

SMITHS INTERCONNECT GROUP LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JULY 2015

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SMITHS INTERCONNECT GROUP LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS 2015

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SMITHS INTERCONNECT GROUP LIMITED

STRATEGIC REPORT

BUSINESS REVIEW AND PRINCIPAL ACTIVITIES

The Company is an investment holding company and a wholly-owned subsidiary of Smiths Group plc.

Its primary asset is the carrying value of investments in its subsidiaries and associates, totalling £237,051,000 (2014: £253,689,000).

The Company has £107,629,000 (2014: £100,144,000) of loans payable to subsidiaries of Smiths Group plc, included in its Balance Sheet.

On 31 July 2015, following a review of the investments held by the Company, an impairment of £17,450,000 (2014: £3,203,000) was recognised on the Company's investments. The impairment was made up of £1,787,000 (2014: £3,203,000) in Hypertac GmbH, £4,000 (2014: £nil) in Radio Waves, Inc, £1,061,000 (2014: £nil) in Kaelus Pty Ltd, £681,000 (2014: £nil) in Kaelus, Inc. and £13,917,000 (2014: £nil) in Kaelus Communications Equipment (Shanghai) Co Ltd. The current carrying value of shares in group undertakings is £237,051,000 (2014: £253,689,000).

The Company invests in early stage businesses that are developing or commercialising technologies related to the activities of its subsidiaries. In the current year £812,000 (2014: £3,054,000) was invested in microwave telecoms technologies.

The Company's loss for the year is £14,054,000 (2014: £2,060,000), comprised mainly of income from shares in group undertakings of £5,135,000 (2014: £6,088,000) offset by the recognition of an impairment charge of £17,450,000 (2014: £3,203,000) and interest payments of £1,732,000 (2014: £4,882,000).

FUTURE OUTLOOK

It is not envisaged that the Company will initiate any plans to restructure its principal activity in the forthcoming period. The Company's principal source of income will be dividends from investments and its future performance will depend on the timing of this income.

PRINCIPAL RISKS AND UNCERTAINTIES

All assets and liabilities are intra-group. As a result risk is managed on a consolidated basis as part of the overall Smiths' risk management process.

The directors of Smiths Group plc manage risks at a Group level, rather than at an individual business unit level. For this reason, the Company's directors believe that a disclosure of the Company's risk profile would not be appropriate for an understanding of the activities of the Company. See the Smiths Group plc Annual Report and Financial Statements pages 58 to 64 for a description of the Smiths Group plc risk management and key risks.

KEY PERFORMANCE INDICATORS

The directors of Smiths Group plc manage the Group's operations on a consolidated basis using divisional KPIs. For this reason, the Company's directors believe that analysis using key performance indicators for the Company is not necessary or appropriate. The development, performance and position of Smiths Group plc is discussed in the Business Review section of the Group's Annual Report and Financial Statements which does not form part of this report.

The company had no employees in the current or previous year.

By order of the Board



Roland Carter
Director

23 March 2016

SMITHS INTERCONNECT GROUP LIMITED

DIRECTORS' REPORT

The directors present their report and the audited financial statements for the year ended 31 July 2015.

FUTURE OUTLOOK

The Company's future outlook is explained in the Strategic Report, see page 1.

GOING CONCERN

At 31 July 2015 the Company has net current assets of £62,523,000 (2014: £52,454,000). The directors have reviewed: the projected performance of the Company; the value of the Company's investments; and the Company's access to intercompany loans. Following this review, the directors consider that the Company is a going concern.

FINANCIAL RISK MANAGEMENT

Financial risks are managed on a Group basis. See the financial instruments note in the Annual Report and Financial Statements of Smiths Group plc for details of how the Group manages foreign exchange rate risks, interest rate risks, credit risks and liquidity risks.

DIRECTORS

The directors who held office during the year and after the year end are given below:

Roland Carter
Michael Herlihy
Melanie J Rowlands

Qualifying third party indemnity provisions (as defined by section 234 of the Companies Act 2006) have remained in force for Melanie J Rowlands during the financial year ended 31 July 2015 and, at the date of this report, are in force in relation to certain losses and liabilities which she may incur (or have incurred) to third parties in the course of her professional duties for the Company.

POST BALANCE SHEET EVENTS

On 30 October 2015 the Company made non-repayable capital contributions of £16,991,243 to Transtector Systems, Inc, and £5,881,584 to Radio Waves, Inc. Both of these entities continue to be wholly owned subsidiaries of the Company.

INDEPENDENT AUDITORS AND DISCLOSURE OF INFORMATION TO AUDITORS

Each person who is a director at the date of approval of this report confirms that:

- (a) so far as the directors are aware, there is no relevant audit information (that is, information needed by the Company's auditors in connection with preparing their report) of which the Company's auditors are unaware; and
- (b) the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

AUDITORS

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office.

By order of the Board



Roland Carter
Director

23 March 2016

SMITHS INTERCONNECT GROUP LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, 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.

SMITHS INTERCONNECT GROUP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SMITHS INTERCONNECT GROUP LIMITED

REPORT ON THE FINANCIAL STATEMENTS

Our opinion

In our opinion Smiths Interconnect Group Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 July 2015 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.

What we have audited

The financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), comprise:

- the balance sheet as at 31 July 2015;
- the profit and loss account 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 judgments, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

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.

SMITHS INTERCONNECT GROUP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SMITHS INTERCONNECT GROUP LIMITED

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 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 & Ireland) ("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.

What an audit of financial statements involves

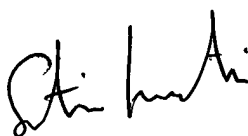
We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. 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.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

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



Sotiris Kroustis (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

23 March 2016

SMITHS INTERCONNECT GROUP LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 July 2015

	Notes	Year ended 31 July 2015 £'000	Year ended 31 July 2014 £'000
Administrative expenses		(34)	(47)
Operating loss		(34)	(47)
Income from shares in group undertakings	5	5,135	6,088
Profit/(loss) on disposal and liquidation of subsidiary undertakings	9	-	(344)
Amounts written off investments	9	(17,450)	(3,203)
(Loss)/profit on ordinary activities before interest and tax		(12,349)	2,494
Interest receivable and similar income	6	27	328
Interest payable and similar charges	7	(1,732)	(4,882)
Loss on ordinary activities before taxation		(14,054)	(2,060)
Tax on loss on ordinary activities	8	-	-
Loss for the financial year	14	(14,054)	(2,060)

The loss for the financial year arose from continuing activities.

The Company has no recognised gains or losses during the financial years ended 31 July 2015 and 31 July 2014 other than those reflected in the profit and loss account above. Therefore no separate statement of recognised gains and losses has been presented.

There is no material difference between the loss for the financial years stated above and the loss calculated on a historical cost basis.

BALANCE SHEET
AS AT 31 July 2015

	Notes	31 July 2015 £'000	31 July 2014 £'000
Fixed assets			
Investments	9	237,051	253,689
Current assets			
Debtors			
- falling due within one year	10	991	1,097
- falling due after more one year	10	61,344	51,568
Cash at bank and in hand		410	16
		<u>62,745</u>	<u>52,681</u>
Creditors (amounts falling due within one year)	11	(221)	(227)
Net current assets		<u>62,524</u>	<u>52,454</u>
Total assets less current liabilities		<u>299,575</u>	<u>306,143</u>
Creditors (amounts falling due after more than one year)	11	(107,629)	(100,144)
Net assets		<u>191,946</u>	<u>206,000</u>
Capital and reserves			
Called up share capital	13	-	-
Share premium account	14	203,843	203,843
Profit and loss account	14	(11,897)	2,157
Total shareholders' funds	15	<u>191,946</u>	<u>206,000</u>

The financial statements on pages 6 to 16 were approved by the board of directors on 23 March 2016 and were signed on its behalf by:



Roland Carter
Director

SMITHS INTERCONNECT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2015

1. ACCOUNTING POLICIES

Basis of preparation

The financial statements have been prepared in accordance with the Companies Act 2006 and all applicable accounting standards in the United Kingdom (UK GAAP).

The accounting policies have been applied consistently.

These financial statements have been prepared on a going concern basis and under the historical cost convention.

The Company has net current assets of £62,523,000 (2014: £52,454,000). The directors have reviewed: the projected performance of the Company; the value of the Company's investments; and the Company's access to intercompany loans. Following this review, the directors consider that the Company is a going concern.

Consolidation

As the Company is a wholly owned subsidiary of Smiths Group plc which prepares publicly available consolidated group financial statements, the Company has not prepared consolidated financial statements as permitted by section 400 of the Companies Act 2006.

Cash flow statement

A statement of cash flows in accordance with "FRS 1 (Revised 1996) Cash flow statements" has not been prepared because all the voting rights of the Company are ultimately controlled by Smiths Group plc, which presents a cash flow for the Group within its consolidated financial statements.

Investments

The Company's investment in shares in group companies are stated at cost less provision for impairment. Any impairment is charged to the profit and loss account as it arises.

Cash

Cash includes cash at bank and in hand and bank overdrafts.

Financial assets

Financial assets are initially recognised at transaction price when the Company becomes party to contractual obligations. The transaction price used includes transaction costs unless the asset is being fair valued through the profit and loss account.

The classification of financial assets depends on the purpose for which the assets were acquired. Management determines the classification of an asset at initial recognition and re-evaluates their designation at each reporting date. Assets are classified as: loans and receivables; or financial assets where changes in fair value are charged (or credited) to the profit and loss account.

The subsequent measurement of financial assets depends on their classification. Loans and receivables are measured at amortised cost using the effective interest method. Financial assets where changes in fair value are charged (or credited) to the profit and loss account are subsequently measured at fair value. Realised and unrealised gains and losses arising from changes in the fair value of the 'financial assets at fair value through profit and loss' category are included in the profit and loss account in the period in which they arise.

Financial assets are derecognised when the right to receive cash-flows from the assets has expired or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership.

Financial liabilities

Borrowings are initially recognised at the fair value of the proceeds, net of related transaction costs. These transaction costs and any discount or premium on issue are subsequently amortised under the effective yield method through the profit and loss account as interest over the life of the loan, and added to the liability disclosed in the balance sheet. Related accrued interest is included in the borrowings figure.

Borrowings are classified due within one year unless the Company has an unconditional right to defer settlement of the liability for at least one year after the balance sheet date.

SMITHS INTERCONNECT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2015

1. ACCOUNTING POLICIES (continued)

Financial guarantees

Financial guarantees are initially recognised at the fair value of the consideration received.

At each subsequent balance sheet date an estimate is made of the payments which will be required under the guarantee in accordance with 'FRS 12: Provisions, contingent liabilities and contingent assets'. The guarantee is then valued at the higher of its initial value less revenue recognised to date and the best estimate of the total payments which will be required under the contract.

Any gains or losses on the contract are recognised in the income statement.

Foreign currencies

Foreign currency transactions are recorded at the exchange rate ruling at the date of transaction and monetary assets and liabilities denominated in a foreign currency are retranslated at the closing exchange rate at the balance sheet date.

Foreign exchange gains and losses resulting from the settlement of foreign currency transactions, and from the retranslation of monetary assets and liabilities denominated in foreign currencies, are recognised in the profit and loss account.

Current taxation

The tax on loss on ordinary activities includes amounts paid or received for Group relief in respect of tax losses claimed and surrendered in the current period. All current tax liabilities have been assumed by Smiths Group plc, the ultimate parent Company.

Deferred taxation

Deferred tax is recognised in respect of timing differences that have originated but not reversed at the balance sheet date. Timing differences are the difference between the Company's taxable losses and its results as disclosed in the financial statements, arising from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred assets are recognised only when their recovery is considered probable.

Deferred tax is not discounted.

Dividends

Dividends are recognised as a liability in the period in which they are authorised. Interim dividends are recognised when they are paid, and final dividends are recognised when they have been approved by shareholders at the Annual General Meeting.

2. OPERATING LOSS

The audit fee in respect of this Company for the 12 months ended 31 July 2015 has been borne by another Smiths Group Company. Auditors' remuneration for non-audit services was £nil (2014: £nil).

3. DIRECTORS' REMUNERATION

None of the directors of the Company received any remuneration in respect of their services as directors of the Company (2014: £nil).

4. EMPLOYEE INFORMATION

The Company has no active employees (2014: none). Employees of other Smiths Group companies perform all administration of the Company's affairs. No charge for these services has been levied upon the Company in the current year or the previous year.

SMITHS INTERCONNECT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2015

5. INCOME FROM SHARES IN GROUP UNDERTAKINGS

	Year ended 31 July 2015 £'000	Year ended 31 July 2014 £'000
Compania EMC Tecnologia SA	-	5,881
Hypertac SpA	-	207
Hypertac GmbH	5,135	-
	<u>5,135</u>	<u>6,088</u>

6. INTEREST RECEIVABLE AND SIMILAR INCOME

	Year ended 31 July 2015 £'000	Year ended 31 July 2014 £'000
Interest receivable from group undertakings	-	328
Net exchange gains	27	-
	<u>27</u>	<u>328</u>

7. INTEREST PAYABLE AND SIMILAR CHARGES

	Year ended 31 July 2015 £'000	Year ended 31 July 2014 £'000
Interest payable to group undertakings	1,732	4,882
	<u>1,732</u>	<u>4,882</u>

SMITHS INTERCONNECT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2015

8. TAXATION

The tax for the period is different than the standard rate of corporation tax in the UK. The differences are explained below:

	Year ended 31 July 2015 £'000	Year ended 31 July 2014 £'000
Loss on ordinary activities before taxation	(14,054)	(2,060)
UK corporation tax at 20.67% (2014: 22.33%)	(2,905)	(460)
Effects of:		
Income non subject to UK taxation	(1,061)	(1,360)
Expenses not deductible for tax purposes	3,606	793
	(360)	(1,027)
Group relief surrendered from fellow subsidiary:		
Release of accrual for group relief payment	360	1,027
Total current tax	-	-

There is no tax payable or receivable in the current year or prior year.

9. FIXED ASSET INVESTMENT

	Shares in group undertakings £'000	Other investments £'000	Total £'000
Cost or valuation			
At 1 August 2014	411,188	3,054	414,242
Additions	-	812	812
At 31 July 2015	411,188	3,866	415,054
Provision for permanent diminution in value			
At 1 August 2014	(160,553)	-	(160,553)
Impairment charge	(17,450)	-	(17,450)
At 31 July 2015	(178,003)	-	(178,003)
Net book value			
At 31 July 2015	233,185	3,866	237,051
At 1 August 2014	250,635	3,054	253,689

SMITHS INTERCONNECT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2015

9. FIXED ASSET INVESTMENT (continued)

Other investments comprise a strategic trade investment in Quintel Cayman Limited, in which the Company purchased 10% of the voting rights for \$5,000,000 on 7 April 2014.

The subsidiaries held by the Company are tested for impairment if changes in circumstances indicate that the carrying amount of the fixed asset may not be recoverable. Value in use calculations have been used to determine the recoverable amount of the asset. Value in use is calculated as the net present value of the projected risk-adjusted post-tax cash-flows of the subsidiary which are based on approved budgets and represent the best estimate for future performance. Appropriate discount factors have been applied to the model and appropriate growth rates have been used to extrapolate beyond the most recent forecast.

On 31 July 2015, following a review of the investments held by the Company, an impairment of £17,450,000 was recognised on the Company's investments. The impairment was made up of £1,787,000 in Hypertac GmbH, £4,000 in Radio Waves, Inc, £1,061,000 in Kaelus Pty Ltd, £681,000 in Kaelus, Inc. and £13,917,000 in Kaelus Communications Equipment (Shanghai) Co Ltd.

Shares in group undertakings

In the opinion of the directors the value of investments in subsidiary undertakings is not less than the aggregate amount at which they are shown in the Company's balance sheet.

The principal subsidiaries at 31 July 2015, which all operate in their country of incorporation, are listed below:

	Country of incorporation	Interest directly held	Class of capital	Principal activity
Domestic subsidiary undertakings				
Flexible Ducting Ltd	UK	100%	Ordinary	Agency company
Hypertac Ltd	UK	100%	Ordinary	Agency company
Smiths Industries Industrial Group Ltd	UK	100%	Ordinary	Manufacturing & distribution
TRAK Microwave Ltd.	UK	0%	Ordinary	Manufacturing & distribution
Smiths Interconnect Connectors UK	UK	0%	Ordinary	Holding Company
Smiths Interconnect Power Management UK	UK	0%	Ordinary	Holding Company
PDI Corp Ltd	UK	0%	Ordinary	Manufacturing & distribution
Foreign subsidiary undertakings				
Smiths Interconnect Power Management Inc.	USA	0%	Ordinary	Holding Company
Power Distribution Inc	USA	0%	Ordinary	Manufacturing & distribution
Smiths Interconnect Connectors Inc	USA	0%	Ordinary	Holding Company
Hypertronics Corp.	USA	0%	Ordinary	Manufacturing & distribution
Antares China Holdings Inc.	USA	0%	Ordinary	Holding Company
Interconnect Devices Inc.	USA	0%	Ordinary	Manufacturing & distribution
Radio Waves, Inc.	USA	100%	Ordinary	Manufacturing & distribution
Sabritec, Inc.	USA	0%	Ordinary	Manufacturing & distribution
Smiths Interconnect Inc.	USA	100%	Ordinary	Holding Company
Smiths Interconnect Microwave Components, Inc.	USA	100%	Ordinary	Manufacturing & distribution
Kaelus, Inc.	USA	100%	Ordinary	Manufacturing & distribution
Millitech Inc.	USA	0%	Ordinary	Manufacturing & distribution
TECOM Industries Inc.	USA	0%	Ordinary	Manufacturing & distribution

SMITHS INTERCONNECT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2015

9. FIXED ASSET INVESTMENT (continued)

	Country of incorporation	Interest directly held	Class of capital	Principal activity
TRAK Microwave Corp	USA	0%	Ordinary	Manufacturing & distribution
Transtector Systems, Inc.	USA	0%	Ordinary	Manufacturing & distribution
Antares Advances Test Technologies (Suzhou) Co. Ltd	China	100%	Ordinary	Manufacturing & distribution
Kaelus Communications Equipment (Shanghai) Co Ltd	China	100%	Ordinary	Manufacturing & distribution
Kaelus Interconnect (Shanghai) Ltd	China	100%	Ordinary	Manufacturing & distribution
TriasX Telecom Suzhou Ltd	China	0%	Ordinary	Manufacturing & distribution
Smiths Interconnect Australia Pty Ltd	Australia	100%	Ordinary	Holding Company
Kaelus Pty Ltd	Australia	0%	Ordinary	Manufacturing & distribution
Smiths Connectors Asia Pty Ltd	Singapore	100%	Ordinary	Manufacturing & distribution
Compania EMC Tecnologia SA	Costa Rica	100%	Ordinary	Manufacturing & distribution
Hypertac SA	France	0%	Ordinary	Manufacturing & distribution
Hypertac GmbH	Germany	0%	Ordinary	Manufacturing & distribution
TriasX (Hong Kong) Ltd	Hong Kong	0%	Ordinary	Manufacturing & distribution
Hypertac SpA	Italy	67%	Ordinary	Manufacturing & distribution
Smiths Connectors Tunisia SarL	Tunisia	100%	Ordinary	Manufacturing & distribution

10. DEBTORS

	31 July 2015	31 July 2014
	£'000	£'000
Amounts falling due within one year		
Amounts owed by external customers	55	161
Amounts owed by group undertakings	936	936
	<u> </u>	<u> </u>
Amounts falling due after more than one year		
Amounts owed by external customers	25	109
Amounts owed by group undertakings	61,319	51,459
	<u> </u>	<u> </u>

Amounts owed by external customers falling due within one year as at 31 July 2015 consist of debtors relating to the sale of the Farran subsidiary.

Amounts owed by group undertakings falling due within one year as at 31 July 2015 consist of an amount relating to a share issue in the year to 31 July 2013.

Amounts owed by external customers falling due after more than one year as at 31 July 2015 consist of debtors relating to the sale of the Farran subsidiary.

Amounts owed by group undertakings falling due after more than one year as at 31 July 2015 consist of amounts owing on intercompany loans (see note 12).

SMITHS INTERCONNECT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2015

11. CREDITORS

	31 July 2015	31 July 2014
	£'000	£'000
Amounts falling due within one year		
Amounts owed to external suppliers	221	226
Amounts owed to group undertakings	-	1
	<u>221</u>	<u>227</u>
Amounts falling due after more than one year		
Amounts owed to group undertakings	107,629	100,145
	<u>107,629</u>	<u>100,145</u>

Amounts owed to external suppliers falling due within one year as at 31 July 2015 consist of creditors relating to the sale of the Farran subsidiary and other external creditors.

Amounts owed to group undertakings falling due after more than one year as at 31 July 2015 consist of amounts owing on intercompany loans (see note 12).

12. FINANCIAL INSTRUMENTS

Amounts due to group undertakings comprise sterling loans payable with the following terms:

Interest rate	Maturity date	Amount payable at 31 July 2015 £'000	Amount payable at 31 July 2014 £'000
12 month GBP LIBID	24-Apr-19	22,038	14,278
12 month GBP LIBOR + 1.5%	30-Jun-18	80,731	80,407
12 month GBP LIBID	31-Jul-19	4,860	5,460
		<u>107,629</u>	<u>100,145</u>

Amounts owed by group undertakings comprise sterling loans receivable with the following terms:

Interest rate	Maturity date	Amount receivable at 31 July 2015 £'000	Amount receivable at 31 July 2014 £'000
12 month GBP LIBID	24-Mar-19	61,319	51,459
		<u>61,319</u>	<u>51,459</u>

SMITHS INTERCONNECT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2015

13. CALLED UP SHARE CAPITAL

	31 July 2015		31 July 2014	
	Number of shares	£'000	Number of shares	£'000
Issued and fully paid				
At start of year	3	-	2	-
Share issue	-	-	1	-
	<u>3</u>	<u>-</u>	<u>3</u>	<u>-</u>
At end of year	<u>3</u>	<u>-</u>	<u>3</u>	<u>-</u>

The issued share capital of the company at 31 July 2015 is £3 (2014: £3).

14. RESERVES

	Share premium account £'000	Profit and loss account £'000	Total £'000
At 1 August 2014	203,843	2,157	206,000
Loss for the financial year	-	(14,054)	(14,054)
At 31 July 2015	<u>203,843</u>	<u>(11,897)</u>	<u>191,946</u>

15. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	Year ended 31 July 2015 £'000	Year ended 31 July 2014 £'000
Loss for the financial year	(14,054)	(2,060)
Capital injection from SGIH	-	150,000
Net (reduction)/addition to shareholders' funds	<u>(14,054)</u>	<u>147,940</u>
Opening shareholders' funds	206,000	58,060
Closing shareholders' funds	<u>191,946</u>	<u>206,000</u>

SMITHS INTERCONNECT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2015

16. POST BALANCE SHEET EVENTS

On 30 October 2015 the Company made non-repayable capital contributions of £16,991,243 to Transtector Systems, Inc, and £5,881,584 to Radio Waves, Inc. Both of these entities continue to be wholly owned subsidiaries of the Company.

17. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption provided by Paragraph 3(c) of 'FRS 8: Related party disclosures' not to disclose transactions with entities that are, directly or indirectly, wholly owned by Smiths Group plc.

18. ULTIMATE PARENT UNDERTAKING

For the year ended 31 July 2015, Smiths Interconnect Group Limited was a wholly owned subsidiary of Smiths Group International Holdings Limited.

The ultimate parent undertaking and controlling party is Smiths Group plc, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. Smiths Group plc incorporated in the United Kingdom and registered in England and Wales.

The annual report and financial statements of Smiths Group plc may be obtained from the Company Secretary, Smiths Group plc, Cardinal Place, 80 Victoria Street, London, SW1E 5JL.