

REGISTERED NUMBER: 3802346 (England and Wales)

Report of the Directors and
Financial Statements for the Period 3 October 2011 to 31 December 2012
for
Guilford Mills Automotive
(Czech Republic) Limited

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Guilford Mills Automotive
(Czech Republic) Limited (Registered number 3802346)

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for the Period 3 October 2011 to 31 December 2012

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Guilford Mills Automotive
(Czech Republic) Limited

Company Information
for the Period 3 October 2011 to 31 December 2012

DIRECTORS:

O Suarez

REGISTERED OFFICE:

Cotes Park
Somercotes
Alfreton
DE55 4NJ

REGISTERED NUMBER:

3802346 (England and Wales)

AUDITORS:

Ernst & Young LLP
No 1 Colmore Square
Birmingham
B4 6HQ

Report of the Directors
for the Period 3 October 2011 to 31 December 2012

The directors present their report with the financial statements of the company for the period 3 October 2011 to 31 December 2012

PRINCIPAL ACTIVITY

The company was dormant throughout the current period and prior period

GOING CONCERN CONSIDERATIONS

The company is not a going concern as it is dormant throughout the current and prior period. The financial statements have been prepared on a basis other than going concern because following the acquisition of the group by Lear, management intends to wind up operations in an orderly fashion. The directors have considered the value of the assets and liabilities on the balance sheet, and there are no adjustments to be made to these items for a basis of preparation that is other than going concern. As at 3 May 2013, the company has been irrevocably and unconditionally released and discharged of all amounts owing to group companies (£234,287)

REVIEW OF BUSINESS

The company did not trade during the period

DIRECTORS

The directors who have held office during the period from 3 October 2011 to the date of this report are as follows

D Turner - resigned 24 October 2011
S White - resigned 25 October 2011
O Suarez - appointed 24 October 2011
C Brooks - resigned 19 June 2013

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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

CHANGE IN OWNERSHIP

During the year the company's holding company and ultimate holding company were acquired by Lear Corporation, a company incorporated in the USA

CHANGE IN ACCOUNTING PERIOD

The company changed its accounting period in the year to 31st December, the financial statements have been prepared for a 15 month period

Guilford Mills Automotive
(Czech Republic) Limited (Registered number 3802346)

Report of the Directors - continued
for the Period 3 October 2011 to 31 December 2012

CHANGE IN ACCOUNTING POLICY

The company changed its accounting policy in the year preparing the financial statements on a break-up basis, prior year on a going concern basis

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

AUDITORS

The auditors, Ernst & Young LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting

ON BEHALF OF THE BOARD:

A handwritten signature in black ink, appearing to be 'O. Suarez', written over a horizontal line.

O. Suarez - Director

Date

8/8/13

Independent Auditors' Report to the Members of Guilford Mills Automotive (Czech Republic) Limited

We have audited the financial statements of Guilford Mills Automotive (Czech Republic) Limited for the period ended 31 December 2012 which comprise of the Balance Sheet and notes 1 to 9. 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). The financial statements have been prepared on a basis other than that of a going concern, as described in Note 1.

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 Auditors' 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 set out on page two, 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

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Report of the Directors to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 2012,
- 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 matter prescribed by the Companies Act 2006

In our opinion the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

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.

Susan Broughton for and on behalf of Ernst & Young LLP

Susan Broughton (Senior Statutory Auditor)
for and on behalf of Ernst & Young LLP
Statutory Auditor
Birmingham

Date *13th August 2013*

Guilford Mills Automotive
(Czech Republic) Limited (Registered number 3802346)

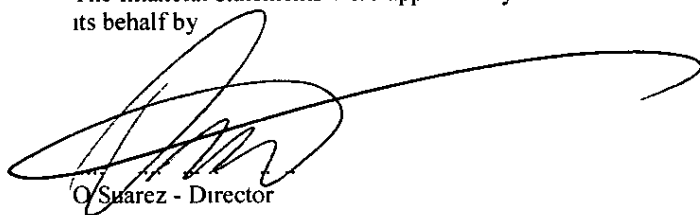
Balance Sheet
31 December 2012

	Notes	Period ended 31 12 12 £	Year ended 2 10 11 £
CREDITORS			
Amounts falling due within one year	2	<u>234,287</u>	<u>234,287</u>
NET CURRENT LIABILITIES		<u>(234,287)</u>	<u>(234,287)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(234,287)</u>	<u>(234,287)</u>
CAPITAL AND RESERVES			
Called up share capital	3	2	2
Profit and loss account	4	<u>(234,289)</u>	<u>(234,289)</u>
SHAREHOLDERS' DEFICIT	8	<u>(234,287)</u>	<u>(234,287)</u>

The financial statements were approved by the Board of Directors on
its behalf by

8/8/13

and were signed on



O Suarez - Director

Profit and Loss Account
for the Period 3 October 2011 to 31 December 2012

During the financial year and the preceding financial year the company has not traded and has received no income and incurred no expenditure. Consequently, during those periods the company has made neither a surplus nor a deficit.

Notes to the Financial Statements
for the Period 3 October 2011 to 31 December 2012

1 ACCOUNTING POLICIES

Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

The principal accounting policies of the company have remained unchanged from the previous year

As explained in the director's report, the company was dormant throughout the current and prior period

The financial statements have been prepared on a basis other than going concern because following the acquisition of the group by Lear, management intends to wind up operations in an orderly fashion. The directors have considered the value of the assets and liabilities on the balance sheet, and there are no adjustments to be made to these items for a basis of preparation that is other than going concern

The company changed its accounting period in the year to 31st December, the financial statements have been prepared for a 15 month period

Cash flow

Exemption has been taken from preparing a cash flow statement on the grounds that the parent company includes the subsidiary in its published financial statements

Related party exemption

The company has taken advantage of the exemption granted within FRS 8 which does not require disclosure of transactions between a subsidiary undertaking and other group undertakings, as the company is a wholly owned subsidiary of the group

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss accounts. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability. Dividends and distributions relating to equity instruments are debited direct to equity

2	CREDITORS. AMOUNTS FALLING DUE WITHIN ONE YEAR	Period end	Year end
		31 12 12	2 10 11
		£	£
	Amounts owed to group undertakings	<u>234,287</u>	<u>234,287</u>

Amounts due within one year represents amounts owed to fellow UK companies that do not attract interest. As at 3 May 2013, the creditor has waived any rights and payment relating to the above debt

3 CALLED UP SHARE CAPITAL

Allotted, issued and fully paid Number	Class	Nominal value £	Period end	Year end
			31 12 12	2 10 11
			£	£
2	Ordinary Shares of £1 each	1	<u>2</u>	<u>2</u>

Notes to the Financial Statements - continued
for the Period 3 October 2011 to 31 December 2012

4	RESERVES		Restated Profit and loss account £
	At 3 October 2011 and 31 December 2012		<u>234,287</u>
5	FIXED ASSET INVESTMENTS		
	Fixed asset investments have been impaired to zero value		
6	DIRECTORS REMUNERATION		
	Directors' emoluments have been borne by a fellow group company. The directors of the company are also directors or officers of a number of other companies within the Guilford Mills group as well as fulfilling group management roles. The appointment of the remuneration in respect of qualifying services as directors of this company is inconsequential.		
7	AUDITORS REMUNERATION		
	Auditors' remuneration is borne by group company Guilford Europe Ltd		
8	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' DEFICIT		
		Period end 31 12 12 £	Year end 2 10 11 £
	Opening and Closing shareholders' deficit	(234,287)	(234,287)
9	ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY		
	The company is a wholly owned subsidiary of Guilford Mills Europe Limited		
	The ultimate controlling party of the company is Lear Corporation, a company incorporated in the USA. The largest group in which the company is consolidated is that headed by Lear Corporation. The financial statements of this company are available from Lear Corporation, 21557 Telegraph Road, Southfield, Michigan 48034, USA. The consolidated accounts of these groups are available to the public and may be obtained from the above address.		