

**Company Registration No. 03345585**

**Amphenol Holding UK, Limited**

**Annual Report and Financial Statements**

**31 December 2015**

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## **Amphenol Holding UK, Limited**

### **Annual report and financial statements 2015**

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## **Amphenol Holding UK, Limited**

### **Officers and professional advisers**

#### **Directors**

Luc Walter  
Diana Gentile Reardon (resigned 1 July 2015)  
Richard Adam Norwitt  
Craig Lampo (appointed 1 July 2015)

#### **Secretary**

Abogado Nominees Limited  
Edward Charles Wetmore

#### **Registered Office**

Amphenol Limited  
Thanet Way  
Whitstable  
Kent CT5 3JF

#### **Solicitors**

Baker & McKenzie  
100 New Bridge Street  
London  
EC4V 6JA

## **Amphenol Holding UK, Limited**

### **Directors' report**

The directors present their annual report and the unaudited financial statements for the year ended 31 December 2015.

#### **Principal activity**

Amphenol Holding UK, Limited is the UK holding company of Amphenol Limited. The principal activity of Amphenol Limited consists of the design, development and manufacturing and marketing of connectors and connector systems, flat cable and unit assemblies for diversified markets. There have not been any significant changes in the company's principle business activities in the year.

The principal activity of the company consists of the design, development, manufacturing and marketing of connectors and connector systems, flat cable and unit assemblies for diversified markets. There have not been any significant changes in the company's principle business activities in the year under review.

#### **Business review**

The company has been dormant as defined in section 1169 of the Companies Act 2006 throughout the current and preceding financial period. It is anticipated that the company will remain dormant for the foreseeable future. Key performance indicators are not considered necessary for an understanding of the development, performance or position of the business of the company. There are no risks or uncertainties facing the company including those within the context of the use of financial instruments.

The company made a profit for the financial year of £nil (2014 - £nil) and had shareholders' funds of £36,549,000 (2014 - £36,549,000). The company had net current liabilities of £18,305,000 (2014 - £18,305,000) including inter-company borrowings of £19,505,000 (2014 - £19,505,000). There are no formal repayment terms of the inter-company balances other than they are not repayable within 12 months.

The directors have obtained confirmation from the parent company that it is their intention to continue to provide financial support to the company for a period of 12 months from the date of signing of the financial statements.

The directors consider that the group structure and strategy together with UK economic conditions are commensurate with reasonable prospects for the existing profitability of the UK operations to continue in the medium term.

#### **Going concern**

The company has no loans from external sources and does not foresee any change to this external borrowing profile. The company also has loans from its subsidiaries and has confirmed that no repayment of these loans is required by the parent company during the next twelve months. The Directors have obtained confirmation from the parent company that it is their intention to continue to provide financial support to the company for a period of 12 months from the date of signing of the financial statements. For these reasons the directors continue to adopt the going concern basis in preparing these accounts.

#### **Principal risks and uncertainties**

The main risks and uncertainties affecting the company are consistent with those affecting its investments and hence the value of those investments. Further information in respect of principal risks and uncertainties are held in those investments' relevant financial statements.

## **Amphenol Holding UK, Limited**

### **Directors' report (continued)**

#### **Financial risk management objectives and policies**

The company's activities expose it to a number of financial risks including cash flow risk and credit risk.

As part of the Amphenol Corporation, Amphenol Holding UK, Limited is subject to corporate guidance and controls in the areas of treasury and risk management. The company does not use financial derivatives to manage any of these risks nor for speculative purposes.

#### **Cash flow risk**

The company is not exposed to financial risks of foreign currency exchange rates.

#### **Credit risk**

The company's principal financial assets are bank intra group receivables and investments. No significant credit risk exists on these items.

The company makes use of its parent company treasury department in respect of interest rate risk and exchange rate risk. None of this risk is passed down to the company. Credit risk is managed through the use of external credit reference agencies. The company does not enter into speculative derivative transactions.

#### **Future prospects**

The directors of Amphenol Holding UK Limited recognise the volatility and challenges that will exist in the markets in the future. Further information in respect of risk affecting the company's investments is held in those investments' relevant financial statements.

#### **Directors**

The directors who served throughout the year, were as follows:

Luc Walter	
Diana Gentile Reardon	(resigned 1 July 2015)
Richard Adam Norwitt	
Craig Lampo	(appointed 1 July 2015)

Approved by the Board of Directors  
and signed on behalf of the Board



Craig Lampo  
Director

25/08/ 2016

## Amphenol Holding UK, Limited

### Balance sheet 31 December 2015

	Note	2015 £'000	2014 £'000
<b>Fixed assets</b>			
Investments in subsidiary undertakings	2	54,854	54,854
<b>Current assets</b>			
Debtors: amounts owed by group undertakings		1,067	1,607
<b>Creditors: amounts falling due within one year</b>	3	(19,505)	(19,505)
<b>Net current liabilities</b>		(18,438)	(18,438)
<b>Total assets less current liabilities</b>		<u>36,416</u>	<u>36,416</u>
<b>Capital and reserves</b>			
Called up share capital	4, 5	1	1
Share premium	5	36,582	36,582
Profit and loss account	5	(167)	(167)
<b>Shareholders' funds</b>		<u>36,416</u>	<u>36,416</u>

Amphenol Holding UK, Limited (registered number 03345585) did not trade during the current or preceding period and has made neither profit nor loss, nor any other recognised gain or loss.

For the year ended 31 December 2015 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The financial statements were approved and authorised for issue by the Board of Directors on 25/8/2016.

Signed on behalf of the Board of Directors



Craig Lampo  
Director

## **Amphenol Holding UK, Limited**

### **Notes to the accounts**

#### **For the year ended 31 December 2015**

##### **1. Accounting policies**

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted are described below and have been applied consistently throughout the current and preceding financial year.

##### **Consolidated financial statements**

The financial statements contain information about Amphenol Holding UK, Limited as an individual company, and do not contain consolidated financial information as the parent of a group. The company is exempt under 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements, as it and its subsidiary undertakings are included in the consolidated financial statements of Amphenol Corporation, an ultimate parent incorporated in the United States of America. Its accounts are drawn up in a manner considered to be equivalent to UK GAAP consolidated accounts, as required by the EU Seventh Directive.

##### **Accounting convention**

The financial statements are prepared under the historical cost convention.

The company has taken advantage of the exemption in Financial Reporting Standard No.1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 per cent or more of the voting rights are controlled within the group.

##### **Basis of preparation – Going concern**

The company has no loans from external sources and does not foresee any change to this external borrowing profile. The company also has loans from its subsidiaries and has confirmed that no repayment of these loans is required by the parent company during the next twelve months. The Directors had obtained confirmation from the parent company that it is their intention to continue to provide financial support to the company for a period of 12 months from the date of the financial statements. For this reason the directors continue to adopt the going concern basis in preparing the accounts.

##### **Investments**

Investments held as fixed assets are stated at cost less provision for any impairment in value.

##### **Taxation**

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

##### **Foreign currencies**

Assets and liabilities in foreign currencies are translated into sterling at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rates of exchange ruling at the date of the transaction. These translation differences are dealt with in the profit and loss account.

## Amphenol Holding UK, Limited

### Notes to the accounts For the year ended 31 December 2015

#### 1. Accounting policies (continued)

##### Profit and loss account

No profit and loss account is presented as the company did not trade and made neither a profit nor a loss in this or the preceding year.

There are no recognised gains or losses for the current and preceding year. Accordingly, no statement of total recognised gains and losses or movement in shareholders' funds is given.

The company has no employees, paid no emoluments to directors and audit fees of £1,000 (2014 - £1,000) were borne by other group companies in both this and the preceding year and not recharged.

#### 2. Fixed asset investment

	Shares in subsidiary undertakings £'000
<b>Cost and net book value</b>	
At 1 January 2015 and 31 December 2015	<u>54,854</u>

Subsidiary undertakings	Country of incorporation	Principal activity	Holding	%
Amphenol Commercial and Industrial UK, Limited	England	Intermediate parent company	Ordinary	100
Amphenol-Borg Limited	England	Intermediate parent company	Ordinary	100
Amphenol Limited	England	Manufacturer of connectors and connector systems, flat cable and unit assemblies	Ordinary	100
Pyle-National Limited	England	Dormant	Ordinary	100
Spectra Strip Limited	England	Dormant	Ordinary	100
Amphenol-Borg Pension Trustees Limited	England	Trustee company	Ordinary	100
Jaybeam Wireless	England	Manufacturer of wireless infrastructure antenna solutions	Ordinary	100
Ionix Systems Limited	England	Manufacturer of wireless devices	Ordinary	100
Amphenol Thermometrics UK Limited	England	Manufacturer of thermistors and surge protection devices	Ordinary	100

#### 3. Creditors: amounts falling due within one year

	2015 £'000	2014 £'000
Amounts payable to group undertakings	19,505	19,505
	<u>19,505</u>	<u>19,505</u>



## Amphenol Holding UK, Limited

### Notes to the accounts

### For the year ended 31 December 2015

#### 4. Called up share capital

	2015 £'000	2014 £'000
<b>Called up, allotted and fully paid:</b>		
1,000 (2014 - 1,000) ordinary shares of £1 each	1	1

#### 5. Combined reconciliation of movements in shareholders' funds and statement of movements on reserves

	Issued share capital £'000	Share premium account £'000	Profit and loss account £'000	Total 2015 £'000	Total 2014 £'000
Balance at 1 January 2015	1	36,582	(167)	36,416	36,416
Profit for the financial year	-	-	-	-	-
Balance at 31 December 2015	1	36,582	(167)	36,416	36,416

#### 6. Related party transactions

The company has taken advantage of the exemption in Financial Reporting Standard Number 8 from the requirement to disclose transactions with group companies on the grounds that it is a 100% owned subsidiary and consolidated financial statements are prepared by the ultimate parent company.

#### 7. Parent company and controlling entity

The immediate and ultimate parent company and controlling entity is Amphenol Corporation, a company incorporated in the United States of America. Copies of the consolidated financial statements can be obtained from Amphenol Corporation, 358 Hall Avenue, Wallingford CT 06492, USA. This is the smallest and the largest group which consolidates the results of this company.