Mercedes AMG High Performance Powertrains Limited

(Formerly Mercedes-Benz HighPerformanceEngines Limited)

Directors' report and financial statements Registered number 1760288 31 December 2011



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Directors' report

The directors submit their report and the financial statements for the year ended 31 December 2011

On 4 January 2012, the company changed its name from Mercedes-Benz HighPerformanceEngines Limited to Mercedes AMG High Performance Powertrains Limited

Principal activities and business review

On behalf of its parent company Daimler AG the principal activity of the company is the design, the development and the manufacture of Mercedes-Benz Formula One powertrain solutions, which power the Mercedes AMG Petronas Formula One Team, the Vodafone McLaren Mercedes Formula One Team, and the Sahara Force India Formula One Team

The directors consider quality, technical excellence, speed and flexibility, combined with cost control, to be the principal success factors towards achieving the company's strategies over the medium term. Performance against these measurables is reviewed regularly

Overall turnover has increased to £122 1 million (2010 £81.7 million). This was primarily due to the re-introduction of KERS for the three Formula One teams and the development activities on the 2014 V6-Power unit following the publication of the FIA technical regulations in June 2011, along with other R&D activities on behalf of the parent company Daimler AG for road car projects

In the year, the company made a profit before taxation of £4 9 million (2010 £4 9 million), representing a margin of 4% against turnover

In the coming year the company will continue with its principal activities to develop, manufacture, supply and support F1 powertrain solutions on behalf of its parent company Daimler AG, together with undertaking additional design and development work if requested by the Group

Principal risks and uncertainties

The Contract Manufacturer Agreement with Daimler AG minimises all significant business risks for the company However, as the company operates principally in two currencies (Sterling and Euro) there is inherent exposure to exchange rate risk

Interest rate exposure is limited to the internal borrowing rate set by Daimler AG

Dividends

No dividend was paid during the year (2010 £nil)

Directors

The directors, who held office during the year, and since the end of the year, were as follows

Prof Dr Thomas Weber

Non executive and Chairman

Norbert Haug

Non executive

Thomas Fuhr

CEO

Berhard Heil

Non executive

Secretary

Lionel Gunther

CFO

Directors' report (continued)

Charitable donations

The company made charitable donations of £1,117 during the year (2010 £2,088)

Policy and practice on payment of creditors

The company follows its standard terms and conditions for the payment of suppliers. It implies payment terms with its suppliers when it enters into purchase contracts. It then seeks to adhere to these arrangements providing it is satisfied that the suppliers have provided the goods or services in accordance with the agreed terms and conditions

At the year end, there were 38 days' (2010 43 days) purchases in trade creditors

Employees

The company's management has an open policy on the communication of information to employees concerning factors affecting their interests as employees and also the development of the company and consults employees on a regular basis to ensure that their views are taken into account in making decisions on matters likely to affect their interests

It is the company's policy to give full and fair consideration to suitable applications for employment by disabled persons having regard to their particular aptitudes and abilities Disabled employees are eligible to participate in all training, career development and promotion opportunities available to staff Opportunities also exist for employees of the company who become disabled to continue their employment or to be trained in other positions in the Group

Disclosure of information to auditors

The directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG Audit Plc will therefore continue in office

By order of the board

Thomas Fuhr

Director

Mercedes AMG High Performance Powertrains Ltd Morgan Drive Brixworth Northamptonshire

NN6 9GZ

(Formerly Mercedes-Benz HighPerformanceEngines Limited)
Directors' report and financial statements
Registered number 1760288
31 December 2011

Statement of Directors' Responsibilities' in respect of the Directors' report and 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



KPMG Audit Plc

Altius House One North Fourth Street Milton Keynes MK9 1NE United Kingdom

Independent auditors' report to the members of Mercedes AMG High Performance Powertrains Limited (formerly Mercedes-Benz HighPerformanceEngines Limited)

We have audited the financial statements of Mercedes AMG High Performance Powertrains Limited (formerly Mercedes-Benz HighPerformanceEngines Limited) for the year ended 31 December 2011 set out on pages 6 to 18 The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 auditor

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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm

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 2011 and of its profit 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

Independent auditors' report to the members of Mercedes AMG High Performance Powertrains Limited (formerly Mercedes-Benz HighPerformanceEngines Limited) (continued)

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

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

P D Selvey (Senior Statutory Auditor)

for and on behalf of KPMG Audit Plc, Statutory Auditor

Chartered Accountants
Altius House
One North Fourth Street
Milton Keynes
MK9 1NE

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Profit and loss account

for the year ended 31 December 2011

	Note	2011 £000	2010 £000
Turnover Cost of sales	2	122,087 (107,568)	81 741 (68,019)
Gross profit Administrative expenses		14,519 (8,854)	13,722 (7,497)
Operating profit Interest receivable and similar income Interest payable and similar charges	3,6 & 7 4 5	5,665 34 (826)	6 225 32 (1,356)
Profit on ordinary activities before taxation Tax on profit on ordinary activities	8	4,873 22	4 901
Profit for the financial year	16	4,895	4,901

There are no recognised gains or losses for the financial year except for those shown above Accordingly, no separate statement of total recognised gains and losses has been prepared

Balance sheet

at 31 December 2011

Fixed assets	Note	2011 £000	2011 £000	2010 £000	2010 £000
Tangible assets	9		99,554		98,390
Current assets Stocks Debtors Cash at bank and in hand	10 11	17,352 14,135 33		10,084 14 396 32	
Creditors: amounts falling due within one year	12	31,520 (20,384)		24 512 (39,230)	
Net current assets/ (liabilities)			11,136	-	(14,718)
Total assets less current liabilities			110,690		83 672
Creditors amounts falling due after more than one year	13		(22,196)		(51)
Provisions for liabilities	14		(7,380)		(7,402)
Net assets			81,114		76 219
Capital and reserves Called up share capital Share premium account Redenomination reserve Profit and loss account	15 16 16 16		17 14,998 1 66,098		17 14,998 1 61,203
Shareholders' funds			81,114		76,219

These financial statements were approved by the board of directors on & MARCH 2012 and were signed on its behalf by

Thomas Fuhr Director

Registered number 1760288

Reconciliation of movements in shareholders' funds

for the year ended 31 December 2011

	2011 £000	2010 £000
Profit for the financial year	4,895	4,901
		
Net addition to shareholders' funds	4,895	4 901
Opening shareholders funds	76,219	71,318
Closing shareholders' funds	81,114	76 219

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules

The financial statements have been prepared on a going concern basis, which the directors believe appropriate for the following reasons. The ultimate parent company, Daimler AG, has provided written guarantees in relation to external debt liabilities of the company, should such support be required. Also the Contract Manufacturing Agreement between the parent company, Daimler AG, and Mercedes AMG High Performance Powertrains Ltd ensures that the Company will be provided with sufficient funds to enable it to meet its liabilities as they fall due. On this basis, the Directors consider that they will be able to meet their liabilities, as and when they fall due, for a period not less than 12 months from the date of signing of these financial statements

Cash flow statement

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements

Tangible fixed assets and depreciation

Depreciation is provided to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows

Buildings - 3% - 10% per annum Plant fixtures and fittings - 6% - 33% per annum

No depreciation is provided on assets under construction until they are brought into use

No depreciation is provided on freehold land

Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the contracted rate or the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

Leases

Assets acquired under finance leases are capitalised and the outstanding future lease obligations are shown in creditors. Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease.

Pensions

The company contributes to money purchase pension schemes and contributions are charged to the profit and loss account as incurred

Stocks

Stocks are stated at the lower of cost and net realisable value. For work in progress and finished goods, cost is taken as production cost, which includes an appropriate proportion of attributable overheads

Notes (continued)

1 Accounting policies (continued)

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by Financial Reporting Standard 19

Research and development expenditure

Expenditure on research and development is written off to the profit and loss account in the year in which it is incurred

Employee benefit trust

The company has a critical illness trust for which funds are held and administered outside the control of the company. The company obtains no future economic benefit, nor exercises any future rights or control, over amounts it transfers. The existence of the trust neither relieves nor creates any obligations in respect of benefits provided. Contributions made to the trust are recorded as an expense in the period in which they are made.

Impairment of fixed assets

The carrying amounts of the company's assets are reviewed for impairment when events or changes in circumstances indicate that the carrying amount of the fixed asset may not be recoverable. If any such indication exists, the asset's recoverable amount is estimated

An impairment loss is recognised whenever the carrying amount of an asset or its income-generating unit exceeds its recoverable amount. Impairment losses are recognised in the profit and loss account unless it arises on a previously revalued fixed asset. An impairment loss on a revalued fixed asset is recognised in the profit and loss account if it is caused by a clear consumption of economic benefits. Otherwise impairments are recognised in the statement of total recognised gains and losses until the carrying amount reaches the asset's depreciated historic cost.

Calculation of recoverable amount

The recoverable amount of fixed assets is the greater of their net realisable value and value in use. In assessing value in use, the expected future cash flows are discounted to their present value using a pretax discount rate that reflects current market assessments of the rate of return expected on an equally risky investment. For an asset that does not generate largely independent income streams, the recoverable amount is determined for the income-generating unit to which the asset belongs.

Reversals of impairment

For fixed assets where the recoverable amount increases as a result of a change in economic conditions or in the expected use of the asset then the resultant reversal of the impairment loss should be recognised in the current period

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation if no impairment loss had been recognised

2 Turnover

Turnover represents income received from Daimler AG in relation to the Mercedes AMG Petronas Formula One Team, the Vodafone McLaren Mercedes Formula One Team, and the Sahara Force India Formula One Team for the development and supply of engines and KERS together with other R&D activities on behalf of the parent company Daimler AG for road car projects

Notes (continued)

3 Profit on ordinary activities before taxation

		2011 £000	2010 £000
	Profit on ordinary activities before taxation is stated after charging/(crediting)		
	Auditors' remuneration Audit	40	57
	Depreciation and other amounts written off tangible fixed assets	40	57
	Owned	8,800	8,695
	Leased	7	71
	Exceptional – reversal of impairment of fixed assets	1.00	(1,242)
	Hire of land and buildings - operating leases Research and development expense	168 52,400	27 35 100
	(Loss)/Gain on disposal of fixed assets	(25)	73
4	Interest receivable and similar income		
		2011	2010
		£000	£000
	Receivable from group undertakings	34	32
		34	32
5	Interest payable and similar charges		
		2011	2010
		£000	£000
	Hire purchase and finance lease interest	7	12
	Payable to group undertakings	800	907
	Other interest		437
		826	1 356

Notes (continued)

6 Remuneration of directors

	2011 £000	2010 £000
Directors emoluments Company contributions to money purchase pension schemes	604	457
		
	604	457

The emoluments of the highest paid director were £603.666 (2010 £456,888) and company pension contributions of £nil (2010 £nil) were made to a money purchase scheme on his behalf

No retirements benefits under money purchase schemes are accruing to directors (2010 nil)

7 Staff numbers and costs

The average number of persons employed by the company (including directors) during the year, analysed by category, was as follows

by category, was as follows	Numbe 2011	er of employees 2010
Production Administration (includes graduates, apprentices and interns)	423 40	388 36
	463	424
The aggregate payroll costs of these persons were as follows		
	2011 £000	2010 £000
Wages and salaries	20,787	18,967
Social security costs Pension costs	2,448 2,228	2 154 1,991
	25,463	23 112

Notes (continued)

Tax on profit on ordinary activities

Analysis of credit in period		
	2011	2010
	£000	£000
UK corporation tax		
Current tax on income for the period	-	-
Adjustments in respect of previous years	•	(7,402)
Total current tax credit	-	(7 402)
Deferred tax		
Origination/reversal of timing differences	(314)	(923)
Adjustments in respect of previous years	292	8,325
Total deferred tax	(22)	7 402
Tax credit on profit on ordinary activities	(22)	-
		

Factors affecting the tax credit for the current period

The current tax credit for the period is different from the standard rate of corporation tax in the UK of 26% (2010 28%) The differences are explained below

	2011 £000	2010 £000
Current tax reconciliation	2000	2000
Profit on ordinary activities before tax	4,873	4 901
Current tax at 26 5% (2010 28%)	1,291	1 372
Effects of		
Expenses not deductible for tax purposes	318	313
Capital items expensed	(2)	(8)
Timing differences between depreciation and capital allowances	1	636
Other timing differences	(152)	15
R&D tax credit	(4,166)	(2 948)
Group relief surrendered	2,710	620
Adjustments in respect of previous years	-	(7 402)
Total current tax charge/(credit)	•	(7,402)

On 23 March 2011 the Chancellor announced that the main rate of UK corporation tax will reduce to 25% with effect from 1 April 2012. This tax change became substantively enacted on 5 July 2011 and therefore the effect of the rate reduction on the deferred tax balances as at 31 December 2011 has been included in the figures above.

The Chancellor also proposed changes to further reduce the main rate of corporation tax by one per cent per annum to 23% by 1 April 2014, but these changes have not yet been substantively enacted and therefore are not included in the figures above. The overall effect of the further reductions from 25% to 23%, if these applied to the deferred tax balance at 31 December 2011, would be to reduce the deferred tax hability by approximately £600,000

Notes (continued)

8 Tax on profit on ordinary activities (continued)

Deferred taxation

The company has identified a deferred tax liability of £7,380,000 (2010 £7,402,000) as noted below, relating to accelerated capital allowances and other short term timing differences against deprecation and tax losses

	£000	£000
Timing differences between accumulated depreciation and capital allowances Other timing differences Tax losses	(12,737) 25 5,332	(13 306) 146 5 758
Recognised deferred tax liability	(7,380)	(7,402)

9 Tangible fixed assets

	Land and buildings	Plant, fixtures & vehicles	Assets under construction	Total
	£000	£000	£000	£000
Cost				
At beginning of year	46,498	98,555	2,814	147,867
Additions	273	6,170	3,628	10,071
Disposals	-	(792)	-	(792)
Transfers between items	(79)	1,950	(1,871)	-
At end of year	46,692	105,883	4.571	157,146
Depreciation				
At beginning of year	5 342	44 135	_	49,477
Charge for the period	1,161	7,646	-	8,807
Disposals	-	(692)	-	(692)
At end of year	6,503	51,089		57,592
The old of your	====	=====		
Net book value				
At 31 December 2011	40,189	54,794	4,571	99,554
At 31 December 2010	41 156	54 420	2 814	98 390

Notes (continued)

9 Tangible fixed assets (continued)

Included in the net book value of plant, fixtures and vehicles is £6,805 (2010 £14,228) in respect of assets held under finance leases and similar hire purchase contracts. Depreciation for the year on these assets was £7,423 (2010 £70,673)

	The net book value of land and buildings comprises		
		2011	2010
		000£	£000
	Freehold land	2,659	2 676
	Freehold buildings	37,530	38,480
		40,189	41 156
10	Charles		
10	Stocks		
		2011	2010
		£000	£000
	Raw materials and consumables	11,782	6,165
	Work in progress	2,123	2,107
	Finished goods and goods for resale	3,447	1,812
		17,352	10 084
11	Debtors		
		2011	2010
		£000	£000
	Trade debtors	243	230
	Amounts owed by group undertaking	9,795	12 438
	lax and social security	2,307	731
	Other debtors	706	76
	Prepayments and accrued income	1,084	921
		14,135	14 396

All debtors are due within one year

Notes (continued)

	_	
12	Creditores amounts	falling due within one year
4	Creunors, amounts	Taning due willin one year

		2011 £000	2010 £000
Oblig Amo Loan Payn Trad Othe Othe	coverdraft gations under hire purchase contracts, finance leases and similar contracts unts owed to group undertakings from group undertaking nents on account e creditors r taxation and social security i creditors uals and deferred income	267 51 2,439 239 11,266 1,219 21 4,882	138 47 2 527 22,214 7 978 1,009 25 5 292
13 Cred	ditors: amounts falling due after more than one year		
		2011 £000	2010 £000
	from group undertaking gations under hire purchase contracts finance leases and similar contracts	22,196	51
		22,196	51

The Loan from group undertaking' is repayable on 26 September 2016 and bears interest at the rate of 3 38%

The maturity of obligations under finance leases and hire purchase contracts is as follows

	2011	2010
	0003	£000
Within one year	51	47
In the second to fifth years	-	51
	51	98

14 Provisions for liabilities

	Deferred taxation £000
At beginning of year Credit to the profit and loss for the year	(7,402) 22
At end of year	(7,380)
	

For further details of the deferred taxation liability see note 8

Notes (continued)

15 Called up share capital

Authorised, allotted, called up and fully paid	2011 £	2010 £
1,000 ordinary shares of £17 359 each	17,359	17,359
	17,359	17,359
		

16 Reserves

	Redenomination reserve £000	Share premium £000	Profit and loss account £000
At beginning of year Profit for the financial year Redenomination in the year	! - -	14,998 - -	61,203 4,895
At end of year	1	14,998	66,098

17 Related party transactions

As the company is a wholly owned subsidiary of Daimler UK Ltd and the company's voting rights are controlled within the group headed by Daimler Aktiengesellschaft, the company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with other group companies. The consolidated financial statements of Daimler Aktiengesellschaft, within which this company is included, can be obtained from the address given in note 21

Notes (continued)

18 Capital commitments

At 31 December 2011 the company had commitments, for which no provision has been made, under contracts placed in respect of capital expenditure amounting to £1 740,292 (2010 £601 949)

19 Financial commitments

There are obligations under operating leases to pay rentals during the next year which expire

	2011 Land and buildings	2011 Other	2010 Land and buildings	2010 Other
	£000	£000	£000	£000
Within one year	92	-	-	-
In the second to fifth years inclusive	28	-	28	-
Over five years	-	-	-	-
	120	-	28	-
				

20 Pension scheme

The company contributes to various money purchase pension schemes. The assets of the schemes are held separately from those of the company in independently administered funds. The charge for the period represents contributions payable to the schemes and amounted to £2,228,000 (2010 £1,991,000). The outstanding contributions as at 31 December 2011 were £nil (2010 £nil).

21 Ultimate holding company and parent of larger group in which the company is a member

Daimler UK Ltd held 100% of the voting rights of the company as at the year end

The company's ultimate holding company and controlling party is Daimler Aktiengesellschaft which is incorporated in Germany and heads the only group in which the results are consolidated for statutory purposes. The consolidated accounts of Daimler Aktiengesellschaft are available to the public and may be obtained from the offices of

Daimler UK Ltd Tongwell Milton Keynes MK15 8BA