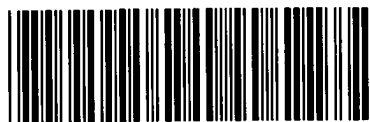


Registration number: 00540403

TDG (UK) Limited
Annual Reports and Financial Statements
for the Year Ended 31 December 2019

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TDG (UK) Limited

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TDG (UK) Limited
Company Information

Directors	Mr D Myers Mr K Kirsis
Company secretary	Mr K Kirsis
Registered office	XPO House Lodge Way New Duston Northampton NN5 7SL
Auditor	KPMG LLP St Nicholas House Park Row Nottingham NG1 6FQ

TDG (UK) Limited
Strategic Report for the Year Ended 31 December 2019

The directors present their Strategic Report for the year ended 31 December 2019.

Fair review of the business

The Company is dormant and has not traded during the year.

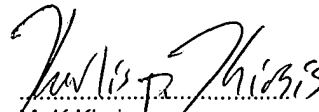
The company's key financial and other performance indicators during the year were as follows:

	Unit	2019	2018
Profit after tax	£000	-	-
Shareholders' funds	£000	1	1
Average employee numbers		-	1

Principal risks and uncertainties

Following the cessation of trade in 2017, the directors consider all risks and uncertainties to be mitigated.

Approved by the Board on 28 September 2020 and signed on its behalf by:


Mr K Kirsis
Director

TDG (UK) Limited

Directors' Report for the Year Ended 31 December 2019

The directors present their report and the financial statements for the year ended 31 December 2019.

Directors' of the company

The directors, who held office during the year, were as follows:

Mr D Myers

Ms G Garratt (resigned 27 September 2019)

Mr K Kirsis (appointed 15 October 2019)

Principal activity

The principal activity of the company is acting as a non-trading agent on behalf of XPO Supply Chain UK Limited, XPO Transport Solutions UK Limited, XPO Maintenance UK Limited, XPO Holdings UK and Ireland Limited, XPO Bulk UK Limited and XPO Global Forwarding UK Limited.

Dividend

The directors have not recommended a final dividend (2018: £nil).

Future developments

The company became dormant from 26 September 2017, but will continue to act as a non-trading agent to other XPO Logistics UK Group companies.

Going concern

These financial statements have been prepared on a basis other than of a going concern basis, as the Directors do not anticipate that the Company will trade in the foreseeable future.

Disclosure of information to the auditor

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware.

Approved by the Board on 28 September 2020 and signed on its behalf by:


Mr K Kirsis
Director

TDG (UK) Limited

Statement of Directors' Responsibilities in respect of the Directors' report and the financial statements

The directors are responsible for preparing the Strategic Report, 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 UK Accounting Standards and applicable law (United Kingdom Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework* ('FRS 101').

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 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
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so (as explained in note 2, the directors do not believe that is appropriate to prepare these financial statements on a going concern basis).

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Independent Auditor's Report to the Members of TDG (UK) Limited

Opinion

We have audited the financial statements of TDG (UK) Limited ("the company") for the year ended 31 December 2019 which comprise the Profit and loss account, Statement of Comprehensive Income, Balance Sheet, Statement of changes in equity and related notes, including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its results for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Emphasis of matter - non-going concern basis of preparation

We draw attention to the disclosure made in note 2 to the financial statements which explains that the financial statements have not been prepared on the going concern basis for the reasons set out in that note. Our opinion is not modified in respect of this matter.

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 4, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Independent Auditor's Report to the Members of TDG (UK) Limited (continued)

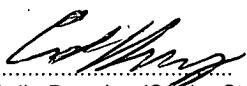
Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



Colin Brearley (Senior Statutory Auditor)
For and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
St Nicholas House
Park Row
Nottingham
NG1 6FQ

29 September 2020

TDG (UK) Limited

Profit and Loss Account for the Year Ended 31 December 2019

	Note	2019 £ 000	2018 £ 000
Revenue		-	-
Operating profit/(loss)		-	-
Profit/(loss) before tax		-	-
Profit/(loss) for the year		-	-

The above results were derived from discontinued operations.

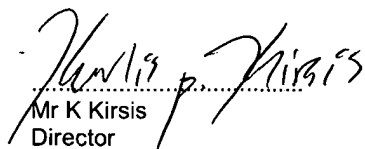
Statement of Comprehensive Income for the Year Ended 31 December 2019

	2019 £ 000	2018 £ 000
Profit/(loss) for the year	-	-
Total comprehensive income for the year	-	-

TDG (UK) Limited
Balance Sheet as at 31 December 2019

	Note	2019 £ 000	2018 £ 000
Current assets			
Debtors (including £nil (2018: £nil) due after more than one year)	5	<u>1</u>	<u>1</u>
Net assets		<u><u>1</u></u>	<u><u>1</u></u>
Capital and reserves			
Called up share capital	6	<u>1</u>	<u>1</u>
Shareholders' funds		<u><u>1</u></u>	<u><u>1</u></u>

Approved by the Board on 28 September 2020 and signed on its behalf by:


 Mr K Kirsis
 Director

Company Registration Number: 00540403

TDG (UK) Limited

Statement of Changes in Equity for the Year Ended 31 December 2019

	Share capital £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2019	<u>1</u>	<u>-</u>	<u>1</u>
At 31 December 2019	<u>1</u>	<u>-</u>	<u>1</u>

	Share capital £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2018	<u>1</u>	<u>-</u>	<u>1</u>
At 31 December 2018	<u>1</u>	<u>-</u>	<u>1</u>

TDG (UK) Limited

Notes to the Financial Statements for the Year Ended 31 December 2019

1 General information

The company is a private company limited by share capital, incorporated and domiciled in England & Wales.

The address of its registered office is:

XPO House
Lodge Way
New Duston
Northampton
NN5 7SL

These financial statements were authorised for issue by the Board on 28 September 2020.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework. The company has not elected to apply the balance sheet format requirements of paragraphs 54 to 76 of IAS 1 'Presentation of Financial Statements'.

The financial statements are prepared on the historical cost basis except financial instruments which are classified as fair value through the profit or loss.

The preparation of financial statements in conformity with *FRS 101* requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. No areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements have been identified in the preparation of these financial statements.

The company proposed to continue to adopt the reduced disclosure of *FRS 101* in the future.

Summary of disclosure exemptions

In these financial statements, the company is considered to be a qualifying entity to apply *FRS 101* and is consolidated within the accounts of its parent undertaking as described in note 7. The company has applied the exemptions available under *FRS 101* in respect of the following disclosures:

- Preparation of a cash flow statement;
- The requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more wholly owned members of the XPO Logistics, Inc. Group;
- Disclosure of key management personnel compensation;
- Capital management disclosures; and
- Disclosures in respect of standards in issue not yet effective.

The following disclosure exemptions have also been adopted, as equivalent disclosures are provided in the intermediate and ultimate parent consolidated financial statements.

- Reduced financial instruments disclosures relating to IFRS 7;
- The requirements of paragraphs 134(d) to 134(f) and 135(c) to 135(e) of IAS 36 Impairment of Assets; and
- The requirements of paragraphs 91 to 99 of IFRS 13 Fair Value Measurement.

TDG (UK) Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

2 Accounting policies (continued)

Going concern

These financial statements have been prepared on a basis other than that of a going concern, as the directors do not anticipate that the company will trade in the foreseeable future.

Changes in accounting policy

None of the standards, interpretations and amendments effective for the first time from 1 January 2019 have had a material effect on the financial statements.

Finance income and costs policy

Interest income and expenses are reported on an accrual basis using the effective interest method.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

3 Staff costs

The directors of the company received no direct remuneration for their services to the company as the services they provide to this company are incidental to the XPO Logistics Europe Group management role they fulfill.

4 Auditor's remuneration

In 2019, audit fees of £10k (2018: £10k) have been borne by XPO Holdings UK and Ireland Limited.

5 Debtors

	2019 £ 000	2018 £ 000
Receivables from related parties	<u>1</u>	<u>1</u>

6 Share capital

Allotted, called up and fully paid shares

	No. 000	2019 £ 000	No. 000	2018 £ 000
Ordinary Shares of £0.25 each	<u>4</u>	<u>1</u>	<u>4</u>	<u>1</u>

7 Parent and ultimate parent undertaking

The company is controlled by its immediate parent company, XPO Holdings UK & Ireland Limited, a company incorporated in England and Wales, and a member of the XPO Logistics, Inc. Group.

The company's intermediate parent is XPO Logistics Europe S.A.

The company's ultimate parent is XPO Logistics, Inc.

TDG (UK) Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

7 Parent and ultimate parent undertaking (continued)

Relationship between entity and parents

The parent of the largest group in which these financial statements are consolidated is XPO Logistics, Inc., incorporated in the USA.

The address of XPO Logistics, Inc. is:

5 American Lane, Greenwich, Connecticut, 06831 - USA.

A copy of these accounts can be obtained from the XPO Logistics website: www.xpo.com.

The parent of the smallest group in which these financial statements are consolidated is XPO Logistics Europe S.A., incorporated in France.

The address of XPO Logistics Europe S.A. is:

192, Avenue Thiers, 69457, Lyon cedex 6 - France.