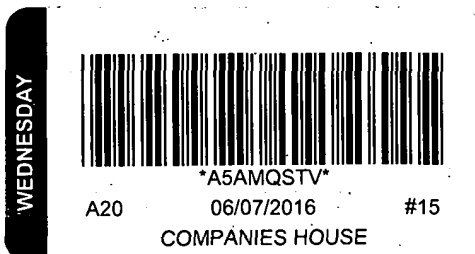


# Kidde Holdings Limited

Annual Report  
for the year ended 31 December 2015

Registered number: 04053915



# Kidde Holdings Limited

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## **Kidde Holdings Limited**

### **Strategic Report**

The directors present their Strategic Report for the company for the year ended 31 December 2015.

The directors, in preparing this strategic report, have complied with s414C of the Companies Act 2006.

#### **Review of business and future activities**

The directors are satisfied with the results for the year. The directors expect the company to continue as a holding company for the foreseeable future.

#### **Key performance indicators**

Given the nature of the business, the company's directors are of the opinion that analysis using KPIs is not appropriate in helping understand the development, performance or position of the business.

#### **Financial risk management**

Given the size of the company, the directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the board. The company's operations expose it to financial risks as set out below.

##### **Liquidity risk**

The company actively maintains intercompany finance that is designed to ensure the company has sufficient available funds for operations.

##### **Interest rate cash flow risk**


The company has interest-bearing liabilities and interest-bearing assets that include intercompany balances. Rates of interest vary according to market conditions prevailing at the time.

#### **Events after the balance sheet date**

Details of significant events since the balance sheet date are contained in note 14 to the financial statements.

#### **Approval**

Approved by the Board and signed on its behalf by:



Neil Gregor Macgregor  
Director  
29 June 2016  
Mathisen Way  
Colnbrook, Slough  
Berkshire  
SL3 0HB

# **Kidde Holdings Limited**

## **Directors' Report**

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

### **Principal activities**

The principal activity of the company is to act as a holding company for loans and investments with entities within the United Technologies Corporation group.

### **Results and dividends**

The profit for the financial year is set out in the profit and loss account on page 7.

There was an interim dividend of £9,944,000 paid during the year (2014: £nil).

No final dividend payment is proposed (2014: £nil).

### **Going concern**

The directors have a reasonable expectation that the Company and the Group have adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

Further details regarding the adoption of the going concern basis can be found in the Statement of accounting policies in the financial statements.

### **Directors**

The directors who held office during the year and up to the date of signing the financial statements are given below:

Robert Sloss  
Chubb Management Services Limited  
Robert William Sadler (resigned 8 June 2016)  
Neil Gregor Macgregor

### **Directors' indemnity**

The directors have the benefit of an indemnity (provided on a group wide basis via United Technologies Corporation) which is a qualifying third party indemnity provision. The indemnity was in force throughout the last financial year and also at the date of approval of the financial statements.

### **Disclosure of information to auditors**

Each of the persons who is a director at the date of approval of this report confirms 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 he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

## Kidde Holdings Limited

### Directors' Report

#### Independent Auditors

PricewaterhouseCoopers LLP have indicated their willingness to be reappointed for another term and appropriate arrangements are being made for them to be deemed reappointed as auditors in the absence of an Annual General Meeting.

Approved by the Board and signed on its behalf by:



Neil Gregor Macgregor  
Director  
29 June 2016  
Mathisen Way  
Colnbrook, Slough  
Berkshire  
SL3 0HB

## Kidde Holdings Limited

### Statement of directors' responsibilities

The directors are responsible for preparing the Strategic Report and 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 prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 *Reduced Disclosure Framework* (FRS 101).

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 and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, including FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 101 used in the preparation of 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.

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 the group and 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Approved by the Board and signed on its behalf by:



Neil Gregor Macgregor  
Director  
29 June 2016  
Mathisen Way  
Colnbrook, Slough  
SL3 0HB

# **Independent auditors' report to the members of Kidde Holdings Limited**

## **Report on the financial statements**

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### **Our opinion**

In our opinion, Kidde Holdings Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2015 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.

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### **What we have audited**

The financial statements, included within the Annual Report, comprise:

- the Balance sheet as at 31 December 2015;
- the Profit and Loss Account for the year then ended;
- the Statement of changes in equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law (United Kingdom Generally Accepted Accounting Practice),

In applying the financial reporting framework, the directors have made a number of subjective judgments, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

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### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion, 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.

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### **Other matters on which we are required to report by exception**

#### **Adequacy of accounting records and information and explanations received**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

## **Independent auditors' report to the members of Kidde Holdings Limited**

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### **Directors' remuneration**

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

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## **Responsibilities for the financial statements and the audit**

### **Our responsibilities and those of the directors**

As explained more fully in the statement of directors' responsibilities set out on page 4, 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) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the parent company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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### **What an audit of financial statements involves**

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.



Phil Harrold (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
East midlands  
29 June 2016



## Kidde Holdings Limited

### Profit and Loss Account For the year ended 31 December 2015

	<i>Note</i>	2015 £'000	2014 £'000
Impairment charge		(1,649)	-
<b>Operating loss/result</b>		<b>(1,649)</b>	<b>-</b>
<b>Loss/result on ordinary activities before finance charges</b>		<b>(1,649)</b>	<b>-</b>
Income from shares in group undertakings		1,672	-
Finance income	3	2,939	507
<b>Profit on ordinary activities before taxation</b>	<b>4</b>	<b>2,962</b>	<b>507</b>
Tax on profit on ordinary activities	8	(337)	(2,438)
<b>Profit/(loss) for the financial year</b>		<b>2,625</b>	<b>(1,931)</b>

All results are derived from continuing operations.

There is no difference between the profit on ordinary activities before taxation and the profit for the financial year stated above and their historical cost equivalents.

The company has no recognised gains or losses other than its profit/(loss) for the financial years ended 31 December 2015 and 2014, and hence no separate statement of other comprehensive income has been presented.

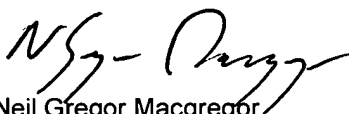
**Kidde Holdings Limited**  
**Registered number: 04053915**

**Balance sheet**  
**As at 31 December 2015**

	<i>Note</i>	<b>2015</b> £'000	2014 £'000	2013 £'000
<b>Fixed assets</b>				
Investments	<b>10</b>	<b>677</b>	2,326	2,326
		<b>677</b>	2,326	2,326
<b>Current assets</b>				
Trade and other receivables:				
- due within one year	<b>11</b>	<b>1,281,148</b>	1,291,186	1,290,679
<b>Creditors: Amounts falling due within one year</b>	<b>12</b>	<b>(6,633)</b>	(11,001)	(8,563)
<b>Net current assets</b>		<b>1,274,515</b>	1,280,185	1,282,116
<b>Total assets less current liabilities</b>		<b>1,275,192</b>	1,282,511	1,284,442
<b>Net assets</b>		<b>1,275,192</b>	1,282,511	1,284,442
<b>Equity</b>				
Called up share capital	<b>13</b>	<b>862,438</b>	862,438	862,438
Other reserves		<b>258,628</b>	258,628	258,628
Retained earnings		<b>154,126</b>	161,445	163,376
<b>Total Shareholders' funds</b>		<b>1,275,192</b>	1,282,511	1,284,442

The notes on pages 10 to 25 form part of these financial statements

The financial statements on pages 7 to 25 were approved by the board of directors on 29 June 2016 and were signed on its behalf by:

  
Neil Gregor Macgregor  
Director

## Kidde Holdings Limited

### Statement of changes in equity For the year ended 31 December 2015

	Called up share capital (Note 13) £'000	Other Reserves £'000	Retained Earnings £'000	Total share- holders' funds £'000
<b>Balance at 1 January 2014</b>	<b>862,438</b>	<b>258,628</b>	<b>163,376</b>	<b>1,284,442</b>
Effect of restatement due to change in accounting framework (see note 16)	-	-	-	-
<b>As restated</b>	<b>862,438</b>	<b>258,628</b>	<b>163,376</b>	<b>1,284,442</b>
Loss for the financial year	-	-	(1,931)	(1,931)
Other comprehensive income for the year	-	-	-	-
<b>Total comprehensive expense for the year</b>	<b>-</b>	<b>-</b>	<b>(1,931)</b>	<b>(1,931)</b>
<b>Balance at 31 December 2014</b>	<b>862,438</b>	<b>258,628</b>	<b>161,445</b>	<b>1,282,511</b>
Profit for the financial year	-	-	2,625	2,625
Other comprehensive income for the year	-	-	-	-
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>2,625</b>	<b>2,625</b>
Dividends	-	-	(9,944)	(9,944)
<b>Balance at 31 December 2015</b>	<b>862,438</b>	<b>258,628</b>	<b>154,126</b>	<b>1,275,192</b>

## **Kidde Holdings Limited**

### **Notes to the financial statements For the year ended 31 December 2015**

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

Kidde Holdings Limited ('the company') holds an investment in Mexico.

The company is a private company and is incorporated and domiciled in the UK. The address of its registered office is Mathisen Way, Colnbrook, Slough, Berkshire, SL3 0HB

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and all the years presented, unless otherwise stated.

#### **Basis of accounting**

The company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. Accordingly, in the year ended 31 December 2015 the company has changed its accounting framework from UK GAAP to FRS 101 as issued by the Financial Reporting Council and has, in doing so, applied the requirements of IFRS 1.6-33 and related appendices. These financial statements were prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council. The prior year financial statements were re-stated for material adjustments on adoption of FRS 101 in the current year. For more information see note 16.

The financial statements have been prepared on a going concern basis, and also on the historical cost basis, except for financial instruments that are measured at revalued amounts or fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of IFRS 2, leasing transactions that are within the scope of IAS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 or value in use in IAS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

## Kidde Holdings Limited

### Notes to the financial statements For the year ended 31 December 2015

The financial statements contain information about Chubb International Holdings Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company is exempt under section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the publicly available consolidated financial statements of its parent, United Technologies Corporation, a company incorporated in the United States of America, and whose consolidated financial statements are drawn up in accordance with the 7th directive.

As permitted by FRS 101, the company has taken advantage some of the disclosure exemptions available under that standard. The key exemptions taken are as follows:

- IFRS 3 - not to restate business combinations before the date of transition
- IFRS 7 – financial instrument disclosures
- IFRS 13 - disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities
- IAS 1 – Information on management of capital
- IAS 7 – statement of cash flows
- IAS 8 - disclosures in respect of new standards and interpretations that have been issued but are not yet effective
- IAS 24 - disclosure of key management compensation and for related party disclosures entered into between two or more members of a group;
- IAS 1 - the requirement to present roll forward reconciliations in respect of share capital and
- IAS 16 - the requirement to present roll forward reconciliations in respect of property, plant and equipment

Where required, equivalent disclosures are given in the group financial statements of United Technologies Corporation. The group financial statements of United Technologies Corporation are available to the public and can be obtained as set out in note 15.

#### Adoption of new and revised Standards

As explained above, the company has adopted FRS 101 for the first time in the current year. As part of this adoption, the following new and revised Standards and Interpretations have been adopted in the current year. The application of these specific Standards and Interpretations has not had a material effect on the company.

<p>Amendments to IAS 1 <i>Presentation of Financial Statements</i></p> <p>(as part of the Annual Improvements to IFRSs 2009 - 2011 Cycle issued in May 2013)</p>	<p>The Annual Improvements to IFRSs 2009 - 2011 have made a number of amendments to IFRSs. The amendments that are relevant to the company are the amendments to IAS 1 regarding when a statement of financial position as at the beginning of the preceding period (third statement of financial position) and the related notes are required to be presented. The amendments specify that a third statement of financial position is required when a) an entity applies an accounting policy retrospectively, or makes a retrospective restatement or reclassification of items in its financial statements, and b) the retrospective application, restatement or reclassification has a material effect on the information in the third statement of financial position. The amendments specify that related notes are not required to accompany the third statement of financial position.</p>
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## Kidde Holdings Limited

### Notes to the financial statements For the year ended 31 December 2015

<p>IFRS 13 <i>Fair Value Measurement</i></p>	<p>The company has applied IFRS 13 for the first time in the current year. IFRS 13 establishes a single source of guidance for fair value measurements and disclosures about fair value measurements. The scope of IFRS 13 is broad; the fair value measurement requirements of IFRS 13 apply to both financial instrument items and non-financial instrument items for which other IFRSs require or permit fair value measurements and disclosures about fair value measurements, except for share-based payment transactions that are within the scope of IFRS 2 Share-based Payment, leasing transactions that are within the scope of IAS 17 Leases, and measurements that have some similarities to fair value but are not fair value (e.g. net realisable value for the purposes of measuring inventories or value in use for impairment assessment purposes).</p> <p>IFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions. Fair value under IFRS 13 is an exit price regardless of whether that price is directly observable or estimated using another valuation technique. Also, IFRS 13 includes extensive disclosure requirements, however the Company has taken advantage of the exemption provided under FRS 101 from providing these disclosures.</p> <p>IFRS 13 requires prospective application from 1 January 2014. In addition, specific transitional provisions were given to entities such that they need not apply the disclosure requirements set out in the Standard in comparative information provided for periods before the initial application of the Standard.</p>
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#### Going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the strategic report. The strategic report also describes the financial position of the Company; its cash flows, liquidity position and borrowing facilities; the Company's objectives, policies and processes for managing its capital; its financial risk management objectives; details of its financial instruments; and its exposure to credit risk and liquidity risk.

The Company meets its day to day working capital requirements through a cash pooling arrangement which is centrally managed by its ultimate parent undertaking.

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

## **Kidde Holdings Limited**

### **Notes to the financial statements For the year ended 31 December 2015**

#### **Investments**

Except as stated below, fixed asset investments, including investments in subsidiaries and associates, are shown at cost less provision for impairment. Current asset investments are stated at the lower of cost and net realisable value.

Impairment reviews are carried out by the directors on an annual basis, or when there is indication that impairment may have occurred.

#### **Taxation**

Current tax, including UK corporation tax and foreign 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. The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

#### ***Current tax and deferred tax for the year***

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

## **Kidde Holdings Limited**

### **Notes to the financial statements For the year ended 31 December 2015**

#### **Dividend and interest income**

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established (provided that it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably).

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

#### **Foreign currency**

The financial statements are presented in pounds sterling, which is the currency of the primary economic environment in which the Company operates (its functional currency).

Transactions in currencies other than the functional currency are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings; and
- exchange differences on transactions entered into to hedge certain foreign currency risks (see below under financial instruments).

#### **Finance costs**

As explained below, where financial liabilities are measured at amortised cost using the effective interest method, interest expense is recognised on an effective yield basis in profit or loss within finance costs.

Finance costs which are directly attributable to the construction of tangible fixed assets are capitalised as part of the cost of those assets. The commencement of capitalisation begins when both finance costs and expenditures for the asset are being incurred and activities that are necessary to get the asset ready for use are in progress. Capitalisation ceases when substantially all the activities that are necessary to get the asset ready for use are complete.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

#### **Financial instruments**

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.



## **Kidde Holdings Limited**

### **Notes to the financial statements For the year ended 31 December 2015**

#### ***Financial Assets***

All financial assets are recognised and derecognised on a trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value.

Financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss' (FVTPL), 'held-to-maturity' investments, 'available-for-sale' (AFS) financial assets and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

#### ***Effective interest method***

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL.

#### ***Financial assets at FVTPL***

Financial assets are classified as at FVTPL when the financial asset is either held for trading or it is designated as at FVTPL.

A financial asset is classified as held for trading if:

- it has been acquired principally for the purpose of selling in the near term; or
- on initial recognition it is a part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial asset other than a financial asset held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial asset forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and IAS 39 Financial Instruments: Recognition and Measurement permits the entire combined contract (asset or liability) to be designated as at FVTPL.

## **Kidde Holdings Limited**

### **Notes to the financial statements For the year ended 31 December 2015**

Financial assets at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'other gains and losses' line item in the profit and loss account.

#### ***Loans and receivables***

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

#### ***Impairment of financial assets***

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

For all other financial assets objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation.

For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are, in addition, assessed for impairment on a collective basis. Objective evidence of impairment for a portfolio of receivables could include the Company's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period of 60 days, as well as observable changes in national or local economic conditions that correlate with default on receivables.

For financial assets carried at amortised cost, the amount of the impairment is the differences between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate. The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

## **Kidde Holdings Limited**

### **Notes to the financial statements For the year ended 31 December 2015**

#### ***Derecognition of financial assets***

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

#### ***Financial liabilities and equity***

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

#### ***Equity instruments***

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

#### ***Financial liabilities***

Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'.

#### ***Financial liabilities at FVTPL***

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or

## **Kidde Holdings Limited**

### **Notes to the financial statements For the year ended 31 December 2015**

- it forms part of a contract containing one or more embedded derivatives, and IAS 39 Financial Instruments: Recognition and Measurement permits the entire combined contract (asset or liability) to be designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'other gains and losses' line item in the profit and loss account.

#### ***Other financial liabilities***

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

#### ***Derecognition of financial liabilities***

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

#### ***Derivative financial instruments***

The Company enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risk, including foreign exchange forward contracts, interest rate swaps and cross currency swaps.

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at each balance sheet date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship. The Company designates certain derivatives as either hedges of the fair value of recognised assets or liabilities or firm commitments (fair value hedges), hedges of highly probable forecast transactions or hedges of foreign currency risk of firm commitments (cash flow hedges).

A derivative with a positive fair value is recognised as a financial asset whereas a derivative with a negative fair value is recognised as a financial liability. A derivative is presented as a non-current asset or a non-current liability if the remaining maturity of the instrument is more than 12 months and it is not expected to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

## **Kidde Holdings Limited**

### **Notes to the financial statements For the year ended 31 December 2015**

#### ***Embedded derivatives***

Derivatives embedded in other financial instruments or other host contracts are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at FVTPL.

An embedded derivative is presented as a non-current asset or a non-current liability if the remaining maturity of the hybrid instrument to which the embedded derivative relates is more than 12 months and is not expected to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

#### **Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions are discounted where the impact of discounting is material.

## **2. Critical accounting judgements and key sources of estimation uncertainty**

In the application of the Company's accounting policies, which are described in note 1 above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

#### ***Critical judgements in applying the company's accounting policies***

The directors do not believe there are any critical judgments, apart from those involving estimations (which are dealt with separately below), that the directors have made in the process of applying the Company's accounting policies.

#### ***Key sources of estimation uncertainty***

The key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

## Kidde Holdings Limited

### Notes to the financial statements For the year ended 31 December 2015

#### Impairment of investments in subsidiaries

Determining whether the company's investments in subsidiaries have been impaired requires estimations of the investments' values in use. The value in use calculations require the entity to estimate the future cash flows expected to arise from the investments and suitable discount rates in order to calculate present values. The carrying amount of investments in subsidiaries at the balance sheet date was £677,000 (2014: £2,326,000) with an impairment loss recognised in 2015 of £1,649,000 (2014: £nil).

#### 3. Finance income

	2015 £'000	2014 £'000
Interest receivable:		
Other loans and receivables	2,939	507

#### 4. Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after (crediting)/charging:

	2015 £'000	2014 £'000
Net foreign exchange (gains)/losses	(54)	66

#### 5. Auditors' remuneration

Fees payable to PricewaterhouseCoopers LLP and their associates for the audit of the company's financial statements were borne by Chubb Group Limited in both 2015 and 2014.

Fees payable to PricewaterhouseCoopers LLP and their associates for non-audit services to the company are not required to be disclosed because the consolidated financial statements of the parent company are required to disclose such fees on a consolidated basis.

#### 6. Staff costs

The company had no employees during the year (2014: none).

#### 7. Directors' remuneration and transactions

None of the Director's received remuneration in respect of their services to the company during the year (2014: none)

## Kidde Holdings Limited

### Notes to the financial statements For the year ended 31 December 2015

#### 8. Tax on profit on ordinary activities

Tax expense included in profit or loss:

	2015 £'000	2014 £'000
<b>Current tax</b>		
UK corporation tax on profits for the year	200	2,492
Adjustments in respect of prior years		
UK corporation tax	137	(54)
Foreign tax	-	-
<b>Total current tax</b>	<b>337</b>	<b>2,438</b>
<b>Deferred tax</b>		
Origination and reversal of timing differences	-	-
Impact of rate change	-	-
<b>Total deferred tax</b>	<b>-</b>	<b>-</b>
<b>Total tax on profit on ordinary activities</b>	<b>337</b>	<b>2,438</b>

The charge for the year can be reconciled to the profit/(loss) in the profit and loss account as follows:

	2015 £'000	2014 £'000
<b>Profit on ordinary activities before taxation</b>	<b>2,962</b>	<b>507</b>
Tax on profit on ordinary activities at standard UK corporation tax rate of 20.25% (2014: 21.5%)	600	109
Effects of:		
Expenses not deductible for tax purposes	334	-
Group relief (claimed) free of charge	(393)	(972)
Transfer pricing adjustment	(3)	3,355
Income not subject to tax	(338)	-
Adjustments in respect of prior years	137	(54)
<b>Total tax charge for the year</b>	<b>337</b>	<b>2,438</b>

During the year, the UK corporation tax rate was reduced from 23% to 21%. Furthermore, the UK corporation tax rate will be reduced by an additional 1% to 20% with effect from 1 April 2015. The relevant deferred tax balances have been measured at the substantively enacted rate of 18%.

## Kidde Holdings Limited

### Notes to the financial statements For the year ended 31 December 2015

#### 9. Dividends on equity shares

Amounts recognised as distributions to equity holders in the year:

	2015 £'000	2014 £'000
Interim dividend for the year ended 31 December 2015 of 1.153p (2014: nil) per ordinary share	9,944	-
	<b>9,944</b>	-

#### 10. Investments

	£'000
<b>Cost</b>	
At 1 January 2014	2,326
Additions	-
Disposals	-
At 31 December 2014	2,326
Additions	-
Disposals	-
At 31 December 2015	2,326
<b>Provisions for impairment</b>	
At 1 January 2014	-
Written off	-
Written back	-
Disposals	-
At 31 December 2014	-
Written off	(1,649)
Written back	-
Disposals	-
At 31 December 2015	(1,649)
<b>Net book value at 31 December 2015</b>	<b>677</b>

All subsidiaries below have been treated as a subsidiary undertaking because the Group exercises dominant influence over this investment, directing its financial and operating policies.



## Kidde Holdings Limited

### Notes to the financial statements For the year ended 31 December 2015

Details of the Company's directly owned subsidiaries at 31 December 2015 are as follows:

Name	Place of incorporation (and operation)	Class of share	Proportion of ownership interest %
<i>Kidde de Mexico SA de CV</i>	Mexico	Ordinary	23.9

The investments in subsidiaries are all stated at cost less provision for impairment.

The provision for impairment of £1,649,000 (2014: nil) has been recognized to reflect the post year end sales proceeds received for Kidde de Mexico, SA de CV.

#### 11. Trade and other receivables

Amounts falling due within one year:

	2015 £'000	2014 £'000	2013 £'000
Amounts owed by group undertakings	1,281,148	1,291,186	1,290,679
	<u>1,281,148</u>	<u>1,291,186</u>	<u>1,290,679</u>

Amounts owed by group undertakings are unsecured, interest bearing at a rate of 0.5% (2014 between 0.35% and 0.5%), and is repayable on demand.

#### 12. Creditors – amounts falling due within one year

	2015 £'000	2014 £'000	2013 £'000
Amounts owed to group undertakings	6,633	11,001	8,563
	<u>6,633</u>	<u>11,001</u>	<u>8,563</u>

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

## Kidde Holdings Limited

### Notes to the financial statements For the year ended 31 December 2015

#### 13. Called up share capital

##### Ordinary shares

	2015 £'000	2014 £'000	2013 £'000
<b>Allotted, called-up and fully-paid</b>			
862,437,797(2014: 862,437,797) ordinary shares of £1 (2014: £1) each	<b>862,438</b>	862,438	862,438

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#### 14. Subsequent events

In January 2016 Kidde Holdings Limited disposed of its investment in Kidde de Mexico SA de CV. A provision for impairment has been made in 2015 for £1,649,000 (2014: £nil) to reflect the value of the investment at the time of the sale.

#### 15. Controlling party

The company's immediate parent undertaking is Kidde UK.

The company's ultimate parent undertaking and controlling party is United Technologies Corporation, a company incorporated in the United States of America.

United Technologies Corporation is the smallest and largest group to consolidate these financial statements.

Copies of the United Technologies group financial statements are publicly available and can be obtained from [www.utc.com](http://www.utc.com)

## Kidde Holdings Limited

### Notes to the financial statements For the year ended 31 December 2015

#### 16. Explanation of transition to FRS 101

This is the first year that the Company has presented its financial statements under FRS 101 (Financial Reporting Standard 101) issued by the Financial Reporting Council. The following disclosures are required in the year of transition. The last financial statements under a previous GAAP (UK GAAP) were for the year ended 31 December 2014 and the date of transition to FRS 101 was therefore 1 January 2014.

#### Reconciliation of equity

	At 1 January 2014 £'000	At 31 December 2014 £'000
Equity reported under previous UK GAAP	1,284,442	1,282,511
<b>Adjustments to equity on transition to FRS 101</b>	-	-
Equity reported under FRS 101	1,284,442	1,282,511

#### Notes to the reconciliation of equity at 1 January 2014

There were no material differences and therefore no adjustments have been booked.

#### Reconciliation of loss for the year ended 31 December 2014

	£'000
<b>Total loss for the financial year under previous UK GAAP</b>	(1,931)
Adjustments to profit account	-
<b>Total loss for the financial year under FRS 101</b>	(1,931)

#### Notes to the reconciliation of loss for the year ended 31 December 2014

There were no material differences and therefore no adjustments have been booked.