

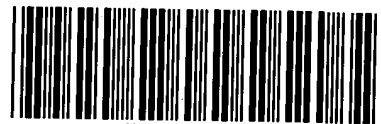
Registered number: 1214521

Vapac Humidity Control Limited

Annual report and accounts

For the year ended 31 December 2015

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Vapac Humidity Control Limited

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Directors' report

For the year ended 31 December 2015

The directors present their report on the affairs of the company for the year ended 31 December 2015.

Principal activities

The principal activities of the company were the sale and manufacture of air conditioning and air handling equipment. The directors regard these activities as a single class of business.

Business review

The trading business, trading assets and trading liabilities of the company were transferred to Eaton-Williams Group Limited with effect from 30 March 1998. Vapac Humidity Control Limited will continue to act as an undisclosed agency for Eaton-Williams Group Limited.

The company did not trade during the current or prior year, and there was no income or expenditure.

Directors

The directors who served during the year and subsequently were as follows:

K W Donnelly (resigned 12 September 2016)

A C Hall (retired 16 December 2015)

I J Sams (resigned 1 December 2015)

M W Hughes (appointed 16 December 2015, resigned 12 September 2016)

Jonathon Colin Fyfe Crawford (appointed 12 September 2016)

Geoffrey Damian Morgan (appointed 12 September 2016)

The directors held no interests in the share capital of the company at any point during the year or prior period. The directors' interests in the shares of the ultimate holding company are disclosed in the accounts of that company.

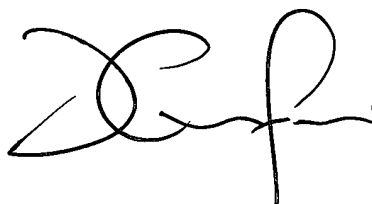
Accounts

In preparing these unaudited accounts advantage has been taken of the exemption under section 480 of the Companies Act 2006. Members have not required the company to obtain an audit under section 476 of the Companies Act 2006.

5 Fleet Place,
London,
EC4M 7RD

16th September 2016

By order of the board



J C F CRAWFORD
Director

Statement of directors' responsibilities

United Kingdom company law requires the directors to prepare accounts for each financial period which 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 those accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts 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 of fraud and other irregularities.

Vapac Humidity Control Limited

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Balance sheet 31 December 2015

	Notes	2015 £	2014 £
Current assets			
Debtors		-	-
Net current assets and net assets		<u>-</u>	<u>-</u>
Capital and reserves			
Called-up share capital	4	5,000	5,000
Profit and loss account		(5,000)	(5,000)
Equity shareholders' funds	5	<u>-</u>	<u>-</u>

Statements:

1. For the year ended 31 December 2015 the company was entitled to exemption under section 480 of the Companies Act 2006.
2. Members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006.
3. The directors acknowledge their responsibility for:
 - (i) Ensuring the company keeps accounting records which comply with section 386, and
 - (ii) Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit or loss for the financial year in accordance with the requirements of section 393, and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the company.

The accounts on pages 3 to 5 were approved by the board of directors on 16th September 2016 and signed on its behalf by:



J C F CRAWFORD
Director

The accompanying notes are an integral part of this balance sheet.

Vapac Humidity Control Limited

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Notes to the accounts

1 Principal accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding period.

Basis of accounting

The accounts are prepared under the historical cost convention and in accordance with United Kingdom applicable accounting standards.

Basis of preparation

The company has taken advantage of the exemption from requirement of FRS1 to present a cash flow statement afforded by Section 400 of the Companies Act 2006 because it is a wholly owned subsidiary of Nortek Inc. which prepares consolidated accounts which are publicly available.

2 Profit on ordinary activities before taxation

The company did not trade during the current or prior period and has no income or expenditure. No profit or loss account is presented. The company has no employees. None of the directors received any remuneration in respect of their services to the company.

3 Taxation

a) Analysis of tax charge during the year

There has not been a tax charge during the year or in the previous year.

(b) Factors affecting the tax charge for the year

The tax assessed on the loss on ordinary activities for the year is higher than the standard rate of corporation tax in the UK. The differences are explained below:

	2015 £'000	2014 £'000
Loss on ordinary activities before tax	-	-
Loss on ordinary activities multiplied by standard UK Corporation tax rate of 20.25% (2014 – 21.5%)	-	-
Other timing differences	-	-
Current tax for the year	-	-

(c) Factors that may affect future tax charges

The company is eligible to surrender group relief to, or claim group relief from, other Eaton-Williams Group companies. These claims or surrenders may be made without charge.

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Notes to the accounts (continued)

(d) Deferred tax

There is no deferred tax liability arising as at 31 December 2015 or 31 December 2014.
No tax charge was incurred in the current year (2014 - nil).

4 Called-up share capital

	2015 £	2014 £
Authorised		
5,000 Ordinary shares of £1 each	<u>5,000</u>	<u>5,000</u>
Allotted, called-up and fully-paid		
5,000 Ordinary shares of £1 each	<u>5,000</u>	<u>5,000</u>

5 Reconciliation of movements in equity shareholders' funds

	2015 £	2014 £
Loss for the financial period	-	-
Opening shareholders' funds	-	-
Closing shareholders' funds	<u>-</u>	<u>-</u>

6 Ultimate controlling party

The directors regard Nortek Inc., a company incorporated in the United States of America, as the ultimate parent company and controlling party.

The smallest and largest group in which the results of the Company are consolidated is that headed by Nortek Inc. incorporated in the United States of America. The consolidated financial accounts of this group are available to the public and may be obtained from 500 Exchange Street, Providence, Rhode Island, USA.

As a subsidiary undertaking of Nortek (UK) Limited, the company has taken advantage of the exemption in FRS8 "Related party disclosures" from disclosing transactions with other members of the group headed by Nortek (UK) Limited.

On 31 August 2016 Melrose Industries plc acquired Nortek Inc.