

## **BB Investments**

Report and Financial Statements

Period Ended

1 October 2016

Company Number 02534721



# **BB Investments**

## **Company Information**

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<b>Directors</b>	A Lovallo K Teague
<b>Registered number</b>	02534721
<b>Registered office</b>	Old Mill Lane Low Road Hunslet Leeds LS10 1RB
<b>Independent auditor</b>	BDO LLP Central Square 29 Wellington Street Leeds LS1 4DL

# **BB Investments**

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# BB Investments

## Strategic Report For the Period Ended 1 October 2016

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The directors present their report together with the audited financial statements for the period ended 1 October 2016.

### Principal risks and uncertainties

The company's principal activity is the holding of intercompany balances and the principle risk facing the company is the recoverability of these intercompany balances.

### Business review

As noted above, the company only holds intercompany balances and thus a business review is not relevant for this company.

### Key performance indicators

Due to the nature of the business, key performance indicators are not applicable.

On behalf of the board

  
K Teague  
Director

26<sup>th</sup> June 2017

# BB Investments

## Directors' Report For the Period Ended 1 October 2016

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The directors present their report together with the audited financial statements for the period ended 1 October 2016.

### Principal activity

The company's principal activity is the holding of intercompany balances.

### Results and dividends

The profit for the period, after taxation, amounted to \$1,384,000 (period ended 3 October 2015 - \$1,228,000).

The directors recommend the payment of a final dividend of \$916,000 (period ended 3 October 2015 - \$Nil).

### Business review

A review of the business and its principal risks and uncertainties is set out in the strategic report on page 1 of these financial statements.

### Directors

The directors who served during the period were:

A Lovallo  
K Teague

The group has made qualifying third party indemnity provisions for the benefit of its directors and officers.

### 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, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

On behalf of the board

  
K Teague  
Director

26th June 2017.

## **BB Investments**

### **Directors' Responsibilities Statement For the Period Ended 1 October 2016**

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The directors are responsible for preparing the strategic report, 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the 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.

# **BB Investments**

## **Independent Auditor's Report to the Members of BB Investments Limited**

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We have audited the financial statements of BB Investments Limited for the period ended 1 October 2016 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

### **Respective responsibilities of directors and auditors**

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council's (FRC's) Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the FRC's website at [www.frc.org.uk/auditscopeukprivate](http://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 1 October 2016 and of its profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Opinion on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

# BB Investments

## Independent Auditor's Report to the Members of BB Investments Limited

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

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

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

BDO LLP

Linda Cooper (Senior statutory auditor)  
for and on behalf of BDO LLP, Statutory auditor  
Leeds  
United Kingdom

30 JUNE 2017

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



## BB Investments

### Statement of Comprehensive Income For the Period Ended 1 October 2016

		Period ended 1 October 2016 \$000	Period ended 3 October 2015 \$000
	Note		
<b>Operating profit</b>	4	-	-
Interest receivable from group undertakings	6	1,662	1,672
Interest payable to group undertakings	7	(19)	(28)
Foreign exchange gain		86	11
		<hr/>	<hr/>
<b>Profit on ordinary activities before taxation</b>		1,729	1,655
Tax on profit on ordinary activities	8	(345)	(427)
		<hr/>	<hr/>
<b>Profit for the financial period</b>		1,384	1,228
Other comprehensive income		-	-
		<hr/>	<hr/>
<b>Total comprehensive income for the period</b>		<hr/> <hr/> 1,384	<hr/> <hr/> 1,228

The notes on pages 9 to 15 form part of these financial statements.

**BB Investments**  
Registered number:02534721

**Statement of Financial Position**  
As at 1 October 2016

	Note	1 October 2016 \$000	1 October 2016 \$000	3 October 2015 \$000	3 October 2015 \$000
<b>Current assets</b>					
Debtors: amounts falling due within one year	9	55,892		55,459	
Creditors: amounts falling due within one year	10	(1,032)		(1,067)	
<b>Total assets less current liabilities</b>			<b>54,860</b>		<b>54,392</b>
<b>Net assets</b>			<b>54,860</b>		<b>54,392</b>
<b>Capital and reserves</b>					
Called up share capital	11		17,926		17,926
Share premium account	12		9,595		9,595
Profit and loss account	12		27,339		26,871
<b>Total equity</b>			<b>54,860</b>		<b>54,392</b>

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

26<sup>th</sup> June 2017



**K Teague**  
Director

The notes on pages 9 to 15 form part of these financial statements.

## BB Investments

### Statement of Changes in Equity For the Period Ended 1 October 2016

	Called up share capital	Share premium account	Profit and loss account	Total equity
	\$000	\$000	\$000	\$000
At 4 October 2015	17,926	9,595	26,871	54,392
<b>Comprehensive income for the period</b>				
Profit for the period	-	-	1,384	1,384
<b>Total comprehensive income for the period</b>	-	-	1,384	1,384
<b>Contributions by and distributions to owners</b>				
Dividends: Equity capital	-	-	(916)	(916)
<b>Total transactions with owners</b>	-	-	(916)	(916)
<b>At 1 October 2016</b>	<b>17,926</b>	<b>9,595</b>	<b>27,339</b>	<b>54,860</b>

### Statement of Changes in Equity For the Period Ended 3 October 2015

	Called up share capital	Share premium account	Profit and loss account	Total equity
	\$000	\$000	\$000	\$000
At 28 September 2014	- 17,926	9,595	25,643	53,164
<b>Comprehensive income for the period</b>				
Profit for the period	-	-	1,228	1,228
<b>Total comprehensive income for the period</b>	-	-	1,228	1,228
<b>At 3 October 2015</b>	<b>17,926</b>	<b>9,595</b>	<b>26,871</b>	<b>54,392</b>

The notes on pages 9 to 15 form part of these financial statements.

# BB Investments

## Notes to the Financial Statements For the Period Ended 1 October 2016

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### 1. General information

BB Investments is a company limited by shares incorporated in England and Wales under the Companies Act 2006. The address of the registered office is given on the company information page and the nature of the company's operations and its principal activities is disclosed in the strategic report.

### 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 Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

Information on the impact of first-time adoption of FRS 102 is given in note 16.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

The accounts are expressed in US dollars which is the functional currency of the group of which it is as member.

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 4 Statement of Financial Position paragraph 4.12(a)(iv);
- 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 11.39 to 11.48A;
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.29;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Jupiter Holding I Corp as at 1 October 2016 and these financial statements may be obtained from Apollo Management, 2000, Avenue of the Stars, Suite 510, Los Angeles, CA 90067.

#### 2.3 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

# BB Investments

## Notes to the Financial Statements For the Period Ended 1 October 2016

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### 2. Accounting policies (continued)

#### 2.4 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.

#### 2.5 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.

# **BB Investments**

## **Notes to the Financial Statements For the Period Ended 1 October 2016**

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### **2. Accounting policies (continued)**

#### **2.6 Foreign currency translation**

##### **Functional and presentation currency**

The company's functional and presentational currency is USD.

##### **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.

#### **2.7 Finance costs**

Finance costs are charged to the statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

#### **2.8 Dividends**

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting. Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

#### **2.9 Interest income**

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

# BB Investments

## Notes to the Financial Statements For the Period Ended 1 October 2016

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### 2. Accounting policies (continued)

#### 2.10 Current and deferred 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. Judgements in applying accounting policies and key sources of estimation uncertainty

There are no significant judgments in applying accounting policies or key sources of estimation uncertainty.

### 4. Operating profit

Auditor's remuneration in 2016 and 2015 was borne by another group company. No salaries or wages have been paid to employees during the period. Directors' remuneration was borne by another group company.

### 5. Employees

The company has no employees other than directors, who did not receive any remuneration (2015 - \$Nil).

### 6. Interest receivable and similar income

	Period ended 1 October 2016 \$000	Period ended 3 October 2015 \$000
Interest receivable from group companies	1,662	1,672

## BB Investments

### Notes to the Financial Statements For the Period Ended 1 October 2016

#### 7. Interest payable and similar charges

	Period ended 1 October 2016 \$000	Period ended 3 October 2015 \$000
Interest payable to group undertakings	19	28

#### 8. Taxation

	Period ended 1 October 2016 \$000	Period ended 3 October 2015 \$000
<b>Corporation tax</b>		
Current tax on profits for the period	345	427
<b>Total current tax</b>	<b>345</b>	<b>427</b>

#### Factors affecting tax charge for the period

The tax assessed for the period is lower than (2015 - higher than) the standard rate of corporation tax in the UK of 20% (2015 - 20.5%). The differences are explained below:

	Period ended 1 October 2016 \$000	Period ended 3 October 2015 \$000
Profit on ordinary activities before tax	1,729	1,655
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2015 - 20.5%)	346	339
<b>Effects of:</b>		
Interest not deductible	-	2
(Over)/under provision in prior year	(1)	86
<b>Total tax charge for the period</b>	<b>345</b>	<b>427</b>



## BB Investments

### Notes to the Financial Statements For the Period Ended 1 October 2016

#### 9. Debtors

	1 October 2016 \$000	3 October 2015 \$000
Amounts owed by group undertakings	55,892	55,459

#### 10. Creditors: Amounts falling due within one year

	1 October 2016 \$000	3 October 2015 \$000
Amounts owed to group undertakings	687	805
Corporation tax	345	262
	1,032	1,067

#### 11. Share capital

	1 October 2016 \$000	3 October 2015 \$000
<b>Allotted, called up and fully paid</b>		
10,096,575 "C" Ordinary shares of £1 each	17,926	17,926

#### 12. Reserves

The company's capital and reserves are as follows:

##### Share Capital

Called up share capital represents the nominal value of the shares issued.

##### Share premium account

The share premium account includes the premium on issue of equity shares, net of any issue costs.

##### Profit and loss account

The profit and loss account represents cumulative profits or losses net of dividends paid and other adjustments.

# **BB Investments**

## **Notes to the Financial Statements For the Period Ended 1 October 2016**

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### **13. Guarantees and commitments**

On 20 January 2010, in connection with a recapitalisation of the company's parent, the company was party to an agreement to grant a fixed and floating charge over all its assets and an assignment over its receivables as security for a \$35,117,646 term loan between Jacuzzi Luxco S.a.r.l, and debt holders, shareholders and the management team of the company's parent.

### **14. Related party transactions**

The company has taken advantage of the exemption allowed under FRS 102 Section 33.1A not to disclose transactions with other members of the group, as this company is included in publicly available consolidated accounts.

### **15. Ultimate parent undertaking and controlling party**

The ultimate parent company and ultimate controlling party is Jupiter Holding I Corp a company incorporated in the United States of America.

At 1 October 2016 the ultimate parent company, and parent company of the smallest and largest group of which the company is a member and for which group accounts were prepared, was Jupiter Holding I Corp. a company incorporated in the United States of America. Copies of these group financial statements can be obtained from Apollo Management, 2000, Avenue of the Stars, Suite 510, Los Angeles, CA 90067.

### **16. 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.