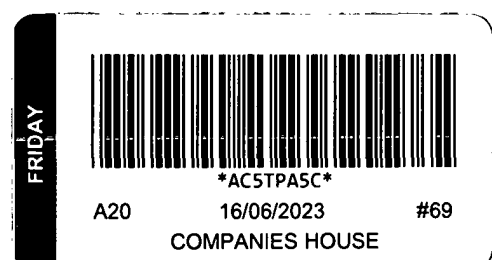


Registered number: 11714131

EMHART INTERNATIONAL HOLDING LTD

STRATEGIC REPORT, DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022



EMHART INTERNATIONAL HOLDING LTD

COMPANY INFORMATION

Directors	S Costello M Smiley A Sood
Company secretary	Mitre Secretaries Limited
Registered number	11714131
Registered office	C/O Stanley Black & Decker Hellaby Lane Hellaby Rotherham South Yorkshire S66 8HN
Auditor	UHY Hacker Young Manchester LLP St James Building 79 Oxford Street Manchester M1 6HT

EMHART INTERNATIONAL HOLDING LTD

CONTENTS

	Page
Strategic report	1
Directors' report	2 - 3
Directors' responsibilities statement	4
Independent auditors' report	5 - 7
Income statement	8
Statement of financial position	9
Statement of changes in equity	10
Notes to the financial statements	11 - 16

EMHART INTERNATIONAL HOLDING LTD

**STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022**

Business review

The company's loss for the year of £321 (2021: £480) relates to bank charges incurred.

The directors' review of the investment held at the end of the period resulted in no impairment.

Principal risks and uncertainties

The principal risks and uncertainties facing the company arise from the holding of financial instruments and investments. The company's financial instruments consist of a participation in a cash concentration arrangement with fellow affiliates. The directors' consideration of the risks and uncertainties are outlined below.

Credit risk

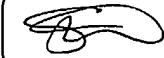
The directors consider that the credit risk exposure is limited as the amounts owned are with fellow group companies.

Investment risk

The Company holds direct and indirect investments in subsidiary undertakings, the value of these investments may be adversely affected by changes in the underlying business of these companies. The Directors perform an annual review to determine if any indicators of impairment exist.

This report was approved by the board on 14 June 2023 and signed on its behalf.

DocuSigned by:



3B456B3DB15246E...

S Costello
Director

EMHART INTERNATIONAL HOLDING LTD

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022**

The directors present their report and the financial statements for the year ended 31 December 2022.

Principal activity

The company is an investment holding company.

Results and dividends

The loss for the year, after taxation, amounted to £321 (2021: loss £480).

There were no dividends declared in the year.

Directors

The directors who served during the year were:

S Costello
M Smiley
A Sood

Future developments

The directors aim to maintain current management policies.

Financial instruments

The company's financial instruments consist of a participation in a cash concentration arrangement with fellow affiliates.

Qualifying third party indemnity provisions

The company benefits from a global indemnity policy which protects its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in section 234 of the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the Directors' Report.

EMHART INTERNATIONAL HOLDING LTD

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2022**

Going concern

The Company is a member of the Stanley Black & Decker, Inc., group (the group) and given the integrated nature of its activities within the group the ultimate parent company has agreed to provide continued support to the Company until 31 December 2024 to meet its obligations as and when they fall due, to the extent that the company is unable to meet its liabilities.

Stanley Black & Decker, Inc. released its 2022 Annual Report (10-K) (an annual report required by the US Securities and Exchange commission, that gives a comprehensive summary of a company's financial performance) on 23 February 2023. The Directors continue to believe the group is in a strong financial position and has significant flexibility to continue for the foreseeable future as the group:

- maintains strong investment grade credit ratings,
- possesses substantial cash on hand and manages a robust and highly rated \$3.5 billion commercial paper programme, and
- carries \$4.5 billion of revolving credit facilities backed by a well-capitalised, diversified bank group.

Based on this information, and on enquiry, the directors believe that the ultimate parent company, Stanley Black & Decker, Inc., has the ability to provide the financial support for the foreseeable future.

Taking into account the position of the ultimate parent company the directors are of the view, to the best of their current knowledge, there are no events expected to have a material adverse impact on the company's ability to continue as a going concern. Accordingly, they continue to adopt the going concern basis in preparing these financial statements.

Disclosure of information to auditors

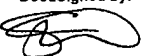
Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are 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 auditors are aware of that information.

Post balance sheet events

There have been no significant events affecting the Company since the year end.

This report was approved by the board on 14 June 2023 and signed on its behalf.

DocuSigned by:

3B458B3DB15246E...

S Costello
Director

EMHART INTERNATIONAL HOLDING LTD

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2022**

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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the Company's financial statements and then apply them consistently;
- make judgments 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;
- 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 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.

EMHART INTERNATIONAL HOLDING LTD

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EMHART INTERNATIONAL HOLDING LTD

Opinion

We have audited the financial statements of Emhart International Holding Limited (the 'company') for the year ended 31 December 2022 which comprise the Statement of comprehensive income, the statement of financial position, the Statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice)*.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of its loss for the year 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.

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

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events of conditions that, individually or collectively, may cast a significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant section of this report.

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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 this regard.

EMHART INTERNATIONAL HOLDING LTD

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EMHART INTERNATIONAL HOLDING LTD

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the strategic report and the directors' report for the financial year 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.

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.

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.

Extent to which the audit was considered capable of detecting irregularities including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Identifying and assessing potential risks related to irregularities

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, we considered the following:

- the nature of the industry and sector, control environment and business performance,
- identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance,
- detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;
- the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations; and

EMHART INTERNATIONAL HOLDING LTD

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EMHART INTERNATIONAL HOLDING LTD

- the matters discussed among the audit engagement team and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud. In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override.

Our procedures to respond to risks identified included the following:

- agreeing the financial statement disclosures to underlying supporting documentation;
- auditing the risk of management override including the testing of journals and adjustments for appropriateness;
- reviews for significant transactions outside of the normal course of business;
- reviews of meeting minutes; and
- enquiries with management.

There are inherent limitations in the audit procedures described above and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <http://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

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.

UHY Hacker Young
Zoë Duffy BFP FCA (Senior Statutory Auditor)
for and on behalf of UHY Hacker Young Manchester LLP

14/06/2023
.....

Chartered Accountants
Statutory Auditor
St James Building
79 Oxford Street
Manchester
M1 6HT

EMHART INTERNATIONAL HOLDING LTD

INCOME STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2022

	Note	2022 £	2021 £
Administrative expenses		(321)	(480)
Operating loss		(321)	(480)
Loss for the financial year		(321)	(480)

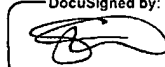
The notes on pages 11 to 16 form part of these financial statements.

EMHART INTERNATIONAL HOLDING LTD
REGISTERED NUMBER: 11714131

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2022

	Note	2022 £	2021 £
Fixed assets			
Investments	8	444	444
		<u>444</u>	<u>444</u>
Creditors: amounts falling due within one year	9	(1,463)	(1,142)
Net current liabilities		<u>(1,463)</u>	<u>(1,142)</u>
Total assets less current liabilities		<u>(1,019)</u>	<u>(698)</u>
Net liabilities		<u>(1,019)</u>	<u>(698)</u>
Capital and reserves			
Called up share capital	10	500	500
Profit and loss account	11	(1,519)	(1,198)
		<u>(1,019)</u>	<u>(698)</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 14 June 2023.

DocuSigned by:

 3B45683DB15246E...

S Costello
 Director

EMHART INTERNATIONAL HOLDING LTD

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2022	500	(1,198)	(698)
Comprehensive expense for the year			
Loss for the year	-	(321)	(321)
At 31 December 2022	500	(1,519)	(1,019)

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2021	500	(718)	(218)
Comprehensive expense for the period			
Loss for the year	-	(480)	(480)
At 31 December 2021	500	(1,198)	(698)

EMHART INTERNATIONAL HOLDING LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

1. General information

Emhart International Holding Limited is a private company limited by shares and incorporated and domiciled in the England and Wales. The company's registered office is C/O Stanley Black & Decker, Hellaby Lane, Hellaby, Rotherham, South Yorkshire, S66 8HN, United Kingdom.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements are prepared in Pound sterling which is the presentational and functional currency of the company.

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.

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).

In line with section 33.1A of FRS 102, disclosures are not given of transactions with fellow wholly owned group companies.

In accordance with s401 of the Companies Act 2006, the company is exempt from the requirement to prepare and deliver group accounts. Financial information is presented about the company as an individual and not about its group. Details of the ultimate parent undertaking which draws up group accounts are disclosed in note 12.

Going concern

The Company is a member of the Stanley Black & Decker, Inc., group (the group) and given the integrated nature of its activities within the group the ultimate parent company has agreed to provide continued support to the Company until 31 December 2024 to meet its obligations as and when they fall due, to the extent that the company is unable to meet its liabilities.

Stanley Black & Decker, Inc. released its 2022 Annual Report (10-K) (an annual report required by the US Securities and Exchange commission, that gives a comprehensive summary of a company's financial performance) on 23 February 2023. The Directors continue to believe the group is in a strong financial position and has significant flexibility to continue for the foreseeable future as the group:

- maintains strong investment grade credit ratings,
- possesses substantial cash on hand and manages a robust and highly rated \$3.5 billion commercial paper programme, and
- carries \$4.5 billion of revolving credit facilities backed by a well-capitalised, diversified bank group.

Based on this information, and on enquiry, the directors believe that the ultimate parent company, Stanley Black & Decker, Inc., has the ability to provide the financial support for the foreseeable future.

EMHART INTERNATIONAL HOLDING LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

2. Accounting policies (continued)**2.1 Basis of preparation of financial statements (continued)**

Taking into account the position of the ultimate parent company the directors are of the view, to the best of their current knowledge, there are no events expected to have a material adverse impact on the company's ability to continue as a going concern. Accordingly, they continue to adopt the going concern basis in preparing these financial statements.

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 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 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Stanley Black & Decker, Inc. as at 31 December 2022 and these financial statements may be obtained from Stanley Black & Decker, Inc., 1000 Stanley Drive, New Britain, CT 06053, United States.

2.3 Taxation

Tax is recognised in profit or loss 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.

2.4 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

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.

EMHART INTERNATIONAL HOLDING LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

3. Judgments in applying accounting policies and key sources of estimation uncertainty

Judgements

In the process of applying the company's accounting policies management considered there to be no key sources of judgement in preparing these financial statements.

Estimates and assumptions

The area where assumptions and estimates are significant to the financial statements is described below. The estimates and associated assumptions are based on historical experience and various other factors which are believed to be reasonable under the circumstances.

Valuation of investment

The Company carries its investments at cost less accumulated impairment. Management performs an annual review to determine if any indicators of impairment exist. Where an indicator of impairment is noted, management assess the higher of (i) fair value less costs to sell, and (ii) the value in use of the investments (note 8).

4. Auditors' remuneration

Auditor's remuneration for audit services of £3,000 (2021: £3,000) is borne by a fellow group undertaking.

5. Employees

The company does not employ any staff, the business and administration of the company is being carried out by staff of another group undertaking.

6. Directors' remuneration

Directors' remuneration was paid by fellow group companies as the directors of the company are also directors of other group undertakings.

Although the UK directors carried out qualifying services for each company, they do not believe that it is practical to apportion their remuneration between companies.

The aggregate UK directors' emoluments in respect of qualifying services for the period were £749,000 (2021: £837,000).

During the period retirement benefits were accruing to 3 directors (2021: 3) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £363,000 (2021: £481,000).

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £4,000 (2021: £4,000).

EMHART INTERNATIONAL HOLDING LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

7. Taxation

There is no tax charge for the year.

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2021: *higher than*) the standard rate of corporation tax in the UK of 19% (2021: 19%). The differences are explained below:

	2022 £	2021 £
Loss on ordinary activities before tax	(321)	(480)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2021: 19%)	(61)	(91)
Effects of:		
Group relief	(889)	(859)
Transfer pricing adjustments	950	950
Total tax charge for the year	-	-

Factors that may affect future tax charges

The Finance Act 2021 increased the main rate of UK corporation tax to 25% effective from 1 April 2023. Given this was substantively enacted on 25 May 2021.

EMHART INTERNATIONAL HOLDING LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

8. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2022	444
At 31 December 2022	<u>444</u>

The directors undertake a review of investments held each year. The value in use of the investments in subsidiaries has been based on a net asset basis.

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Principal activity	Class of shares	Holding
Emhart International Limited	C/O Stanley Black & Decker, Hellaby Lane, Hellaby, Rotherham, South Yorkshire, S66 8HN	Investment holding company	Ordinary	100%
Tucker Fasteners Limited*	C/O Stanley Black & Decker, Hellaby Lane, Hellaby, Rotherham, South Yorkshire, S66 8HN	Finance activities	Ordinary	100%

* Held indirectly

9. Creditors: Amounts falling due within one year

	2022 £	2021 £
Amounts owed to other group companies	1,463	1,142
	<u>1,463</u>	<u>1,142</u>

EMHART INTERNATIONAL HOLDING LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

10. Share capital

	2022 £	2021 £
Allotted, called up and fully paid		
500 (2021: 500) Ordinary shares of £1.00 each	500	500

11. Reserves**Profit and loss account**

This reserve records any accumulated distributable profits less dividends paid since the inception of the company.

12. Ultimate parent undertaking and controlling

The company is a wholly owned subsidiary of The Black & Decker Corporation, a company incorporated in the United States. The ultimate parent company is Stanley Black & Decker, Inc., a company incorporated in the United States.

The largest and smallest group in which the results of the company are consolidated is that of Stanley Black & Decker, Inc. Consolidated accounts are available from Stanley Black & Decker, Inc, at the address below:

Stanley Black & Decker, Inc.
1000 Stanley Drive
New Britain
CT 06053
United States