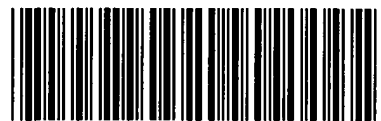


Company Registration No. SC352822 (Scotland)

GMI GROUP HOLDINGS LIMITED
REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED
30 SEPTEMBER 2017

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GMI GROUP HOLDINGS LIMITED

COMPANY INFORMATION

Director	Mr D S Hunter
Company number	SC352822
Registered office	Block 2 Inchinnan Business Park Renfrew Strathclyde PA4 9RG
Auditor	RSM UK Audit LLP Chartered Accountants Central Square 5th Floor 29 Wellington Street Leeds LS1 4DL

GMI GROUP HOLDINGS LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2017

The director presents the strategic report and financial statements for the year ended 30 September 2017.

Fair review of the business

Until 27 February 2015, GMI Group Holdings Limited acted as an investment vehicle for the larger worldwide group headed by Industrial Safety Technologies, LLC, on which date Industrial Safety Technologies, LLC was acquired by Scott Safety, part of Tyco International plc, one of the world's largest fire and security companies.

On 6 September 2016, Tyco International plc and Johnson Controls Inc. merged to form Johnson Controls International plc.

On 4 October 2017, Scott Safety was acquired by 3M.

The main activity of the business was to service the debt relating to acquisitions made in previous years. No acquisitions were made in the current year.

The company generated a profit for the year of £14,160,701 (period ended 30 September 2016 - £2,560,985).

Financial risk management objectives and policies

The company is exposed to a moderate level of price risk, credit risk, liquidity risk and cash flow risk. The company manages these risks by financing its operations through retained profits, supplemented by long term bank borrowings where necessary to fund expansion or capital investment programmes.

The management objectives are to retain sufficient liquid funds to enable it to meet its day to day requirements, minimise the company's exposure to fluctuating interest rates, and match the repayment schedule of any external borrowings or overdrafts with the future cash flows expected to arise from the company's trading activities.

On behalf of the board



Mr D S Hunter
Director

Date: 20/12/18

GMI GROUP HOLDINGS LIMITED

DIRECTOR'S REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2017

The director presents his annual report and financial statements for the year ended 30 September 2017.

The comparative figures are for the period that commenced on 26 September 2015 and ended on 30 September 2016 and so are not entirely comparable with the current period.

Principal activities

The company acted as a UK investment vehicle for the larger worldwide group headed by Johnson Controls International plc.

Director

The director who held office during the year and up to the date of signature of the financial statements was as follows:

Mr P Schieser	(Resigned 4 October 2017)
Mr B Lerner	(Resigned 28 November 2018)
Mr D S Hunter	
Mr A Bowie	(Resigned 31 August 2017)
Mr A B Alphonsus	(Resigned 10 March 2017)
Mr M Ayre	(Appointed 31 August 2017 and resigned 4 October 2017)

Results and dividends

The results for the year are set out on page 6.

No ordinary dividends were paid. The director does not recommend payment of a final dividend.

Auditor

The auditor, RSM UK Audit LLP, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

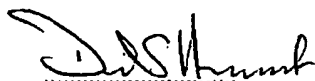
Strategic report

The company has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the company's strategic report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the directors' report.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, each director has taken all the necessary steps that he ought to have taken as a director in order to make himself aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board



Mr D S Hunter
Director

Date: 20/12/18

GMI GROUP HOLDINGS LIMITED

DIRECTOR'S RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2017

The director is responsible for preparing the Strategic Report and the Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is 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 director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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. He is 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GMI GROUP HOLDINGS LIMITED

Opinion

We have audited the financial statements of GMI Group Holdings Limited (the 'company') for the year ended 30 September 2017 which comprise the Income Statement, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the director's use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the director has not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The director is responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the director's report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the director's report have been prepared in accordance with applicable legal requirements.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GMI GROUP HOLDINGS LIMITED (CONTINUED)

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report and the director's report.

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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of director

As explained more fully in the director's responsibilities statement set out on page 3, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the director is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the director either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <http://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

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.

RSM UK Audit LLP

Paul Langhorn FCA (Senior Statutory Auditor)
For and on behalf of RSM UK Audit LLP, Statutory Auditor
Chartered Accountants
Central Square
5th Floor
29 Wellington Street
Leeds
LS1 4DL

21/12/18

GMI GROUP HOLDINGS LIMITED

INCOME STATEMENT

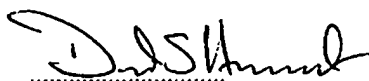
FOR THE YEAR ENDED 30 SEPTEMBER 2017

		Year ended 30 September 2017 £	Period ended 30 September 2016 £
Administrative expenses	Notes	(1,285,847)	1,809,431
Interest receivable and similar income	4	15,456,801	776,749
Interest payable and similar expenses	5	(10,253)	(25,236)
Profit before taxation		14,160,701	2,560,944
Tax on profit	6	-	41
Profit for the financial year		14,160,701	2,560,985

GMI GROUP HOLDINGS LIMITED**STATEMENT OF FINANCIAL POSITION
AS AT 30 SEPTEMBER 2017**

	Notes	£	2017 £	£	2016 £
Fixed assets					
Investments	7		11,680,440		11,462,749
Current assets					
Debtors	9	27,913,473		15,418,256	
Cash at bank and in hand		362		98,803	
		27,913,835		15,517,059	
Creditors: amounts falling due within one year	10	(44,611)		(1,590,845)	
Net current assets			27,869,224		13,926,214
Total assets less current liabilities			39,549,664		25,388,963
Capital and reserves					
Called up share capital	12		250,000		250,000
Other reserves	13		22,939,687		22,939,687
Profit and loss reserves	13		16,359,977		2,199,276
Total equity			39,549,664		25,388,963

The financial statements were approved by the board of directors and authorised for issue on 20/12/18 and are signed on its behalf by:



Mr D S Hunter
Director

GMI GROUP HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 SEPTEMBER 2017

	Share capital	Other reserves	Profit and loss reserves	Total
	£	£	£	£
Balance at 26 September 2015	250,000	24,996,703	(361,709)	24,884,994
Period ended 30 September 2016:				
Profit and total comprehensive income for the period	-	-	2,560,985	2,560,985
Capital contribution in period	-	1,467,345	-	1,467,345
Capital contribution repaid in period	-	(3,524,361)	-	(3,524,361)
Balance at 30 September 2016	250,000	22,939,687	2,199,276	25,388,963
Year ended 30 September 2017:				
Profit and total comprehensive income for the period	-	-	14,160,701	14,160,701
Balance at 30 September 2017	250,000	22,939,687	16,359,977	39,549,664

GMI GROUP HOLDINGS LIMITED

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 SEPTEMBER 2017

		Year ended 30 September 2017	Period ended 30 September 2016
	Notes	£	£
Cash flows from operating activities			
Cash (absorbed by)/generated from operations	14	(15,327,298)	1,294,247
Interest paid		(10,253)	(25,236)
Net cash (outflow)/inflow from operating activities		(15,337,551)	1,269,011
Investing activities			
Additions to investments		(217,691)	-
Interest received		998,810	776,749
Dividends received		14,457,991	-
Net cash generated from investing activities		15,239,110	776,749
Financing activities			
Proceeds of capital contribution		-	1,467,345
Repayment of capital contribution		-	(3,524,361)
Net cash used in financing activities		-	(2,057,016)
Net decrease in cash and cash equivalents		(98,441)	(11,256)
Cash and cash equivalents at beginning of year		98,803	95,296
Effect of foreign exchange rates		-	14,763
Cash and cash equivalents at end of year		362	98,803

GMI GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2017

1 Accounting policies

Company information

GMI Group Holdings Limited ("the company") is a private company limited by shares registered and incorporated in Scotland. The registered office is Block 2, Inchinnan Business Park, Renfrew, Strathclyde, PA4 9RG.

The company's principal activities and nature of its operations are disclosed in the Director's Report.

Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

Consolidation

The company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the company as an individual entity and not about its group.

GMI Group Holdings Limited is a wholly owned subsidiary of Johnson Controls International plc and the results of GMI Group Holdings Limited are included in the consolidated financial statements of Johnson Controls International plc which are not publicly available.

Going concern

At the time of approving the financial statements, the director has a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the director continues to adopt the going concern basis of accounting in preparing the financial statements.

Fixed asset investments

Interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

GMI GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2017

1 Accounting policies (Continued)

Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Impairment of fixed assets (continued)

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Cash and cash equivalents

Cash and cash equivalents are basic financial instruments and include cash in hand and deposits held at call with banks.

Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include amounts owed by group undertakings and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

Other financial assets

Other financial assets, including trade investments, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

GMI GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2017

1 Accounting policies (Continued)

Impairment of financial assets

Financial assets are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including other creditors, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments where the contractual returns, repayment of the principal, or other terms (such as prepayment provisions or term extensions) do not meet the conditions to be measured at amortised cost, are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the company's contractual obligations are discharged, cancelled, or they expire.

GMI GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2017

1 Accounting policies (Continued)

Equity instruments

Equity instruments issued by the company are recorded at the fair value of proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on the net basis or to realise the asset and settle the liability simultaneously.

Current tax is based on taxable profit for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Foreign exchange

Transactions in currencies other than the functional currency (foreign currency) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date of the transaction, or, if the asset or liability is measured at fair value, the rate when that fair value was determined.

All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

GMI GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2017

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the director is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

The directors are of the opinion that there are no material areas of judgement or estimation in these financial statements.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Impairment of debtors

The company makes an estimate of the recoverable value of the amount owed by group undertakings. The company assesses impairment by considering the net asset position of the group undertaking on a regular basis. See note 9 for the carrying amount of the amounts owed by group undertakings.

Impairment of fixed asset investments

The company determines whether investments in subsidiaries are impaired at least on an annual basis. This requires an estimation of the expected future cash flows from the subsidiary entity and also an estimation of a suitable discount rate in order to calculate the present value of those cash flows. See note 7 for fixed asset investments

3 Operating (loss)/profit

	Year ended 30 September 2017	Period ended 30 September 2016
Operating (loss)/profit for the period is stated after (crediting)/charging:	£	£
Exchange losses/(gains)	<u>1,285,394</u>	<u>(1,811,525)</u>

GMI GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2017

4 Interest receivable and similar income

	Year ended 30 September 2017 £	Period ended 30 September 2016 £
Interest income		
Interest receivable from group companies	998,810	776,749
Income from fixed asset investments		
Income from shares in group undertakings	14,457,991	-
Total income	<u>15,456,801</u>	<u>776,749</u>

5 Interest payable and similar expenses

	Year ended 30 September 2017 £	Period ended 30 September 2016 £
Interest on financial liabilities measured at amortised cost:		
Interest payable to group undertakings	<u>10,253</u>	<u>25,236</u>

6 Taxation

	Year ended 30 September 2017 £	Period ended 30 September 2016 £
Current tax		
Adjustments in respect of prior periods	<u>-</u>	<u>(41)</u>

GMI GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2017

6 Taxation (Continued)

The total tax charge/(credit) for the year included in the income statement can be reconciled to the profit before tax multiplied by the standard rate of tax as follows:

	Year ended 30 September 2017 £	Period ended 30 September 2016 £
Profit before taxation	14,160,701	2,560,944
Expected tax charge based on the standard rate of corporation tax in the UK of 19.50% (2016: 20.00%)	2,761,337	512,189
Adjustments in respect of prior years	-	(41)
Group relief	-	(512,189)
Group income	(2,819,308)	-
Deferred tax not recognised	57,971	-
Taxation for the period	-	(41)

7 Fixed asset investments

	Note	2017 £	2016 £
Investments in subsidiaries	8	11,680,440	11,462,749
Movements in fixed asset investments			
			Shares in group undertakings £
Cost or valuation			
At 1 October 2016			11,462,749
Additions			217,691
At 30 September 2017			11,680,440
Carrying amount			
At 30 September 2017			11,680,440
At 30 September 2016			11,462,749

GMI GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2017

8 Subsidiaries

Details of the company's subsidiaries at 30 September 2017 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held	
				Direct	Indirect
Gas Measurement Instruments Limited	Scotland	Manufacturing	Ordinary shares	100.00	
Gas Performance Testing Services Limited	Scotland	Dormant	Ordinary shares		100.00
Oldham (Shanghai) Limited	China	Manufacturing	Ordinary shares	100.00	
Simtronics AS	Norway	Manufacturing	Ordinary shares	100.00	
IST Instrument (UK) Limited	Scotland	Dormant	Ordinary shares	100.00	

9 Debtors

	2017 £	2016 £
Amounts falling due within one year:		
Amounts owed by group undertakings	27,913,473	15,418,256

10 Creditors: amounts falling due within one year

	2017 £	2016 £
Corporation tax	44,611	44,611
Other creditors	-	1,546,234
	44,611	1,590,845

11 Financial instruments

	2017 £	2016 £
Carrying amount of financial assets		
Debt instruments measured at amortised cost	27,913,473	15,418,256
Carrying amount of financial liabilities		
Measured at amortised cost	-	1,546,234

GMI GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2017

12 Share capital

	2017 £	2016 £
Ordinary share capital		
Issued and fully paid		
250,000 Ordinary shares of £1 each	250,000	250,000

Ordinary share rights

The company's Ordinary shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the company.

13 Reserves

Other reserves

Other reserves represent capital contributions received by the company from its parent company.

Profit and loss reserves

The profit and loss reserves represent the cumulative profit and loss net of distribution to owners.

14 Cash generated from operations

	Year ended 30 September 2017 £	Period ended 30 September 2016 £
Profit for the year after tax	14,160,701	2,560,985
Adjustments for:		
Taxation charged/(credited)	-	(41)
Finance costs	10,253	25,236
Investment income	(15,456,801)	(776,749)
Foreign exchange gains on cash equivalents	-	(14,763)
Movements in working capital:		
(Increase) in debtors	(12,495,217)	(2,046,655)
(Decrease)/increase in creditors	(1,546,234)	1,546,234
Cash (absorbed by)/generated from operations	(15,327,298)	1,294,247

GMI GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2017

15 Ultimate parent company

The immediate parent company is GMI Holdco Inc, a company incorporated in the United States of America.

The directors consider the ultimate parent undertaking to be 3M Company, a company incorporated in the United States of America and listed on the New York Stock Exchange.

Prior to Johnson Controls International plc being acquired on 4 October 2017, Johnson Controls International plc was the smallest company for which consolidated accounts including GMI Group Holdings Limited were prepared. The consolidated accounts of Johnson Controls International plc are not publically available.