

Leggett & Platt UK Holdings LLP

Members' Report and Financial Statements

Year Ended

31 December 2017

LLP Number OC403249



Leggett & Platt UK Holdings LLP

LLP Information

Designated Members

L&P Europe SCS
L&P Holdings Inc

LLP registered number

OC403249

Registered office

Second Floor, 77 Kingsway, London, WC2B 6SR

Independent auditor

BDO LLP, Central Square, 29 Wellington Street, Leeds, LS1 4DL

Leggett & Platt UK Holdings LLP

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Leggett & Platt UK Holdings LLP

Members' Report For the Year Ended 31 December 2017

The members present their report together with the audited financial statements of Leggett & Platt UK Holdings LLP for the year ended 31 December 2017.

Principal activity

The principal activity of the LLP is that of a holding company.

Designated Members

The designated members of the LLP throughout the year were:

L&P Europe SCS
L&P Holdings Inc

Members' capital and interests

The member's subscription to the capital of the LLP is determined by the member's share of the profit and is repayable following retirement from the LLP.

Details of changes in members' capital in the year ended 31 December 2017 are set out in the financial statements.

Disclosure of information to auditor

The members at the time when this members' report is approved has confirmed that:

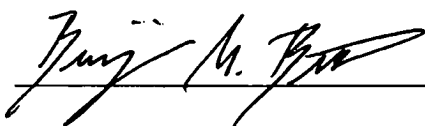
- so far as that member is aware, there is no relevant audit information of which the LLP's auditor is unaware, and
- that member has taken all the steps that ought to have been taken as a member in order to be aware of any relevant audit information and to establish that the LLP's auditor is aware of that information.

Auditor


The auditor, BDO LLP will be proposed for re-appointment.

This report was approved by the members on 29 May 2019 and signed on their behalf by:

L&P EUROPE SCS, Designated Member
Itself represented by Benjamin M. Burns, Manager



L&P Holdings, Inc., Designated Member
Itself represented by Shonna L. Koch, Vice President



Leggett & Platt UK Holdings LLP

Members' Responsibilities Statement For the Year Ended 31 December 2017

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

The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 require the members to prepare financial statements for each financial year. Under these regulations the members have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under these regulations, the members 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 Limited Liability Partnership and of the profit or loss of the Limited Liability Partnership for that period.

In preparing these financial statements, the members 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 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 Limited Liability Partnership will continue in business.

The members are responsible for keeping adequate accounting records that are sufficient to show and explain the Limited Liability Partnership's transactions, disclose with reasonable accuracy at any time the financial position of the Limited Liability Partnership, and enable them to ensure that the financial statements comply with the Limited Liability Partnerships (Accounts and Audit) (Application of the Companies Act 2006) Regulations 2008. They are also responsible for safeguarding the assets of the Limited Liability Partnership, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Leggett & Platt UK Holdings LLP

Independent Auditor's Report to the Members of Leggett & Platt UK Holdings LLP

Opinion

We have audited the financial statements of Leggett & Platt UK Holdings Limited Liability Partnership ("the limited liability partnership") for the year ended 31 December 2017 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 Financial Reporting Standard 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 limited liability partnership's affairs as at 31 December 2017 and of its profit 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 applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of the Companies Act 2006) Regulations 2008.

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 Limited Liability Partnership 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the members' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the members have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the limited liability partnership's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Leggett & Platt UK Holdings LLP

Independent Auditor's Report to the Members of Leggett & Platt UK Holdings LLP (continued)

Other information

The members are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 as applied to limited liability partnerships 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
- we have not received all the information and explanations we require for our audit; or
- the members were not entitled to prepare the financial statements in accordance with the small limited liability partnership's regime.

Responsibilities of directors

As explained more fully in the members' responsibilities statement, the members 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 members 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 members are responsible for assessing the limited liability partnership'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 members either intend to liquidate the limited liability partnership or to cease operations, or have no realistic alternative but to do so.

Leggett & Platt UK Holdings LLP

Independent Auditor's Report to the Members of Leggett & Platt UK Holdings LLP (continued)

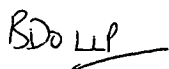
Auditor's responsibilities for the audit of the financial statements

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.

A further description of our responsibilities for the audit of the financial statements is located at the Financial Reporting Council's website at: <https://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 limited liability partnership's members, as a body, in accordance with the Limited Liability Partnerships (Accounts and Audit) (Application of the Companies Act 2006) Regulations 2008. Our audit work has been undertaken so that we might state to the limited liability partnership'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 partnership and the limited liability partnership's members as a body, for our audit work, for this report, or for the opinions we have formed.



Paul Davies (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
Leeds
United Kingdom

30 May 2019

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

Leggett & Platt UK Holdings LLP

Statement of Comprehensive Income For the Year Ended 31 December 2017

		Year ended 31 December 2017 \$	Period ended 31 December 2016 \$
	Note		
Administrative expenses		(880)	(136)
Other operating expenses		(28)	-
		<hr/>	<hr/>
Operating loss		(908)	(136)
Income from fixed assets investments	5	17,000,000	3,200,000
Interest payable and expenses		(14)	-
		<hr/>	<hr/>
Profit for the year before members' remuneration and profit shares		16,999,078	3,199,864
Members remuneration charged as an expense		-	-
		<hr/>	<hr/>
Profit for the year available for discretionary division among members		16,999,078	3,199,864
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The notes on pages 9 to 14 form part of these financial statements.

Leggett & Platt UK Holdings LLP

Registered number: OC403249

Statement of Financial Position As at 31 December 2017

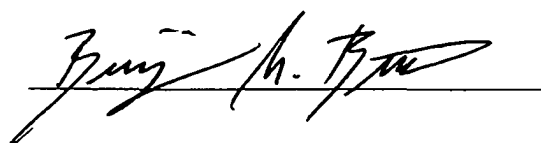
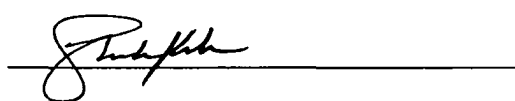
	Note	2017 \$	2017 \$	2016 \$	2016 \$
Fixed assets					
Investments	6		-		1,907,147,201
Current assets					
Debtors: amounts falling due within one year	7	-		1,000	
Creditors: amounts falling due within one year	8	(1,058)		(136)	
Net current (liabilities)/assets			(1,058)		864
Total assets less current liabilities			(1,058)		1,907,148,065
Net (liabilities)/assets			(1,058)		1,907,148,065
Represented by:					
Loans and other debts due to members within one year					
Members' capital classified as a liability			-		-
Other amounts			-		-
Members' other interests					
Members' capital classified as equity		-		1,907,148,201	
Other reserves classified as equity		(1,058)		(136)	
Total equity			(1,058)		1,907,148,065

The financial statements have been prepared in accordance with the provisions applicable to entities subject to the small LLPs regime.

The financial statements were approved and authorised for issue by the members and were signed on their behalf on 29 May 2019

L&P EUROPE SCS, Designated Member
Itself represented by Benjamin M. Burns, Manager

L&P Holdings, Inc., Designated Member
Itself represented by Shonna L. Koch, Vice President

The notes on pages 9 to 14 form part of these financial statements.

Leggett & Platt UK Holdings LLP

Statement of Changes in Equity For the Year Ended 31 December 2017

	Equity Members capital	Equity Members' Other interests Other reserves	Total equity
	\$	\$	\$
At 1 January 2017	1,907,148,201	(136)	1,907,148,065
Comprehensive Income for the year			
Profit for year for discretionary division among members	-	16,999,078	16,999,078
Total comprehensive income for the year	-	16,999,078	16,999,078
Contributions by and distributions to members			
Distribution to members	-	(17,000,000)	(17,000,000)
Capital repaid to members	(1,907,148,201)	-	(1,907,148,201)
Total transactions with members	(1,907,148,201)	(17,000,000)	(1,924,148,201)
At 31 December 2017	-	(1,058)	(1,058)

Statement of Changes in Equity For the Period Ended 31 December 2016

	Equity Members capital	Equity Members' Other interests Other reserves	Total equity
	\$	\$	\$
At 3 December 2015	-	-	-
Comprehensive income for the period			
Profit for period for discretionary division among members	-	3,199,864	3,199,864
Total comprehensive income for the period	-	3,199,864	3,199,864
Contributions by and distributions to members			
Capital introduced by members	1,907,148,201	-	1,907,148,201
Capital repaid to members	-	(3,200,000)	(3,200,000)
Total transactions with members	1,907,148,201	(3,200,000)	1,903,948,201
At 31 December 2016	1,907,148,201	(136)	1,907,148,065

The notes on pages 9 to 14 form part of these financial statements.

Leggett & Platt UK Holdings LLP

Notes to the Financial Statements For the Year Ended 31 December 2017

1. General information

Leggett & Platt UK Holdings LLP is a limited liability partnership (LLP) incorporated in England and Wales under the Companies Act 2006. The address of the registered office is given on the LLP information page and the nature of the LLP's operations and its principal activity is shown in the members' 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, the Companies Act 2006 and the requirements of the Statement of Recommended Practice "Accounting by Limited Liability Partnerships".

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

The following principal accounting policies have been applied:

2.2 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

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.

2.4 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.5 Financial instruments

The LLP only enters into basic financial instruments transactions.

Debt instruments (other than those wholly repayable or receivable within one year), 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, 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.

Leggett & Platt UK Holdings LLP

Notes to the Financial Statements For the Year Ended 31 December 2017

2. Accounting policies (continued)

2.5 Financial instruments (continued)

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 LLP 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.

2.6 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.7 Foreign currency translation

Functional and presentation currency

The LLP'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 within 'other operating income'.

Leggett & Platt UK Holdings LLP

Notes to the Financial Statements For the Year Ended 31 December 2017

2. Accounting policies (continued)

2.8 Taxation

The LLP is not subject to tax as this is a liability of the partners.

2.9 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.

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

In preparing these financial statements, the members have had to make the following judgements:

- Determine whether there are indicators of impairment of the LLP's fixed asset investments. Factors taken into consideration in reaching such a decision include viability and expected future financial position performance of the investments.

4. Auditor's remuneration

Audit remuneration amounting to £2,520 (2016 - £2,500) was borne by a fellow group company.

5. Income from investments

	Year ended 31 December 2017 \$	Period ended 31 December 2016 \$
Dividends received from unlisted investments	<u>(17,000,000)</u>	<u>(3,200,000)</u>

Leggett & Platt UK Holdings LLP

Notes to the Financial Statements For the Year Ended 31 December 2017

6. Fixed asset investments

	Investments in subsidiary companies \$
Cost or valuation	
At 1 January 2017	1,907,147,201
Disposals	(1,907,147,201)
At 31 December 2017	-
Net book value	
At 31 December 2017	-
At 31 December 2016	1,907,147,201

See note 11 for further details of subsidiary undertakings.

7. Debtors

	2017 \$	2016 \$
Amounts owed by group undertakings	-	1,000

8. Creditors: Amounts falling due within one year

	2017 \$	2016 \$
Bank overdrafts	1,058	136

9. Related party transactions

The LLP has taken advantage of the exemption available in Section 33.1A of FRS 102 whereby it has not disclosed transactions with any wholly owned subsidiary undertaking of the group.

Leggett & Platt UK Holdings LLP

Notes to the Financial Statements For the Year Ended 31 December 2017

10. Controlling party

The ultimate controlling party of the LLP is Leggett & Platt Incorporated, a company incorporated in the USA.

Leggett & Platt Incorporated is the parent of the largest group for which consolidated accounts are prepared that include the results of the LLP.

The financial statements of Leggett & Platt Incorporated are available to the public and may be obtained from No.1 Leggett Road, Carthage, Missouri, 64836, USA. No other group accounts include the results of the LLP.

11. Subsidiary undertakings

The following were subsidiary undertakings of the LLP during the year before they were transferred to a fellow group entity on 27 November 2017 as part of an intragroup share transfer agreement.

Name	Country of Incorporation	Class of shares	Holding
Luxco Holdings LLC	USA	Ordinary	100%
L&P Europe Finance SCS	Luxembourg	Ordinary	100%
L&P UK-1 Limited	United Kingdom	Ordinary	100%
L&P UK-2 Limited	United Kingdom	Ordinary	100%
Leggett & Platt Luxembourg Holdings SARL	Luxembourg	Ordinary	100%*
Pullmaflex International Limited	United Kingdom	Ordinary	100%*
Pullmaflex UK Limited	United Kingdom	Ordinary	100%*
L&C Suizhou Cable Industries Ltd	China	Ordinary	100%*
Changshu L&V Automotive Motion Co. Ltd	China	Ordinary	100%*
L&P France	France	Ordinary	100%*
Specitubes	France	Ordinary	100%*
Schukra Geretabau GmbH	Austria	Ordinary	100%*
Schukra Berndorf Ges.m.b.H	Austria	Ordinary	100%*
L&P Automotive Europe Headquarters GmbH	Germany	Ordinary	100%*
L and P Springs South Africa (Pty) Ltd	South Africa	Ordinary	100%*
Leggett & Platt U.K. Limited	United Kingdom	Ordinary	100%*
Leggett & Platt Componenets Europe Limited	United Kingdom	Ordinary	100%*
Gateway Holdings	United Kingdom	Ordinary	100%*
JP&S Holdings Limited	United Kingdom	Ordinary	100%*
JP&S Unlimited	United Kingdom	Ordinary	100%*
David Hart Aerospace Pipes Limited	United Kingdom	Ordinary	100%*
DHAP Limited	United Kingdom	Ordinary	100%*
DHAP Corporate Trustee Limited	United Kingdom	Ordinary	100%*
David Hart Aerospaces Pipes (Machinery Division) Limited	United Kingdom	Ordinary	100%*
Trio Line Polska sp.zoo	Poland	Ordinary	70%*
TL PL sp.zoo	Poland	Ordinary	70%*

Leggett & Platt UK Holdings LLP

Notes to the Financial Statements For the Year Ended 31 December 2017

Leggett & Platt Canada Co.	Canada	Ordinary	100%*
Leggett & Platt Luxembourg Sarl	Luxembourg	Ordinary	100%*
L&P Swiss Holding GmbH	Switzerland	Ordinary	100%*
Spuhl GmbH	Switzerland	Ordinary	100%*
Fides S.R.L	Switzerland	Ordinary	100%*
L&P Denmark ApS	Denmark	Ordinary	100%*
L&P Springs Denmark ApS	Denmark	Ordinary	100%*
L&P Automotive Japan Ltd	Japan	Ordinary	100%*
Pullmaflex Southern Africa (Pty) Ltd	South Africa	Ordinary	100%*
Pullmaflex Benelux NV	Belgium	Ordinary	100%*
Terrafix Geosynthetics, Inc.	Canada	Ordinary	100%*
TAG Environmental, Inc.	Canada	Ordinary	51%*
Terrafix Environmental Technology, Inc.	Canada	Ordinary	100%*
L and C Windsor Cables Ltd	Canada	Ordinary	100%*
L&C Changsha Cable Conduit Industries Ltd	China	Ordinary	100%*
L&P Automotive Korea	South Korea	Ordinary	100%*
L and P Mexico, S de R.L de C.V	Mexico	Ordinary	100%*
Legplat, S. de R.L de C.V	Mexico	Ordinary	100%*
Leggett & Platt Residencial S.A de C.V	Mexico	Ordinary	100%*
Leggett & Platt Administradora S.A de C.V	Mexico	Ordinary	100%*
De Todo en Alambre de Aguascalientes, S. de R.L de C.V	Mexico	Ordinary	100%*
Kelmax Lopez Manufacturing S.A de C.V	Mexico	Ordinary	100%*
Leggett & Platt de Mexico S.A de C.V	Mexico	Ordinary	100%*
L&P Automotive Luxembourg Sarl	Luxembourg	Ordinary	100%*
L&P Automotive Group NJ, LLC	US	Ordinary	100%*
L&P Automotive Europe GmbH	Germany	Ordinary	100%*
Kintec-Solution GmbH	Germany	Ordinary	100%*
L&P Netherlands Holdings B.V	Netherlands	Ordinary	100%*
Leggett & Platt Brasil	Brazil	Ordinary	100%*
Leggett & Platt Del Uruguay S.A	Uruguay	Ordinary	100%*
Leggett & Platt Office Components International SRL	Italy	Ordinary	100%*
LPT d.o.o	Croatia	Ordinary	100%*
L&P Magyarorszag	Hungary	Ordinary	100%*
Leggett End Platt Istern Yurop OOO	Russia	Ordinary	100%*