

Registered Number 05671842

OMG Additives Limited

**DIRECTORS' REPORT AND ACCOUNTS FOR THE YEAR ENDED
31 December 2013**



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OMG Additives Limited

Directors' Report

The Directors present their report and financial statements of the OMG Additives Limited (the "Company") for the year ended 31 December 2013.

Principal activities

The Company is dormant and has not traded during the year.

For the year ended 31 December 2013, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies. It is anticipated that the Company will remain dormant for the foreseeable future.

Business review

Following the hive up of business operations to OMG UK Technology Limited (the immediate parent company) on 30 June 2012, the company ceased to trade. As the directors do not intend to acquire a replacement trade they have not prepared the financial statements on a going concern basis. The effect of this is explained in Accounting policies set out on pages 8 to 9.

Proposed dividend

The directors do not recommend the payment of a dividend (2012: £nil).

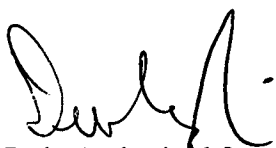
Directors

The directors of the Company during the year were as follows:

Mr M P Stanko (Resigned 18 March 2014)
Mr S D Dunmead (Resigned 28 February 2013)
Mr D B Knowles (Appointed 9 August 2013)

Mr D H Riley was appointed on 18 March 2014.

By Order of the Board



Duly Authorised for and on behalf OMG Additives Limited

D H Riley

Director

Date:

5/9/14

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 year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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. As explained in note 1, 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 to prevent and detect fraud and other irregularities.

OMG Additives Limited

Profit and Loss Account for the year ended 31 December 2013

	<u>Notes</u>	2013 Discontinued Operations Total £	2012 Discontinued Operations Total £
Administrative expenses		-	(23,747)
Operating loss		-	(23,747)
Interest receivable and other income	4	-	142
Interest payable and similar charges	4	-	(70)
Loss on ordinary activities before taxation		-	(23,675)
Taxation on loss on ordinary activities	5	-	-
Loss for the financial year		-	(23,675)

The results for each year have been presented as discontinued operations as on 30 June 2012 the Company undertook to cease trading.

The loss for each financial year represents the total recognised gains and losses of that year and therefore no separate statement of total recognised gains and losses has been presented.

OMG Additives Limited

Balance Sheet at 31 December 2013

	<u>Notes</u>	2013 £	2012 £
Assets			
Debtors	6	1	1
		<hr/>	<hr/>
Net assets		1	1
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	7	1	1
		<hr/>	<hr/>
Total shareholders' earnings	8	1	1
		<hr/>	<hr/>

The notes on pages 5 to 9 form part of these financial statements.

For the year ended 31 December 2013, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 (the "Act") relating to dormant companies.

Directors' responsibilities

- the members have not required the Company to obtain an audit of its accounts for the year in question, in accordance with section 476 of the Act.
- the directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The financial statements were approved by the Board of Directors at a meeting on *Sept 5* 2014.
Signed on behalf of the Board.



D H Riley
Director

OMG Additives Limited

Notes

(forming part of the financial statements)

1. Accounting policies

The financial statements have been prepared in accordance with generally accepted accounting principles under the historical cost convention, and comply with financial reporting standards of the Accounting Standards Board in the United Kingdom.

The principal accounting policies, which have been applied consistently throughout the year, are set out below.

Basis of preparation

On 30 June 2012 the Company undertook to cease trading. As the directors do not intend to acquire a replacement trade, they prepared the 2013 financial statements on a basis other than going concern.

The amounts shown in these financial statements are absolute values. The comparative figures have been restated as absolute values (2012: £'000s) to aid the understanding of the financial information.

Cash Flow Statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a statement of cash flows in the financial statements on the grounds that the Company is wholly owned and its parent publishes group statement of cash flows.

Goodwill and Intangible Assets

No value is attributable to internally generated intangible assets. Goodwill is calculated as the difference between acquisition cost and the share of assets acquired at fair value and amortised on a straight line basis in operating profit over a period of 20 years. Intangible assets are capitalised at purchased cost and amortised in operating profit on a straight line basis over the period of their estimated useful economic life of five years.

Current Taxation

The charge for current income tax is based on the results for the year as adjusted for items which are not taxed or which are disallowed. It is calculated using tax rates in legislation that has been enacted or substantively enacted by the balance sheet date.

OMG Additives Limited

Notes

(forming part of the financial statements)

1. Accounting policies (continued)

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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A net deferred tax asset is recognised as recoverable only when it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted.

Deferred tax is measured at the tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on an undiscounted basis.

Deferred tax is recognised in respect of the retained earnings of overseas subsidiaries only to the extent that, at the balance sheet date, dividends have been accrued as receivable or a binding agreement to distribute past earnings in future periods has been entered into by the subsidiary.

Foreign Currencies

Trading transactions denominated in foreign currencies are translated into sterling at the exchange rate ruling on the date of the transaction or at monthly average rates. Monetary assets and liabilities denominated in foreign currencies have been translated into sterling at the rates current at the year end, and profits/(losses) are taken through the Profit and Loss Account of the year.

The balance sheets of branches in foreign currencies are translated into sterling at rates of exchange ruling at the end of the financial year and the profit and loss accounts are translated at the average rates of exchange for the year. Foreign exchange differences are dealt with as an adjustment to reserves.

Preferred Shares

Presentational requirements under Financial Reporting Standard 25 'Financial Instruments Disclosure and Presentation' have been applied. Where a Company's preference shares carry the characteristics of a liability as opposed to equity, the Company's preference shares are disclosed as a liability in the balance sheet. The associated dividends are disclosed as part of net interest cost.

Dividends

Final dividends are only recognised when they have been approved by the shareholders and interim dividends are only recognised when paid.

OMG Additives Limited

Notes

(forming part of the financial statements)

2. Operating loss

The operating loss is arrived at after charging/(crediting) the following amounts:-

	2013 £	2012 £
Amortisation		
- Goodwill and intangibles	-	2,169
Auditor remuneration		
- audit services	-	4,500
	<u> </u>	<u> </u>

3. Directors' Emoluments

None of the directors that served during the year received emoluments from the Company (2012: none).

4. Interest receivable/payable and similar items

	2013 £	2012 £
Other interest receivable and similar income	-	142
	<u> </u>	<u> </u>
Total interest receivable and similar income	-	142
	<u> </u>	<u> </u>
Interest payable on loans from group undertakings	-	(70)
	<u> </u>	<u> </u>
Total interest payable and similar charges	-	(70)
	<u> </u>	<u> </u>
<u>Total</u>	-	72
	<u> </u>	<u> </u>

5. Taxation on loss on ordinary activities

	2013 £	2012 £
Current tax:		
UK Corporation tax	-	-
	<u> </u>	<u> </u>
Total current tax charge	-	-
	<u> </u>	<u> </u>

OMG Additives Limited

Notes

(forming part of the financial statements)

5. Taxation on loss on ordinary activities (continued)

The current tax assessed for the year is lower (2012 lower) than the standard rate of corporation tax in the UK (23.25%) (2012: 24.5%). The differences are explained below:

	2013 £	2012 £
Loss on ordinary activities before tax	-	(23,675)
Loss on ordinary activities multiplied by standard rate of corporation tax in UK of 23.25% (2012:24.5%)	-	(5,250)
<i>Effects of:</i>		
Unrecognised tax losses carried forward	-	5,250
Current tax credit for the year	-	-

The effective rate of UK corporation tax reduced from 24% to 23% from 1 April 2013. This legislation results in an effective tax rate for the year ended 31 December 2013 of 23.25%. There was a further reduction to 21% from 1 April 2014 and 20% from 1 April 2015 enacted as part of the Finance Act 2012.

6. Debtors

	2013 £	2012 £
Amounts due within one year		
Trade debtors	1	1
	<u>1</u>	<u>1</u>

7. Called up Share Capital

	Ordinary Shares of £0.01	Total
Number of shares Issued		
At 1 January 2013	100	100
At 31 December 2013	<u>100</u>	<u>100</u>

OMG Additives Limited

Notes

(forming part of the financial statements)

8. Reconciliation of movements in Total Shareholders' earnings

	2013	2012
	£	£
Opening shareholders' funds/(deficit)	1	27,000
Loss for the financial year	-	(23,675)
Dividends paid	-	(3,324)
	<hr/>	<hr/>
Closing shareholders' earnings	1	1
	<hr/>	<hr/>

9. Related Party Transactions and Ultimate Parent Company

The ultimate parent company and controlling party is OM Group, Inc. and the immediate holding Company is OMG UK Technologies Limited. The Company has not disclosed transactions with fellow, wholly owned subsidiaries in accordance with the exemption under the terms of Financial Reporting Standard 8 as the ultimate parent company produces publicly available consolidated accounts. These accounts are both the smallest and largest group to consolidate these financial statements. Copies of OM Group, Inc. accounts can be publicly obtained from OM Group, Inc. 127 Public Square, 1500 Key Tower, Cleveland, Ohio 44114-1221.