Registration number: 04320679

GE Industrial Consolidation Limited (formerly GE C&I UK Holdings Limited)

Annual Report and Financial Statements

for the Year Ended 31 December 2016

WEDNESDAY



27/09/2017 COMPANIES HOUSE #48

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Directors' Report

The directors present their report and the financial statements for the year ended 31 December 2016.

Principal activity

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

Results and dividends

The loss for the year, after taxation, amounted to £171,419,000 (2015: £nil).

The directors do not recommend the payment of a dividend (2015: £nil).

Directors of the company

The directors who held office during the year and up to the date of the directors' report were as follows:

Z J Citron (resigned 21 April 2017)

S J Dwyer (resigned 3 May 2017)

G M Wheeler (resigned 27 June 2017)

A E Brennan (resigned 18 July 2017)

ATP Budge

A P Mathur (appointed 17 July 2017)

Directors' liabilities

One or more of the directors have benefited from qualifying third party indemnity provisions in place during the financial year and subject to the conditions set out in section 234 of the Companies Act 2006. Such qualifying third party indemnity provisions remain in force as at the date of approving the directors' report.

Disclosure of information to the auditor

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware.

Directors' Report (continued)

Reappointment of auditors

The auditor, KPMG LLP, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

Approved by the Board on 25 September 2017 and signed on its behalf by:

A T P Budge

Strategic Report

The directors present their strategic report for the year ended 31 December 2016.

Business review

The results for the company show a pre tax loss of £171,419,000 (2015: £nil) for the year.

The company has net assets of £2,188,486,000 (2015: £46) of which £2,604,637,000 (2015: due from £46) is due to fellow GE Group Companies.

On 16 November 2016, the company's immediate parent undertaking, International General Electric (U.S.A.), transferred its entire shareholding in the company (comprising 1 ordinary share of £1) to GE Energy Europe B.V.

On 18 November 2016 the company changed its name from GE C&I UK Holdings Limited to GE Industrial Consolidation Limited.

On 25 November 2016, the company's immediate parent undertaking, GE Energy Europe B.V., transferred its entire shareholding in the company (comprising 1 ordinary share of £1) to GE Brazil Holding Limited.

On the same date, the company acquired 1,396,952,368 ordinary shares of \$1 each in the share capital of GE Infrastructure Aviation from GE Infrastructure UK Limited for a total consideration of £838,720,103 payable in cash.

On the same date, the company acquired 352,600,000 ordinary shares of £1 each in the share capital of GE Energy Power Conversion UK Holdings Limited from GE Industrial (UK) Holdings, for a total consideration of £185,052,800 payable in cash.

On 7 December 2016, the company acquired 494,031,482 ordinary shares of £1 each in the share capital of GE UK Holdings from GE Brazil Holding Limited, the consideration for which was the allotment of 300,000,000 ordinary shares of £1 each in the share capital of the company issued at a total premium of £1,843,992,639.

On the same date, the company acquired 47,074,621 ordinary shares of £1 each in the share capital of GE Industrial Treasury Holdings from GE Brazil Holding Limited, the consideration for which was the allotment of 25,000,000 ordinary shares of £1 each in the share capital of the company issued at a total premium of £22,074,621.

On 8 December 2016, the company acquired 707,549,967 ordinary shares of £0.05 each in the share capital of GE Healthcare Limited from GE Healthcare UK Limited, for a total consideration of £998,923,009 payable in cash.

On the same date, the company subscribed for a further 564,759,975 ordinary shares of £1 each in the share capital of its subsidiary undertaking GE UK Holdings for a total consideration of £564,759,975 payable in cash.

Strategic Report (continued)

On 9 December 2016, the company transferred its entire shareholding in GE Energy Power Conversion UK Holdings Limited (comprising 352,600,000 shares of £1 each) to GE UK Holdings in exchange for 100,000,000 ordinary shares of £1 each in the share capital of GE UK Holdings.

On the same date, the company acquired the entire issued share capital of GE UK Group, (comprising 2 ordinary shares of £1 each), from its subsidiary undertaking, GE UK Holdings, by way of a dividend in specie.

On 15 December 2016, the company transferred its entire shareholding in GE Infrastructure Aviation (comprising 1,396,952,368 shares of \$1 each) to GE UK Group in exchange for 400,000,000 ordinary shares of £1 each in the share capital of GE UK Group.

Key performance indicators

The company has not identified any key performance indicators due to the nature of its operations as a holding company.

Other than the above mentioned changes to investments, there were no significant transactions in the year and the directors are satisfied with both the performance for the year and balance sheet position at year end.

Approved by the Board on 25 September 2017 and signed on its behalf by:

A T P Budge

Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards and applicable law (United Kingdom Generally Accepted Accounting Practice), including FRS 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 apply them consistently;
- · make judgments and estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards has been followed, subject to any material departures disclosed and explained in the 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. (As explained in note 2, the directors do not believe that it is appropriate to prepare these financial statements on a going concern basis).

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 enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and prevent and detect fraud and other irregularities.

Independent Auditor's Report to the members of GE Industrial Consolidation Limited (formerly GE C&I UK Holdings Limited)

We have audited the financial statements of GE Industrial Consolidation Limited (formerly GE C&I UK Holdings Limited) for the year ended 31 December 2016, set out on pages 8 to 19. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework.

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Statement of Directors' Responsibilities set out on page 5, 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). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its loss for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and Directors' Report for the financial year is consistent with the financial statements.

Based solely on the work required to be undertaken in the course of the audit of the financial statements and from reading the Strategic Report and the Directors' Report:

- · we have not identified material misstatements in those reports; and
- in our opinion, those reports have been prepared in accordance with the Companies Act 2006.

Independent Auditor's Report to the members of GE Industrial Consolidation Limited (formerly GE C&I UK Holdings Limited) (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- · the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- · we have not received all the information and explanations we require for our audit.

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Anna Barrell (Senior Statutory Auditor)

For and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

One Snowhill Birmingham United Kingdom B4 6GH

Date: 25.9.2017

Statement of Comprehensive Income for the Year Ended 31 December 2016

	Note	2016 £ 000	2015 £ 000
Impairment of fixed asset Investments	9 .	(1,965,088)	<u>-</u>
Operating loss Interest payable and similar expenses Income from shares in group undertakings	7	(1,965,088) (2,581) 1,796,250	- - -
Loss before tax		(171,419)	-
Tax on (loss)/profit	8	<u> </u>	
Loss for the year		(171,419)	-
Other comprehensive income		<u>-</u>	
Total comprehensive income for the year	:	(171,419)	

The above results were derived from continuing operations.

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Balance Sheet as at 31 December 2016

	Note	2016 £ 000	2015 £ 000
Fixed assets			
Investments	9	4,624,285	
Creditors: Amounts falling due within one year	10	(1,097,489)	<u> </u>
Total assets less current liabilities		3,526,796	-
Creditors: Amounts falling due after more than one year	11	(1,507,148)	
Net assets		2,019,648	•
Capital and reserves			
Called up share capital	12	325,000	-
Share premium account		1,866,067	-
Profit and loss account		(171,419)	
Shareholders' funds		2,019,648	-

Approved by the Board on 25 September 2017 and signed on its behalf by:

ATP Budge

Director

Statement of Changes in Equity for the Year Ended 31 December 2016

At 1 January 2016	Called up share capital £ 000	Share premium account £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2016	-	-	-	-
Comprehensive income for the year Loss for the year Other comprehensive income	<u> </u>	- -	(171,419)	(171,419)
Total comprehensive income Share capital /share premium issued	-	-	(171,419)	(171,419)
during the year	325,000	1,866,067		2,191,067
At 31 December 2016	325,000	1,866,067	(171,419)	2,019,648
At 1 January 2015		Called up share capital £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2015		-	-	-
Comprehensive income for the year Profit for the year Other comprehensive income		- -	<u>-</u>	<u>-</u>
Total comprehensive income				_
At 31 December 2015		_		

Notes to the Financial Statements

1 General information

The company is a private company limited by share capital incorporated and domiciled in the United Kingdom.

The address of its registered office is: 3rd Floor

1 Ashley Road Altrincham Cheshire WA14 2DT

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' ('FRS 101') and the Companies Act 2006. The amendments to FRS 101 (2014/15 Cycle) issued in July 2015 and effective immediately have been applied.

In preparing these financial statements, the company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

Exemption from preparing group accounts

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 401 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

The results of the company are included in the consolidated financial statements of General Electric Company which are available from 41 Farnsworth Street, Boston, MA 02210, USA or at www.ge.com.

Notes to the Financial Statements

2 Accounting policies (continued)

Summary of disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
- paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors:
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

Going concern

The financial statements have been prepared on a going concern basis, notwithstanding net current liabilities of £1,097,489,206 (2015: net current assets £46).

The directors have reviewed the financial position of the company, including the arrangements with group undertakings. The directors have considered the financial position of the company's immediate group and ultimate parent.

On the basis of their assessment of the company's financial position and of the enquiries made by the directors, the company's directors have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the immediate group to continue as a going concern. Accordingly they expect that the company will be able to continue in operational existence for the foreseeable future and hence continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Foreign currency transactions and balances

The accounts are presented in sterling which is the company's functional and presentational currency.

Transactions in foreign currencies are recorded using a monthly average operating exchange rate. Monetary assets and liabilities denominated in foreign currencies are translated using the exchange rate ruling at the balance sheet date. The gains or losses arising are included in the Statement of Comprehensive Income.

Notes to the Financial Statements

2 Accounting policies (continued)

Investments

Investments in subsidiaries are valued at cost less provision for impairment.

At each balance sheet date the company reviews the carrying amounts of its investments to determine whether there is any indication that those investments have suffered an impairment loss. If such indication exists, the recoverable amount of the investment is estimated based on its net asset value and value in use. Where the recoverable amount of the investment is less than the carrying value an impairment loss is recognised in profit or loss in the period.

Taxation

Tax is recognised in the profit and loss account, 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 tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

Full provision is made for deferred tax liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as probable that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

Notes to the Financial Statements

3 Critical accounting judgments and key sources of estimation uncertainty

The preparation of the financial statements requires the directors to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. Although these estimates are based on the directors' best knowledge of the amount, actual results ultimately may differ from those estimates. The areas involving a higher degree of judgment and complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed below:

Impairment of investments

The principal activity of the company is to act as a holding company for underlying subsidiaries. As a result the main risk facing the company is the underlying trade of the investments not supporting the carrying value.

Investments are subject to impairment when there are indicators, such as, the net assets of the underlying company being less than the carrying value of the investments, adverse trade conditions in the underlying investments, cessation of trade in the underlying investments, significant losses in the year in the underlying investments and impairment of fixed assets in the underlying investments in the year.

Where the carrying value exceeds the estimated recoverable amount (being the greater of fair value less costs of disposal and value-in-use), an impairment loss is recognised by writing down the investments to its recoverable amount. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the future cash flow estimates have not been adjusted. The estimates of future cash flows exclude cash inflows or outflows attributable to financing activities and income tax. Impairment losses arising in respect of investments are not reversed once recognised.

4 Auditors' remuneration

Remuneration of £10,000 (2015: £5,000) paid to the auditor for their services to the company was borne by a fellow group undertaking.

5 Staff costs

The company had no employees during the year (2015: nil).

Notes to the Financial Statements

6 Directors' remuneration

No directors received any remuneration in respect of services to the company during the current or preceding financial year.

All of the directors are/were also directors of a group undertaking and do not specifically receive any remuneration in respect of the company. It was not possible to determine an appropriate proportion of their services on behalf of the company.

7 Interest payable and similar expenses		
On loans from group undertakings	2016 £ 000 2,581	2015 £ 000
8 Taxation		
Tax charged/(credited) in the profit and loss account		
	2016 £ 000	2015 £ 000
Current taxation		
UK corporation tax	<u> </u>	
The tax assessed for the year is higher than the standard rate of corpor the standard rate of corporation tax in the UK) of 20% (2015 - 20.25%). The differences are reconciled below:	ration tax in the UK (201	5 - the same as
The differences are reconciled below.	2016	2015
	, 2016 £ 000	2015 £ 000
Loss before tax	(171,419)	
Corporation tax at standard rate	(34,284)	-
Non-taxable income	(359,250)	-
Expenses not deductible for tax purposes	393,018	-
Group relief for £nil consideration	516	
Total tax charge/(credit)	-	

Notes to the Financial Statements

8 Taxation (continued)

Factors that may affect furure tax charges

The UK corporation tax rate will reduce from 20% to 19% on 1 April 2017. A further reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce any current tax charges in future periods accordingly.

There are no other factors that may significantly affect future tax charges.

There were no amounts of provided or unprovided deferred taxation as at 31 December 2016 or 31 December 2015.

9 Fixed asset Investments

	subsidiary companies £ 000
Cost	
At 1 January 2016	-
Additions	7,613,146
Disposals	(1,023,773)
At 31 December 2016	6,589,373
Impairment	
At 1 January 2016	-
Charge for the year	1,965,088
At 31 December 2016	1,965,088
Net book value	
At 31 December 2016	4,624,285
At 31 December 2015	

Notes to the Financial Statements

9 Fixed asset Investments (continued)

The directors of the company have undertaken a review of the company's investment in group undertakings as at 31 December 2016. This has resulted in a write-off of £1,965,088,000, the investment having been valued at its current value in use by reference to its future discounted identifiable cash flows where relevant.

On 25 November 2016, the company acquired 352,600,000 ordinary shares of £1 each in the share capital of GE Energy Power Conversion UK Holdings Limited from GE Industrial (UK) Holdings, for a total consideration of £185,052,800 payable in cash.

On the same date, the company acquired 1,396,952,368 ordinary shares of \$1 each in the share capital of GE Infrastructure Aviation from GE Infrastructure UK Limited for a total consideration of £838,720,103 payable in cash.

On 8 December 2016, the company acquired 707,549,967 ordinary shares of £0.05 each in the share capital of GE Healthcare Limited from GE Healthcare UK Limited, for a total consideration of £998,923,009 payable in cash.

On the same date, the company subscribed for a further 564,759,975 ordinary shares of £1 each in the share capital of its subsidiary undertaking GE UK Holdings for a total consideration of £564,759,975 payable in cash.

On 9 December 2016, the company transferred its entire shareholding in GE Energy Power Conversion UK Holdings Limited (comprising 352,600,000 shares of £1 each) to GE UK Holdings in exchange for 100,000,000 ordinary shares of £1 each in the share capital of GE UK Holdings.

On the same date, the company acquired the entire issued share capital of GE UK Group, (comprising 2 ordinary shares of £1 each), from its subsidiary undertaking, GE UK Holdings, by way of a dividend in specie.

On 15 December 2016, the company transferred its entire shareholding in GE Infrastructure Aviation (comprising 1,396,952,368 shares of \$1 each) to GE UK Group in exchange for 400,000,000 ordinary shares of £1 each in the share capital of GE UK Group.

Notes to the Financial Statements

9 Fixed asset Investments (continued)

Details of the subsidiaries as at 31 December 2016 are as follows:

Name of subsidiary	Registered office	Class of shares held	Proport ownersl	ion of nip interest
GE Industrial Treasury Holdings	1 Ashley Road, 3rd Floor, Altrincham, UK	Ordinary	100%	
GE UK Group	1 Ashley Road, 3rd Floor, Altrincham, UK	Ordinary	100%	
GE UK Holdings	1 Ashley Road, 3rd Floor, Altrincham, UK	Ordinary	100%	
GE Healthcare Limited	Amersham Place, Little Chalfont, UK	Ordinary	100%	
10 Creditors: Amounts fo	alling due within one year			٠
			2016	2015
Amounts owed to group u	ındertakings		£ 000 1.097,489	£ 000
11 Creditors: falling due	after more than one year			
Amounts owed to group u	ındertakinas		2016 £ 000 1,507,148	2015 £ 000

Notes to the Financial Statements

12 Share capital

Allotted, called up and fully paid shares

	No. 000	2016 £ 000	No. 000	2015 £ 000
Ordinary shares of £1 each	325,000	325,000		

On 6 December 2016, the company acquired 494,031,482 ordinary shares of £1 each in the share capital of GE UK Holdings from GE Brazil Holding Limited, the consideration for which was the allotment of 300,000,000 ordinary shares of £1 each in the share capital of the company, issued at a total premium of £1,843,992,639.

On the same date, the company acquired 47,074,621 ordinary shares of £1 each in the share capital of GE Industrial Treasury Holdings from GE Brazil Holding Limited, the consideration for which was the allotment of 25,000,000 ordinary shares of £1 each in the share capital of the company, issued at a total premium of £22,074,621.

13 Ultimate parent undertaking and controlling party

The company's immediate parent is GE Brazil Holding Limited, a company incorporated in Ireland.

The smallest and largest group in which the results of the company are consolidated is that headed by its ultimate parent undertaking, General Electric Company, a company registered at 41 Farnsworth Street, Boston, Massachusetts, 02210, USA. The consolidated financial statements of this company are available to the public and may be obtained from the registered address or at www.ge.com.