

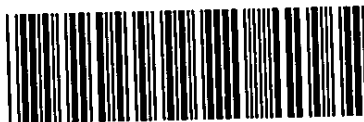
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Registered number FC010558

BLACK & DECKER INVESTMENT COMPANY, LLC

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 2 JANUARY 2016

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COMPANIES HOUSE

BLACK & DECKER INVESTMENT COMPANY, LLC

COMPANY INFORMATION

DIRECTORS	S Stubbs C Ennis A Sood M Smiley (appointed 8 January 2015) J Cowley (resigned 8 January 2015) T Davison (resigned 1 September 2015)
SECRETARY	Mitre Secretaries Limited
REGISTERED IN ENGLAND	FC010558
REGISTERED OFFICE	Corporation Service Company 2711 Centerville Road Wilmington Delaware 19808 United States
MAIN PLACE OF BUSINESS	210 Bath Road Slough Berkshire SL1 3YD United Kingdom
AUDITORS	Ernst & Young Chartered Accountants City Quarter Lapps Quay Cork Ireland

BLACK & DECKER INVESTMENT COMPANY, LLC

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BLACK & DECKER INVESTMENT COMPANY, LLC

**STRATEGIC REPORT
FOR THE YEAR ENDED 2 JANUARY 2016**

BUSINESS REVIEW

There was no change in the company's activities during the year and the results for the year ended 2 January 2016 are in line with directors' expectations

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risks and uncertainties facing the company arise from the holding of financial instruments, which can be subject to liquidity, refinancing and interest rate risk. These are described in further detail below under treasury policy

TREASURY POLICY

The company is an investment company which provides finance to fellow group undertakings. The company finances its operations by equity funding from its immediate parent

Credit risk

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

Market and interest rate risk

The directors consider that they will be able to renegotiate the company's loan portfolio within an acceptable timescale so as to minimise the impact of significant changes in interest rates

Liquidity and refinancing risk

The company's objective is to produce continuity of funding at a reasonable cost. The company uses its existing finances and intra-group loans payable to support this objective

This report was approved by the board and signed on its behalf


A. Good
Director

Date 27 May 2016

BLACK & DECKER INVESTMENT COMPANY, LLC

DIRECTORS' REPORT FOR THE YEAR ENDED 2 JANUARY 2016

The directors present their report and the financial statements for the year ended 2 January 2016

PRINCIPAL ACTIVITY

The principal activity of the company during the year ended 2 January 2016 was the provision of finance to other group companies. There was no change in the company's activities during the year.

The company is incorporated in the United States of America. The corporation was converted to a Delaware Limited Liability Company on 1 December 2006 and is registered in the United Kingdom as an overseas company under section 1044 of the Companies Act 2006.

DIVIDENDS PAID

There were no dividends declared or paid in the current year (2014 US\$NIL).

RESULTS

The profit for the year, after taxation, amounted to US\$169,000 (2014 US\$163,000).

DIRECTORS

The directors who served during the year were:

S Stubbs
C Ennis
A Sood
M Smiley (appointed 8 January 2015)
J Cowley (resigned 8 January 2015)
T Davison (resigned 1 September 2015)

FUTURE DEVELOPMENTS

The directors aim to maintain current management policies.

FINANCIAL INSTRUMENTS

Details of financial instruments are provided in the Strategic Report.

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.

GOING CONCERN

The company's principal activities, together with factors likely to affect its future development, are described above in the Directors' Report.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

BLACK & DECKER INVESTMENT COMPANY, LLC

**DIRECTORS' REPORT
FOR THE YEAR ENDED 2 JANUARY 2016**

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 that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that 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

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the financial statements in accordance with applicable law and regulations. Under those regulations the directors have elected to prepare overseas company individual accounts in accordance with applicable accounting policies of the company. In preparing those financial statements, the directors are responsible for

- selecting suitable accounting policies and then applying them consistently,
- making judgments and estimates that are reasonable and prudent,
- preparing the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

POST BALANCE SHEET EVENTS

There have been no significant events affecting the company since the year end

AUDITORS

In accordance with Delaware law, there is no obligation to appoint auditors annually and accordingly Ernst & Young shall be deemed reappointed as auditors

This report was approved by the board and signed on its behalf



A. Sood
Director

Date 27 May 2016

BLACK & DECKER INVESTMENT COMPANY, LLC

**INCOME STATEMENT
FOR THE YEAR ENDED 2 JANUARY 2016**

	Note	2015 \$000	2014 \$000
Administrative expenses		(1)	(11)
Interest receivable and similar income	7	<u>170</u>	<u>174</u>
Profit on ordinary activities before taxation		169	163
Taxation on profit on ordinary activities	8	<u>-</u>	<u>-</u>
Profit for the year		<u>169</u>	<u>163</u>

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 2 JANUARY 2016**

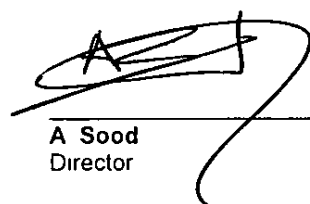
	Note	2015 \$000	2014 \$000
Profit for the financial year		<u>169</u>	<u>163</u>
Total comprehensive income for the year		<u>169</u>	<u>163</u>

BLACK & DECKER INVESTMENT COMPANY, LLC
REGISTERED NUMBER FC010558

STATEMENT OF FINANCIAL POSITION
AS AT 2 JANUARY 2016

	Note	2015 \$000	2014 \$000
Current assets			
Debtors amounts falling due within one year	9	50,178	50,008
Cash at bank and in hand	10	3	4
		<u>50,181</u>	<u>50,012</u>
Total assets less current liabilities		50,181	50,012
Net assets		<u>50,181</u>	<u>50,012</u>
Capital and reserves			
Called up share capital	11	128	128
Share premium account	12	24,000	24,000
Foreign exchange reserve	12	(11)	(11)
Profit and loss account	12	26,064	25,895
		<u>50,181</u>	<u>50,012</u>

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


A Sood
 Director
 Date 27 May 2016

BLACK & DECKER INVESTMENT COMPANY, LLC

**STATEMENT OF CHANGES IN EQUITY
AS AT 2 JANUARY 2016**

	Share capital \$000	Share premium \$000	Foreign exchange reserve \$000	Retained earnings \$000	Total equity \$000
At 4 January 2015	128	24,000	(11)	25,895	50,012
Comprehensive income for the year					
Profit for the year	-	-	-	169	169
At 2 January 2016	128	24,000	(11)	26,064	50,181

**STATEMENT OF CHANGES IN EQUITY
AS AT 3 JANUARY 2015**

	Share capital \$000	Share premium \$000	Foreign exchange reserve \$000	Retained earnings \$000	Total equity \$000
At 29 December 2013	128	24,000	(11)	25,732	49,849
Comprehensive income for the year					
Profit for the year	-	-	-	163	163
At 3 January 2015	128	24,000	(11)	25,895	50,012

BLACK & DECKER INVESTMENT COMPANY, LLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 2 JANUARY 2016**

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

Black & Decker Investment Company, LLC is a limited liability company incorporated in the United States of America and registered in the United Kingdom as an overseas company under section 1044 of the Companies Act 2006. The company's registered office is Corporation Service Company, 2711 Centerville Road, Delaware 19808, United States. The accounts are reported in the functional currency of the company, USD and rounded to the nearest thousand.

The financial statements have been prepared under the historical cost convention and in accordance with section 396 ("overseas companies individual accounts") of the Companies Act 2006 as applied by the Overseas Companies Regulations 2009 and with the applicable accounting policies of the company.

The accounts have been audited in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board.

1.2 Debtors

Amount owed by group companies due within one year are measured at the undiscounted amount of the cash or other consideration expected to be received.

1.3 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.

1.4 Foreign currency translation

Functional and presentation currency

The company'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 Income Statement 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 Income Statement within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Income Statement within 'other operating income'.

1.5 Interest income

Interest income is recognised in the Income Statement using the effective interest method.

BLACK & DECKER INVESTMENT COMPANY, LLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 2 JANUARY 2016

1. ACCOUNTING POLICIES (continued)

1.6 Taxation

Tax is recognised in the Income Statement, except that a change 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

Deferred taxation

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

2. JUDGMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION
UNCERTAINTY

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect amounts reported for assets and liabilities as at the statement of financial position date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements

Taxation

Management estimation is required to determine the amount of deferred tax assets that can be recognised, based upon likely timing and level of future taxable profits together with an assessment of the effects of future tax planning strategies

3. ADMINISTRATIVE EXPENSES

A foreign exchange translation loss of US\$1,000 was incurred during the year (2014 US\$11,000)

4. AUDITOR'S REMUNERATION

Auditor's remuneration for audit services of US\$2,600 (2014 US\$4,600) and non-audit services of US\$2,000 (2014 US\$700) 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

BLACK & DECKER INVESTMENT COMPANY, LLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 2 JANUARY 2016**

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 year were US\$891,000 (2014 US\$1,090,000). The qualifying services of non UK directors' were negligible.

7. INTEREST RECEIVABLE AND SIMILAR INCOME

	2015 \$000	2014 \$000
Interest receivable from group companies	<u>170</u>	<u>174</u>
	<u>170</u>	<u>174</u>

8. TAXATION

There is no tax charge for the year (2014 US\$ Nil)

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

On 1 April 2015, the UK corporation tax rate reduced from 21% to 20%

The tax assessed for the year is lower than (2014 - lower than) the standard rate of corporation tax in the UK of 20.25% (2014 - 21.5%). The differences are explained below:

	2015 \$000	2014 \$000
Profit on ordinary activities before tax	<u>169</u>	<u>163</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20.25% (2014 - 21.5%)	34	35
Effects of		
Group relief for no consideration	<u>(34)</u>	<u>(35)</u>
Total tax charge for the year	<u>-</u>	<u>-</u>

BLACK & DECKER INVESTMENT COMPANY, LLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 2 JANUARY 2016

8 TAXATION (continued)

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

During the year changes to corporation tax rates were enacted which will have an impact on the future tax charge of the company. The corporation tax rate was reduced from 20% to 19% from 1 April 2017 and from 19% to 18% from 1 April 2020. Furthermore, on 16 March 2016 the Chancellor of the Exchequer announced that the UK main rate of corporation tax would reduce to 17% effective from 1 April 2020, replacing the 18% currently enacted.

DEFERRED TAX

The company has an unrecognised deferred tax asset of approximately US\$832,000 (2014 US\$962,000) relating to connected party capital losses. This has been calculated at the 18% corporation tax rate that was substantively enacted at the balance sheet date (2014 20%). The company has not recalculated its deferred tax asset using the recently announced rate of 17% as the impact is not considered material to the accounts.

9. DEBTORS

	2015 \$000	2014 \$000
Due within one year		
Amounts owed by group undertakings	50,178	50,008
	<u>50,178</u>	<u>50,008</u>

10. CASH AND CASH EQUIVALENTS

	2015 \$000	2014 \$000
Cash at bank and in hand	3	4
	<u>3</u>	<u>4</u>

11. SHARE CAPITAL

	2015 \$000	2014 \$000
Allotted, called up and fully paid		
12,801 Common membership shares of \$10 each	128	128
	<u>128</u>	<u>128</u>

BLACK & DECKER INVESTMENT COMPANY, LLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 2 JANUARY 2016**

11 SHARE CAPITAL (continued)

In determining the voting powers, designations, preferences, rights and qualifications, limitations and restriction of each class of shares, the Delaware General Corporation Law ("DGCL") and the common law interpreting the DGCL shall apply as if such Common Shares were shares of common stock of a Delaware corporation

12 RESERVES

Share premium

This reserve records the amount above the nominal value received for shares sold, less transaction costs

Foreign exchange reserve

In 2005 the company changed its functional and reporting currency from Pounds Sterling (£) to US Dollars (\$) As a result of the change in currency, a foreign exchange reserve was generated and any foreign exchange gains or losses arising from the change in functional currency were transferred into the foreign exchange reserve

Profit & loss account

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

13 CONTROLLING PARTY

The company is a wholly owned subsidiary of Black & Decker Holdings, LLC, a company incorporated in the United States and registered in the United Kingdom as an overseas company under section 1044 of the Companies Act 2006

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