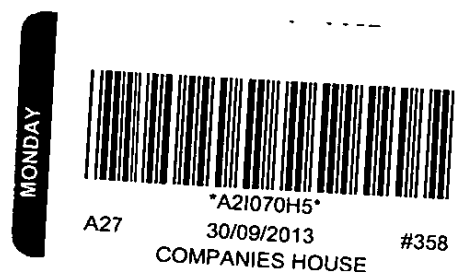


Registered Number: 894744

Cooper Tire & Rubber Company International Development Limited

Report and Financial Statements

31 December 2012



Cooper Tire & Rubber Company International Development Limited

Registered No 894744

Directors

E M Jones
J J Schumaker

Secretary

C Weston

Auditors

Ernst & Young LLP
The Paragon
Counterslip
Bristol
BS1 6BX

Bankers

The Chase Manhattan Bank
125 London Wall
London
EC2Y 5AJ

Solicitors

Norton Rose
Kempson House
Camomile Street
London
EC3A 7AN

Registered Office

Bath Road
Melksham
Wiltshire
SN12 8AA

Directors' report

The directors present their annual report and financial statements for the year ended 31 December 2012

Results and dividends

The profit for the year, after taxation, amounted to £nil (2011 £nil) Full details are set out in the attached profit and loss account

No dividend is proposed (2011 – No dividend was proposed)

Principal activity and review of the business

The principal activities of the company are the investment in production equipment in China, Serbia and Turkey (and will exist as a holding company for these assets), and the provision of technical and administrative services

Directors

The directors who served during the year were as follows

E M Jones

J C Baldwin (resigned 30 January 2013)

J J Schumaker (appointed 30 January 2013)

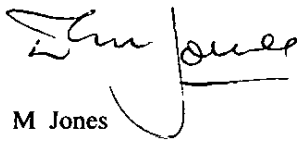
Disclosure of information to auditors

The directors who were members of the board at the time of approving the directors' report are listed on page 1 Having made enquiries of fellow directors and of the company's auditors, each of these directors confirms that

- To the best of each director's knowledge and belief, there is no information relevant to the preparation of their report of which the company's auditors are unaware, and
- Each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the company's auditors are aware of that information

The directors have taken advantage of the small companies exemption for the Directors' report under s419(2) of the Companies Act 2006

On behalf of the board



E M Jones

Director

Date 23 September 2013

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the 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 elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 judgments and accounting estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the 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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent auditor's report

to the members of Cooper Tire & Rubber Company International Development Limited

We have audited the financial statements of Cooper Tire & Rubber Company International Development Limited for the year ended 31 December 2012 which comprise the Profit and Loss Account, Balance Sheet and the related notes 1 to 11. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 3 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.

Scope of the audit of the financial statements

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. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatement or inconsistencies we consider the implication for our report.

Opinion on 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 2012 and of its result 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent auditor's report

to the members of Cooper Tire & Rubber Company International Development 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, or
- the directors were not entitled to take advantage of the small companies exemption in preparing the directors report

Ernst & Young LLP

Ken Griffin (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Bristol

26 September 2013

Profit and loss account

for the year ended 31 December 2012

	<i>Notes</i>	<i>2012</i> £	<i>2011</i> £
Administrative expenses		(454,931)	(191,929)
Other operating income		454,931	191,929
Operating profit on ordinary activities before taxation	2	-	-
Tax on profit on ordinary activities		-	-
Profit on ordinary activities after taxation	8	-	-

All activities derive from continuing operations

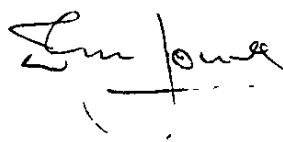
There have been no recognised gains and losses for the current or the prior financial period other than as stated in the profit and loss account and, accordingly, no separate statement of total recognised gains and losses is presented

Cooper Tire & Rubber Company International Development Limited

Balance sheet

at 31 December 2012

	Notes	2012 £	2011 £
Fixed Assets			
Tangible Assets	4	661,821	696,916
Current Assets			
Debtors	5	36,390	-
Cash at bank and in hand		197,564	-
		233,954	-
Creditors Amounts falling due within one year	6	(932,476)	(733,617)
Net current liabilities		(698,522)	(733,617)
Total assets less current liabilities		(36,701)	(36,701)
Capital and reserves			
Share capital	7	100	100
Profit and loss account	8	(36,801)	(36,801)
Total equity shareholders' deficit	8	(36,701)	(36,701)



E M Jones

Director

Date 23 September 2013

Notes to the financial statements

for the year ended 31 December 2012

1. Accounting policies

Basis of preparation

The financial statements are prepared in accordance with the historical cost convention and in accordance with applicable accounting standards

Fundamental accounting concept

The financial statements have been prepared on a going concern basis as the directors have received assurances that the parent company will continue to provide support to the company to enable it to meet its liabilities as they fall due

Depreciation

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost or valuation, less estimated residual value based on prices prevailing at the date of acquisition of each asset spread evenly over its expected useful life as follows

Plant and machinery - 25%

The carrying value of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exception

- 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. Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging

	2012 £	2011 £
Depreciation	220,941	191,929
Staff costs and expenses	233,990	-
Other income from group company	(454,931)	(191,929)
	<u> </u>	<u> </u>

Other income represents re-imbursement for the provision of assets, personnel & services to other group companies

Auditors' remuneration for both 2012 and 2011 is borne by another group company

Notes to the financial statements

for the year ended 31 December 2012

3. Staff Costs

a) Staff costs during the year were

	2012 £	2011 £
Wages and salaries	210,733	-
	<u>210,733</u>	<u>-</u>

The monthly average number of employees during the year was

	2012 No	2011 No
Manufacturing and Operations	3	-
	<u>3</u>	<u>-</u>

The Directors duties are so incidental to this company that no remuneration is allocated to the entity from the group

4. Tangible Assets

	Plant and machinery £
Cost	
At 1 January 2012	2,441,113
Additions	200,211
Group transfers	(132,573)
At 31 December 2012	<u>2,508,751</u>
Accumulated depreciation	
At 1 January 2012	1,744,197
Group transfers	(118,208)
Charge for the year	220,941
At 31 December 2012	<u>1,846,930</u>
Net book value	
At 1 January 2012	<u>696,916</u>
At 31 December 2012	<u>661,821</u>

Notes to the financial statements

for the year ended 31 December 2012

5. Debtors

	2012 £	2011 £
Amounts owed by other group undertakings	36,390	-

6. Creditors: amounts falling due within one year

	2012 £	2011 £
Amounts owed to group undertakings	932,476	733,617

7. Share capital

	2012 £	2011 £
<i>Allotted, called up and fully paid</i> 100 ordinary shares of £1 each	100	100

8. Reconciliation of shareholders' deficit and movement on reserves

	Share capital £	Profit and loss account £	Total £
At 1 January 2011	100	(36,801)	(36,701)
Profit for the year	-	-	-
At 1 January 2012	100	(36,801)	(36,701)
Profit for the year	-	-	-
At 31 December 2012	100	(36,801)	(36,701)

9. Cash flow statement

The company has taken advantage of the exemption provided under the scope of FRS 1 not to prepare a cash flow statement. This is because the Company is a wholly owned subsidiary of Cooper Tire and Rubber Company of Findlay Ohio which publishes a cash flow statement in its publically available consolidated financial statements.

Notes to the financial statements

for the year ended 31 December 2012

10. Related party transactions

The company has taken advantage of the exemption given by FRS 8 to subsidiary undertakings, by not disclosing information on related party transactions with entities that are part of the group, or investees of the group qualifying as related parties

11. Parent undertaking and controlling party

The Company's immediate parent undertaking is Cooper Tyre & Rubber Company UK Limited

The ultimate parent company and controlling party is Cooper Tire & Rubber Company of Findlay Ohio. It has included the company in its group financial statements, copies of which are available from its executive offices 701 Lima Avenue, Findlay, Ohio, 45840, USA