

GALILEO BRICK LIMITED

Registered number 4358273

ANNUAL REPORT

AND

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2016

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COMPANIES HOUSE

GALILEO BRICK LIMITED

DIRECTORS

H A SCHWARZMAYR
P STEVENSON

COMPANY SECRETARY

M GRACE

REGISTERED NO. 4358273

REGISTERED OFFICE

WIENERBERGER HOUSE
BROOKS DRIVE
CHEADLE ROYAL BUSINESS PARK
CHEADLE
CHESHIRE
SK8 3SA

AUDITOR

KPMG LLP

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DIRECTORS' REPORT

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

In accordance with S414B of the Companies Act 2006 the company has applied the exemption in relation to preparing a strategic report.

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The company has not traded during the period. The company was acquired by the Wienerberger Group in 2004. The assets and liabilities of the company's indirect subsidiary trading company were hived up in 2005 to a Wienerberger Group company and has not traded since. Therefore, the company has adopted the break up basis in preparing its financial statements.

RESULTS AND DIVIDENDS

The company's profit after taxation on ordinary activities for the year was £204,000 (2015: £193,000).

Dividends of £nil (2015: £nil) were paid or proposed in the year.

DIRECTORS DURING THE YEAR

Mr H A Schwarzmayer
Mr P Stevenson

DISCLOSURE OF INFORMATION TO AUDITOR

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

AUDITOR

Following a tender process Wienerberger AG, the parent company, appointed Deloitte Audit Wirtschaftspufungs Gmb as external auditors for the year ended 31 December 2017. KPMG LLP will therefore cease to hold office as auditors to this company upon conclusion of the audit for financial year ended 31 December 2016.

By order of the board



M GRACE
Secretary

3 July 2017

Wienerberger House
Brooks Drive
Cheadle Royal Business Park
Cheadle
Cheshire
SK8 3SA

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTOR'S REPORT AND THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), 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 of the profit or loss of the company for the period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and 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. As explained in note 1, the Directors do not believe that it 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 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.

Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.



Independent auditor's report to the members of Galileo Brick Limited

We have audited the financial statements of Galileo Brick Limited for the year ended 31 December 2016 set out on pages 4 to 11. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework.

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

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its result for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Emphasis of Matter

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 1.1 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared are consistent with the financial statements.

Based solely on the work required to be undertaken in the course of the audit of the financial statements and from reading the Strategic report and the Directors' report:

- we have not identified material misstatements in those reports; 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

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies exemption in not preparing a strategic report.

Antony Whittle (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants

1 St Peter's Square
Manchester
M2 3AE

4 July 2017

PROFIT AND LOSS ACCOUNT AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2016

	<i>NOTE</i>	2016 £000	2015 £000
Interest receivable and similar income	4	338	326
Interest payable and similar charges	5	(83)	(84)
		<hr/>	<hr/>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2-3	255	242
Taxation	6	(51)	(49)
		<hr/>	<hr/>
PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>204</u>	<u>193</u>

The result above relates to continuing operations.

The notes from pages 7 to 11 form part of the financial statements.

BALANCE SHEET
AS AT 31 DECEMBER 2016

	NOTE	2016 £000	2015 £000
FIXED ASSETS			
Investments	7	18,508	18,508
CURRENT ASSETS			
Debtors	8	2,674	2,335
Creditors: amounts falling due within one year	9	(20,150)	(20,016)
NET CURRENT LIABILITIES		(17,477)	(17,681)
NET ASSETS		<u>1,031</u>	<u>827</u>
CAPITAL AND RESERVES			
Called-up share capital	10	2,000	2,000
Profit and loss account		(969)	(1,173)
SHAREHOLDERS' FUNDS		<u>1,031</u>	<u>827</u>

Notes on pages 7 to 11 form part of the financial statements.

These financial statements were approved by the board on 3 July 2017 and were signed on its behalf by:



P STEVENSON
Director

Company registered number: 4358273

STATEMENT OF CHANGES IN EQUITY

	Called up Share Capital £000	Retained Earnings £000	Total Equity £000
Balance at 1 January 2015	2,000	(1,366)	634
Profit for the period	-	193	193
Other Comprehensive Income	-	-	-
Total comprehensive income for the period	-	193	193
Balance at 31 December 2015	2,000	(1,173)	827

	Called up Share Capital £000	Retained Earnings £000	Total Equity £000
Balance at 1 January 2016	2,000	(1,173)	827
Profit for the period	-	204	204
Other Comprehensive Income	-	-	-
Total comprehensive income for the period	-	204	204
Balance at 31 December 2016	2,000	(969)	1,031

The notes on pages 7 to 11 form part of these financial statements.

NOTES (forming part of the financial statements)

1 ACCOUNTING POLICIES

Galileo Brick Limited (the “Company”) is a company incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (“FRS 101”). The amendments to FRS 101 (2014/15 Cycle) issued in July 2015 and effective immediately have been applied.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU (“Adopted IFRSs”), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The Company has taken exemption from preparing consolidated accounts provided by S400 of the companies act. The Company is a wholly owned subsidiary with its ultimate parent producing audited consolidated accounts in the EEA for which the Company is included.

The Company’s ultimate parent undertaking, Wienerberger AG, includes the Company in its consolidated financial statements. The consolidated financial statements of Wienerberger AG are prepared in accordance with International Financial Reporting Standards and may be obtained from:

Wienerberger AG, Wienerbergerstrasse 11, A-1100 Wien, Wienerberg City, Austria

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital, tangible fixed assets, intangible assets;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs;
- An additional balance sheet for the beginning of the earliest comparative period;
- Disclosures in respect of the compensation of Key Management Personnel; and

As the consolidated financial statements of Wienerberger AG include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- IFRS 2 Share Based Payments in respect of group settled share based payments
- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

The Company proposes to continue to adopt the reduced disclosure framework of FRS 101 in its next financial statements.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

NOTES (continued)

1 ACCOUNTING POLICIES (continued)

1.1 Break up basis

The Companies trade and main assets were previously hived up as part of a hive up. As such the Company ceased trading and has adopted the break up basis in preparing its financial statements.

1.2 Non-derivative financial instruments

Non-derivative financial instruments comprise investments in equity and debt securities, trade and other debtors, cash and cash equivalents, loans and borrowings, and trade and other creditors.

Trade and other debtors

Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

Trade and other creditors

Trade and other creditors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Investments in debt and equity securities

Investments in subsidiaries are carried at cost less impairment.

Interest-bearing borrowings

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

1.3 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

1.4 Dividends

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the Company. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

2 DIRECTORS' EMOLUMENTS AND EMPLOYEES

No time was spent on this entity by the directors and their remuneration was borne by another group entity, Wienerberger Limited. The company had no employees in the year (2015: none).

3 EXPENSES AND AUDITORS REMUNERATION

Auditor's remuneration in respect of the audit of these financial statements of £2,000 (2015: £3,000) has been borne by another group company and no recharge has been made.

NOTES (continued)

4 INTEREST RECEIVABLE AND SIMILAR INCOME

	2016 £000	2015 £000
Preference dividends receivable	175	176
Interest receivable from group undertakings	<u>163</u>	<u>150</u>
	<u><u>338</u></u>	<u><u>326</u></u>

5 INTEREST PAYABLE AND SIMILAR CHARGES

	2016 £000	2015 £000
Interest payable to group undertakings	<u>83</u>	<u>84</u>

6 TAXATION

<i>Recognised in the profit and loss account</i>	2016 £000	2015 £000
Current tax on income for this period	51	49
Deferred tax	-	-
Tax on profit on ordinary activities	<u><u>51</u></u>	<u><u>49</u></u>

Factors affecting the tax charge for the current year

The current tax charge for the year is the same (2015: the same) as the standard rate of corporation tax in the UK of 20% (2015: 20.25%).

The difference is explained below:

Reconciliation of effective tax rate

Profit for the year	255	242
Total tax expense	<u>51</u>	<u>49</u>
Profit excluding taxation	204	193
Tax using the UK corporation tax rate of 20% (2015: 20.25%)	51	49
Total tax expense	<u><u>51</u></u>	<u><u>49</u></u>

Reductions in the UK corporation tax rate to 19% (effective from 1 April 2017) and to 17% (effective 1 April 2020) were substantively enacted at the balance sheet date. This will reduce the company's future tax charge accordingly.

7 FIXED ASSET INVESTMENT

Cost and Net Book Value	Chelwood Group Unlimited £000
At 31 December 2016 and 31 December 2015	<u><u>18,508</u></u>

The company owns the share capital of the following subsidiaries

<i>Company</i>	<i>Business</i>	<i>Ordinary share capital owned by the company</i>
Chelwood Group Unlimited	Non-trading	99.9%

All subsidiary undertakings are registered in England and Wales.

NOTES (continued)

8 DEBTORS

	2016	2015
	£000	£000
<i>Amounts falling due within one year:</i>		
Amounts owed by fellow group undertakings	2,674	2,335
	<u>2,674</u>	<u>2,335</u>

The amounts shown above include unpaid preference share dividends of £1,579,000 (2015: £1,404,000) plus its associated interest. This is accrued at a base rate of 4% + 3 month Libor average rate for the year.

9 CREDITORS - amounts falling due within one year:

	2016	2015
	£000	£000
Amounts owed to fellow group undertakings	20,099	19,967
Corporation tax	51	49
	<u>20,150</u>	<u>20,016</u>

Interest on the amounts owed to fellow group undertakings of £3,438,000 is chargeable at a base rate of 2% + 3 month Libor average rate for the year, £16,563,000 does not bear interest. All amounts are repayable on demand.

10 CALLED-UP SHARE CAPITAL

	2016	2015
	£000	£000
<i>Allotted, called-up and fully paid:</i>		
9,560,000 "A" Ordinary shares of 10p each	956	956
440,000 "B" Ordinary shares of 10p each	44	44
10,000,000 Deferred shares of 10p each	1,000	1,000
	<u>2,000</u>	<u>2,000</u>

The shares of the company have the following rights:-

"A" ORDINARY SHARES

Dividends

"A" ordinary shareholders are entitled to receive 91.4% of dividends declared from distributable profits.

Voting

Each "A" ordinary shareholder is entitled to one vote for every share held.

Conversion

Conversion on a one to one basis into ordinary shares is to take place in the event of:-

- 1) Admission of the company to the London Stock Exchange; or
- 2) The whole of the issued ordinary shares and "A" ordinary shares are sold to a single purchaser; or
- 3) A members' voluntary winding up.

Winding Up

In the event of a winding up the "A" ordinary shares rank alongside the ordinary shares in any distribution of company assets to the total value of subscription price.

Further, in the event of surplus assets remaining after repayment of all subscription capital, dividend arrears and interest thereon "A" ordinary shares shall receive a proportion of such surplus pari passu with ordinary shares.

NOTES (continued)

10 CALLED-UP SHARE CAPITAL (continued)

"B"ORDINARY SHARES

Dividends

Ordinary shareholders are entitled to receive 8.6% of dividends declared from distributable profits.

Voting

Each ordinary shareholder is entitled to one vote for every share held.

Winding Up

In the event of a winding up the Ordinary shares rank alongside the "A" ordinary shares in any distribution of company assets to the total value of subscription price.

Further, in the event of surplus assets remaining after repayment of all subscription capital, dividend arrears and interest thereon ordinary shares shall receive a proportion of such surplus pari passu with "A" ordinary shares.

11 ULTIMATE PARENT COMPANY AND PARENT COMPANY OF LARGER GROUP

The directors' consider the ultimate parent company and controlling party to be Wienerberger AG, incorporated in Austria, which is the only undertaking that prepares group accounts including the financial statements of the company.

The largest group in which the results of the Company are consolidated is that headed by Wienerberger AG. The consolidated group accounts are available from: Wienerberger AG, Wienerbergerstrasse 11, A-1100 Wien, Wienerberg City, Austria.