

Doncasters Middle East Limited

Annual report and financial statements

for the year ended 31 December 2013

Registered Number: 1316397

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Doncasters Middle East Limited

Annual report and financial statements for the year ended 31 December 2013

	Page
Strategic report for the year ended 31 December 2013.....	1
Directors' report for the year ended 31 December 2013	2
Independent auditors' report to the members of Doncasters Middle East Limited	4
Profit and loss account for the year ended 31 December 2013.....	6
Balance sheet as at 31 December 2013.....	7
Reconciliation of movement in total shareholders' funds for the year ended 31 December 2013	8
Notes to the financial statements for the year ended 31 December 2013.....	9

Doncasters Middle East Limited

Strategic report for the year ended 31 December 2013

The directors present their strategic review on the Company for the year ended 31 December 2013.

Review of the business

The Company acted as a trading company within the Doncasters group of companies (Doncasters Group Limited and its subsidiaries, the "Group") in prior years but it is now dormant.

The results for the Company show a loss of £3.9 million (2012: £nil).

During the year Doncasters Group Limited undertook a restructuring of a number of its UK subsidiaries including the Company. This involved various inter-company loan waivers and a capital reduction. Further details of the restructuring are shown in notes 2 and 7 to the accounts.

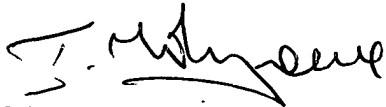
Principal risks and uncertainties

From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of the Group and are not managed separately. Accordingly, the principal risks and uncertainties of the Group, which include those of the Company, are discussed within the Report of the directors of the Doncasters Group Limited annual report which does not form part of this report.

Key performance indicators

The key performance indicators of the business are integrated with Doncasters Group Limited. The directors of Doncasters Group Limited manage the Group's operations on a divisional basis. Further discussion of the performance of the Group, which includes the Company, is provided within the Report of the directors of the Doncasters Group Limited annual report which does not form part of this report.

By Order of the Board



I Molyneux
Secretary
22 September 2014

Doncasters Middle East Limited

Directors' report for the year ended 31 December 2013

The Company's registered number is 1316397.

The directors submit their report together with the audited financial statements for the year ended 31 December 2013.

Dividends

No dividends are proposed (2012: £nil).

Future developments

Following the restructuring the Company became dormant and is likely to remain so for the foreseeable future.

Financial risk management

Financial risk management objectives and policies, including the policy for hedging and managing exposure to price, credit, liquidity and cash flow risk, are set for the Group as a whole. As a result the financial risk management policy is disclosed in the Group financial statements and so no separate disclosure is included within this report.

Directors

The directors who have served during the year and up to the date of signing this report are as follows:

M J Schurch
D Hinks

The Company maintains directors' and officers' liability insurance which gives appropriate cover for legal action brought against its directors. The Company has also provided an indemnity for its directors, which is a qualifying third party indemnity provision for the purpose of section 234 ((2) – (6)) of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force.

Statement of directors' responsibilities

The directors are responsible for preparing the Strategic report, 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 prepared 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 judgements 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; 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 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.

Doncasters Middle East Limited

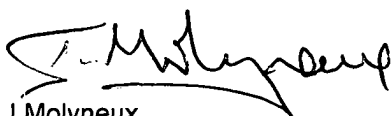
Directors' report for the year ended 31 December 2013 (continued)

Statement of disclosure of information to auditors

In the case of each director in office at the date the directors' report is approved the following applies:

- (a) so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- (b) he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

By Order of the Board



I Molyneux
Secretary
22 September 2014

Registered Office:

Millennium Court
First Avenue
Burton-upon-Trent
Staffordshire
DE14 2WH

Independent auditors' report to the members of Doncasters Middle East Limited

Report on the financial statements

Our opinion

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the company's affairs as at 31 December 2013 and of its loss 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.

This opinion is to be read in the context of what we say in the remainder of this report.

What we have audited

The financial statements, which are prepared by Doncasters Middle East Limited, comprise:

- the balance sheet as at 31 December 2013;
- the profit and loss account for the year then ended;
- the reconciliation of movement in total shareholders' funds 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 their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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

What an audit of financial statements involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("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.

In addition, we read all the financial and non-financial information in the Annual Report and financial statements 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.

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.

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.

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.

Independent auditors' report to the members of Doncasters Middle East Limited (continued)

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 2, 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 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 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.



Mark Skedgel (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
East Midlands

22 September 2014

Doncasters Middle East Limited

Profit and loss account for the year ended 31 December 2013

	Note	2013 £000	2012 £000
Inter-company loan waivers	2	(3,868)	-
Loss on ordinary activities before taxation		(3,868)	-
Taxation on loss on ordinary activities	4	-	-
Loss for the financial year	8	(3,868)	-

The above results arise entirely from continuing activities.

The Company has no recognised gains or losses other than the (loss)/profit for the financial years ended 2013 and 2012, therefore, no separate statement of total recognised gains and losses has been provided.

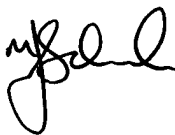
There is no difference between the results disclosed in the profit and loss account above and the results on an unmodified historical cost basis.

Doncasters Middle East Limited

Balance sheet as at 31 December 2013

	Note	2013 £000	2012 £000
Debtors	5	-	10,968
Creditors: amounts falling due within one year	6	-	(7,100)
Net assets		-	3,868
Capital and reserves			
Called up share capital	7	-	-
Profit and loss account	8	-	3,868
Total shareholders' funds		-	3,868

The financial statements on pages 6 to 14 were approved by the board of directors on 22 September 2014 and were signed on its behalf by:



M J Schurch
Director

22 September 2014

Doncasters Middle East Limited

Reconciliation of movement in total shareholders' funds for the year ended 31 December 2013

	2013	2012
	£000	£000
Loss for the financial year	(3,868)	-
Opening total shareholders' funds	3,868	3,868
Closing total shareholders' funds	-	3,868

Doncasters Middle East Limited

Notes to the financial statements for the year ended 31 December 2013

1 Accounting policies

Basis of preparation of the financial statements

The financial statements are prepared on a going concern basis under the historical cost convention and in accordance with the Companies Act 2006 and applicable UK accounting standards. As required under FRS 18 ("Accounting Policies") the Board has reviewed the accounting policies adopted in the financial statements and consider them to be the most appropriate for the Company.

The principal accounting policies are set out below and have been applied consistently from year to year.

Cash flow statement

A consolidated cash flow statement is included in the financial statements of Doncasters Group Limited. Accordingly, under Financial Reporting Standard 1 (Revised 1996) "Cash Flow Statements" no cash flow statement is included within these accounts.

Taxation

Current tax is the expected tax payable for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred taxes, where applicable, are provided in full at expected tax rates on differences arising from the recognition of income and expenditure in different periods for tax purposes from those for accounting purposes. Deferred tax assets are recognised to the extent that they are regarded as recoverable.

Exceptional items

Items which are significant by virtue of their size or nature and which are considered non-recurring are classified as exceptional items. Such items are highlighted separately in the profit and loss account

Doncasters Middle East Limited

Notes to the financial statements for the year ended 31 December 2013 (continued)

2 Exceptional items

	2013
	£000
Inter-company loans receivable waived	(10,968)
Inter-company loans payable waived	7,100
Loss on inter-company loan waivers	(3,868)

During 2013 Doncasters Group Limited undertook an exercise to restructure some of the companies within the UK part of the group.

The directors of the Company agreed to waive £11.0 million of inter-company loans due from Doncasters Limited. In addition the directors of Deritend International Limited agreed to waive £7.1 million of inter-company loans payable by the Company.

These loans were unsecured, had no fixed repayment date and were non-interest bearing.

There was no taxation impact resulting from the restructuring exercise.

3 Auditors' remuneration

Audit fees of £4,000 (2012: £4,000) in respect of the audit of the company are borne by Doncasters Limited, a fellow group subsidiary, and are not recharged to the Company.

No fees were payable to the Company's auditors for other services (2012: £nil).

Doncasters Middle East Limited

Notes to the financial statements for the year ended 31 December 2013 (continued)

4 Taxation on loss on ordinary activities

Tax reconciliation:

The tax assessed for the year is higher than (2012: equal to) the standard rate of corporation tax in the UK of 23.25% (2012: 24.5%).

	2013	2012
	£000	£000
Loss on ordinary activities before taxation	(3,868)	-
Loss on ordinary activities multiplied by the standard rate of corporation tax in UK of 23.25% (2012: 24.5%)	(899)	-
Non-taxable restructuring transactions	899	-
Transfer pricing adjustments	53	-
Group relief claimed for no consideration	(53)	-
Total tax charge	-	-

On 17 July 2012 the UK Parliament substantively enacted the Finance Act 2012, including a further reduction of the UK corporate tax rate to 24%, effective from 1 April 2012 and 23% effective from 1 April 2013.

On 2 July 2013 the UK Parliament substantively enacted the Finance Act 2013, including a further reduction of the UK corporate tax rate to 21%, effective from 1 April 2014 and 20% effective from 1 April 2015.

There is no deferred tax, recognised or unrecognised, at 31 December 2013 or 31 December 2012.

Doncasters Middle East Limited

Notes to the financial statements for the year ended 31 December 2013 (continued)

5 Debtors

	2013	2012
	£000	£000
<hr/>		
Amounts due within one year:		
Amounts owed by group undertakings	-	10,968

The amounts owed by group undertakings were unsecured, had no fixed repayment date and were non-interest bearing.

6 Creditors: amounts falling due within one year

	2013	2012
	£000	£000
<hr/>		
Amounts owed to group undertakings	-	7,100

The amounts owed to group undertakings were unsecured, had no fixed repayment date and were non-interest bearing.

Doncasters Middle East Limited

Notes to the financial statements for the year ended 31 December 2013 (continued)

7 Called up share capital

	2013		2012	
	No.	£	No.	£
Allotted, called up and fully paid:				
Ordinary shares of £1 each	1	1	100	100

During the year the issued share capital of the Company of £100 was reduced to 1 share of £1, fully paid, by special order in accordance with CA2006, as part of the group restructure.

8 Profit and loss account

	2013
	£000
At beginning of the year	3,868
Loss for the financial year	(3,868)
At end of the year	-

9 Directors and employees

None of the directors received any remuneration specifically in respect of their services to the Company (2012: £nil).

The Company had no employees during the year (2012: nil), other than the directors.

10 Guarantees

The Company has given a guarantee in respect of the borrowings of Doncasters Group Limited which amounted to £962.0 million at 31 December 2013 (2012: £1,060.8 million).

The Company is a participant in the group banking arrangement under which all surplus cash balances are held as collateral for bank facilities advanced to group members. In addition, the Company has issued an unlimited guarantee to the banks to support these group facilities.

Doncasters Middle East Limited

Notes to the financial statements for the year ended 31 December 2013 (continued)

11 Parent company and ultimate controlling party

The immediate parent company is Doncasters Limited a company registered in England and Wales. The ultimate parent company and controlling party is Dubai Holding LLC, a company registered in the United Arab Emirates.

The results of Doncasters Middle East Limited are consolidated into the financial statements of Doncasters Group Limited a company registered in England and Wales, being the smallest entity into which these results are consolidated. The consolidated financial statements of Doncasters Group Limited may be obtained from Millennium Court, First Avenue, Burton-upon-Trent, Staffordshire, DE14 2WH.

As permitted by FRS8 "Related Party Disclosures", the Company is not required to disclose transactions with group companies qualifying as related parties. The results of Doncasters Group Limited are ultimately consolidated into the financial statements of Dubai Holding LLC, P.O. Box 66000, Dubai, United Arab Emirates, being the largest entity into which these results are consolidated.