in the Company.

Fees paid to the Company's auditor for the audit of the financial statements of £2,704 (2017: £2,575) were borne by the ultimate parent undertaking. No non-audit services were provided by the Company's auditor in the current year (2017: £nil). There were no employees under contract during the current or previous year.

The Company's primary sources of income are through dividend income from its investments and interest from loans with group entities. No dividends were received in the prior year from the Company's investments, additionally no loans were outstanding with entities in the same group. All costs were borne by Laird Ltd resulting in a £nil result in the statement of comprehensive income.

LAIRD ASIA HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 20185. Tax on profit on ordinary activities

	<u>2018</u> £000	<u>2017</u> £000
(a) Analysis of the tax charge of the year		
<i>UK corporation tax</i>		
Current year	-	-
	-	-
(b) Factors affecting current tax		
	<u>2018</u> £000	<u>2017</u> £000

The tax assessed for the year is based on the corporation tax rate in the UK.

Profit on ordinary activities before tax	44,034	-
Profit on ordinary activities before tax multiplied by the UK corporation tax rate of 19.00% (2017: 19.25%)	8,366	-
Effects of:		
Group relief claimed for nil consideration	(17)	-
Income not subject to tax	(8,349)	-
	-	-

The main rate of UK Corporation Tax reduced to 19% as of 1 April 2017.

(c) Factors that may affect future tax charges

The UK corporation tax rate will reduce to 17% effective 1 April 2020.

6. Dividends

	<u>2018</u> £000	<u>2017</u> £000
Equity dividends:		
Interim dividend on preference shares for 2018: 2.9p (2017: 0p)	30,511	-
Interim dividend on ordinary shares for 2018: £3,009,267 (2017: £0)	3,009	-
	33,520	-

LAIRD ASIA HOLDINGS LIMITED**NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2018****7. Investments**

Investments in subsidiaries are made up as follows:

	<u>2018</u> £000	<u>2017</u> £000
Shares in subsidiaries at cost	289,562	289,562
Less: provisions for diminution in value	<u>(5,281)</u>	<u>(5,281)</u>
	<u>284,281</u>	<u>284,281</u>

The movement in cost of shares in subsidiaries during the year was:

	<u>2018</u> £000	<u>2017</u> £000
As at 1 January	289,562	289,562
Additions	-	-
Disposals	<u>-</u>	<u>-</u>
	<u>289,562</u>	<u>289,562</u>

The Company owns the entire share capital of Laird C.I. Holdings Limited, a holding company incorporated in the Cayman Islands. The following companies are wholly owned indirect subsidiaries of the Company.

Company	Registered address
Centurion Wireless Components (M) Sdn Bhd	Plot 522, Lorong Perusahaan Baru 3, Perai Industrial Estate, 13600 Prai, Penang, MALAYSIA
Kunshan Cation Electronics Co., Ltd	28# Huanghe South Road, Kunshan Economic & Technical Development Zone, Jiangsu Province, CHINA
Laird (Finance) Limited	100 Pall Mall, London, SW1Y 5NQ, UNITED KINGDOM
Laird (Shanghai) Enterprise Management Consulting Co. Limited	No.8 Pengfeng Road, Dagang Industrial Park, Songjiang District, Shanghai City, CHINA
Laird Asia Limited	Unit 2507, 25 th Floor Office Tower, Langham Place, 8 Argyle Street, Mongkok, Kowloon, HONG KONG
Laird Hong Kong Holdings (4) Limited	Unit 2508, 25 th Floor Office Tower, Langham Place, 8 Argyle Street, Mongkok, Kowloon, HONG KONG
Laird Management (Shenzhen) Co Ltd	3F, North Block, Factory Zone No1, Fuyuan Road, Heping Community, Fuyong Town, Bao An District, Shenzhen City, Guangdong Province, 518103, CHINA
Laird Production Shenzhen Company Limited	2 nd Floor, No.1 Workshop, Dejin Industrial Park, Fuyuan Road, Heping Community, Fuyong Town, Bao An District, Shenzhen City, Guangdong Province, CHINA
Laird Technologies (Holdings) II AB	EA Rosengrens gata 25, 42131 Västra Frölunda, SWEDEN
Laird Technologies (M) Sdn Bhd	Plot 522, Lorong Perusahaan Baru 3, Perai Industrial Estate, 13600 Prai, Penang, MALAYSIA
Laird Technologies (Shanghai) Company Limited	Building No.3, No. 398, Yuandian Road, Xinzhuang Industry Zone, Shanghai City, CHINA
Laird Technologies (Shenzhen) Company Limited	No.1 Workshop, Dejin Industrial Park, Fuyuan Road, Heping Community, Fuyong Town, Bao An District, Shenzhen City, Guangdong Province, 518103, CHINA
Laird Technologies AB	EA Rosengrens gata 25, 42131 Västra Frölunda, SWEDEN
Steward (Foshan) Magnetic Materials Co., Ltd.	Lot 12-1, Fuan Industrial Zone, Leliu Town, Shunde District, Foshan City, Guangdong Province 528322, CHINA
Steward (Foshan) Magnetics Co. Ltd	Fuan Industrial Zone, Leliu Town, Shunde District, Foshan City, Guangdong Province 528322, CHINA
Tianjin Laird Technologies Limited	C3 & C4 Hongtai Industry Park, No 87 Taifeng Road, TEDA Tianjin, 300457, CHINA

LAIRD ASIA HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2018
8. Amounts owed by Group undertakings

The balance owed by Laird Ltd is repayable on demand. Laird Ltd bears interest at the rate of 2% above the 12 months London Interbank Offer Rate ("LIBOR") set annually.

9. Called up share capital

	Number	<u>2018</u> £000	<u>2017</u> £000
Ordinary shares of GBP £1			
Issued and fully paid	1	-	178,549
Preference shares of SEK 12kr			
Issued and fully paid	106,664,906	111,013	111,013
		<u>111,013</u>	<u>289,562</u>

On 31st December 2009 the Company issued 106,664,906 preference shares for SEK 12 each, these were translated at the prevailing rate on that day of 12.53 SEK/GBP.

On the 14th June 2018 the Directors resolved to reduce the ordinary share capital of the business from 178,548,699 ordinary shares with a nominal value of £1 per share to one single share. The amount by which the share capital has been reduced was credited to reserves.

10. Related party transactions

The Company has utilised the exemption provided under paragraph 8(k) of FRS 101, Related Party Transactions, and not disclosed transactions with related parties that are part of AI Ladder (Luxembourg) Subco S.á r.l.

11. Immediate and ultimate parent undertaking

The immediate parent undertaking is Laird Holdings Limited, a Company registered in the UK, as it owns 100% of the ordinary share capital of the Company. The smallest and largest group financial statements into which Laird Asia Holdings Limited is consolidated are produced by AI Ladder (Luxembourg) Subco S.á r.l, a company registered in Luxembourg. Consolidated financial statements are available on request from 100 Pall Mall, London, SW1Y 5NQ, United Kingdom. The Company's ultimate parent undertaking at the balance sheet date was Advent International Corporation which is based in the United States. This company does not produce consolidated financial statements.