

REPORT AND ACCOUNTS 2015





A16

23/10/2015 COMPANIES HOUSE #301







CONTENTS

	Page
Directors and Advisers	2
Notice Convening the Annual General Meeting	3
Results at a Glance	4
Chairman's Statement	5
Strategic Report	. 6
Directors' Report	7
Independent Auditors' Report	10
Profit and Loss Account	11
Statement of Recognised Gains & Losses	11
Balance Sheet	12
Statement of Cash Flows	13
Statement of Accounting Policies	14
Notes to the Accounts	15
Five Year Statement	28

Directors and Advisers

Directors M J M WOODHOUSE, MBA (Chairman)

T CLARKE, MA *

D J FRENCH, BA (Hons), MBA D H C HOARE, BA (Hons), MBA

M JAMES, LLB (Hons)
M R KEARSEY, BA (Hons)
J M SCOTT, BA (Hons), ACMA

M A STREET, OBE *
J G G WILLIAMS *

A W WOODHOUSE, MA (Managing)

* denotes member of the Audit and Remuneration Committees

Auditors NEXIA SMITH & WILLIAMSON

Imperial House, 18-21 Kings Park Road, Southampton SO15 2AT

Bankers BARCLAYS BANK PLC

15 Queen Square, Bristol, BS1 4NP

Solicitors PARIS SMITH LLP

Number 1 London Road, Southampton, SO15 2AE

BLANCHARDS BAILEY LLP

Bunbury House, Stour Park, Blandford DT11 9LQ

Secretary M JAMES, LLB (Hons)

Registered Office The Brewery, Blandford St. Mary, Dorset DT11 9LS

Registered No 57696

Notice of Meeting of Hall & Woodhouse Limited (the Company)

NOTICE IS HEREBY GIVEN that the ONE HUNDRED AND SEVENTEENTH ANNUAL GENERAL MEETING of the Company will be held at The Milk Churn, Commerce Way, Melksham, Wiltshire, SN12 6AD on Friday the 8th day of May, 2015 at 12:00 to transact the following business:

- 1) To receive and consider the report of the directors and audited statement of accounts for the year ended 31 January 2015.
- 2) To adopt and ratify the action of the directors in paying a dividend at the rate of 3.5% per annum on the preference shares.
- 3) To declare a dividend on the ordinary shares.
- 4) To approve the ordinary share price for the purposes of the Hall &Woodhouse internal share market.
- 5) To re-elect retiring directors, namely: T CLARKE.
- 6) To re-appoint the auditors, Nexia Smith & Williamson.
- 7) To authorise the directors to determine the remuneration of the auditors.
- 8) To adopt the new Articles of Association of the Company.
- 9) To transact any other ordinary business of the Company.

By order of the Board

Secretary

THE BREWERY
BLANDFORD ST. MARY
DORSET
10 April 2015

NOTE 1

A member entitled to attend and vote at the above meeting is entitled to appoint a proxy and such a proxy need not also be a member of the Company.

NOTE 2

A holding of preference shares does NOT confer any right of voting at any general meeting of the Company, except in special circumstances as stated in the articles of association of the Company.

Results at a Glance

	2015 £000	2014 £000	% Change Year on Year
TURNOVER	109,462	102,855	+6.4%
ONGOING OPERATING PROFIT	9,887	9,015	+9.7%
INTEREST RECEIVABLE	59	56	+5.4%
INTEREST PAYABLE	(2,191)	(2,066)	-6.0%
ONGOING PROFIT ON ORDINARY ACTIVITIES	7,755	7,005	+10.7%
EXCEPTIONAL ITEMS	6	17	-64.7%
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	7,761	7,022	+10.5%
TAXATION PAYABLE	(1,854)	(811)	-128.6%
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	5,907	6,211	-4.9%
EARNINGS PER ORDINARY SHARE	£9.83	£10.34	-4.9%
DIVIDEND PER ORDINARY SHARE* (Paid and proposed)	£3.83	£3.74	+2.4%

^{*} Dividend per ordinary share is calculated using total dividends in respect of a financial year regardless of the accounting period in which they are recognised.

Chairman's Statement

I am delighted to report that your Company has achieved a third consecutive year of over 10% growth in profits.

Group Turnover increased by 6% to £109.5m (2014-£.102.9m), Group Operating Profit, before exceptional items, increased by 10% to £9.9m (2014-£9.0m), and Profit before Tax up by 11% to £7.8m (2014-£7.0m).

We achieved property sales of £5.6m (2014-5.6m), as we took the opportunity of an improving residential property market to sell the majority of the flats at Woodhouse Court, Verwood and three of the nine flats at St Georges House, Twickenham. We also sold our freehold interest in the Tesco development in Poole.

Capital investment was significantly higher this year at £16.9m (2014-£10.4m). This resulted from acquisitions and major schemes in both our Business Partnership and Managed estates and the ongoing redevelopment of the Brewery and our offices. The latter will be completed early in 2016 securing the home for your Company and brewing in Blandford for many generations to come.

Total Borrowings increased by £2.2m to £47.3m (2014-£45.0m). Immediately after the year end we renewed banking facilities extending the maturities on significantly more favourable terms. We now have total committed facilities in place of £60m.

The Board is recommending an increase in the final dividend to 207p (2014-202p) which, together with the two interim dividends of 88p, (2014-86p) results in a total dividend of 383p (2014-374p).

The date for the next AGM will be the 8th May 2015 at The Milk Churn, Melksham. The final dividend will be paid on 11th May 2015 to shareholders on the register on 21st April 2015.

Finally I would like to put on record my thanks to all our team members who continue to deliver such excellent results.

MARK WOODHOUSE

Much brook

Chairman

Strategic Report

PRINCIPAL ACTIVITIES

The principal activities of the Group consist of the brewing and packaging of beer and the ownership and management of public houses and hotels.

TRADING REVIEW AND SUBSEQUENT EVENTS

All other matters have been dealt with in the Chairman's statement.

KEY PERFORMANCE INDICATORS

The Board monitors progress on the overall Group strategy and the individual strategic elements by reference to three KPIs. Performance during the year, together with historical trend data is set out in the table below:

	2015	2014	Definition, method of calculation and analysis
Growth in sales (%)	6.4%	6.2%	Year on year sales growth expressed as a percentage. Sales increased in the Beer Company Take Home Sector and in the Retail Pub Sector.
Operating margin (%)	9.0%	8.8%	Gross margin is the ratio of operating profit before interest and property disposals, to sales expressed as a percentage. The margin % increased on the previous year's level despite a difficult trading environment.
Return on invested capital (%)	9.1%	8.5%	Operating Profit expressed as a percentage of net assets. This reflects the consistent performance in gross margin % above.

This report was approved and authorised for issue by the board of directors on 27 March 2015.

M JAMES
Secretary

27 March 2015

Directors' Report

PROFITS AND DIVIDEND

The Group profit for the year available for appropriation amounts to £5.907m (2014 - £6.211m). Ordinary interim dividends of £1.056m, a final dividend of £1.212m, and the preference dividend of £0.007m have been paid during the year. The balance of £3.632m (2014 - £3.990m) has been added to reserves.

TREASURY POLICY AND FINANCIAL RISK MANAGEMENT

In order to minimise credit risk relating to financial loss resulting from a customer's failure to meet their liabilities, checks are carried out to establish credit worthiness before deferred terms are granted. Credit terms are applied for each customer to control debt exposure.

The Group manages liquidity risk by monitoring daily cash balances and producing monthly rolling cash flow forecasts. Capital expenditure is approved by the Board with investment appraisal models used to evaluate proposed expenditure.

Borrowings comprise a mixture of long term borrowings, a revolving credit facility and a committed overdraft facility. In order to protect itself from upward movements in interest rates, the Group has entered into interest rate swap contracts for approximately 50% of borrowings for up to ten years.

At present, the Group does not hedge against foreign exchange exposure as it is considered low risk with low levels of transactions.

PROPERTIES

Your directors are of the opinion that the market value of the Group's properties is in excess of the book value. The amount of such excess could only be obtained by revaluations carried out at frequent intervals by professional valuers; such valuations would be very expensive and your directors do not consider such expenditure justified.

Most of the properties are maintained for use in the Group's business as licensed public houses. Some of these properties have a value in excess of present trading value if used for other purposes.

FIXED ASSETS

The Group has continued to invest substantial amounts in fixed assets. During the year this investment was £16.861m (2014 - £10.401m). A summary of the movement on fixed assets is shown in note 11 to the accounts.

TEAM MEMBER INVOLVEMENT

The Group refers to employees as team members. The Group has always encouraged and fostered mutually supportive team member relationships both formally through the shop stewards and union representatives, and informally by personal contact, meetings and notices.

There are numerous regular and project based meetings and opportunities for dialogue. The objective of these is to ensure effective dissemination of information to team members at all levels, and to provide feedback to management. At all the meetings the team members are encouraged to ask questions and exchange views.

For instance, the Managing Director chairs a series of team briefings for team members based at the Brewery twice a year where the results of the Group are presented and an update on strategic progress is given.

General Managers of the managed public houses gather twice a year where similar updates are given.

Daily announcements are made on the company intranet providing information on topics from all parts of the Group.

Directors' Report (continued)

Every team member attends a workshop on the "Ways of Woodhouse" as part of his/her induction looking at the Company's history, vision, values and ways of working. A Team Member Forum has been established at the Brewery chaired by the Managing Director to seek views and agree proposals on a broad range of issues.

The Group offers attractive bonus schemes to enable team members to share in increased productivity and profits. These schemes are tailored to the appropriate type of operation. Profit related bonuses are paid annually when the financial results for the year are known.

DISABLED PERSONS

The Group's policy is to give full and fair consideration to applications for employment by disabled persons and to continuing the employment, with appropriate training, of those team members who become disabled whilst working within the Group.

POLITICAL AND CHARITABLE CONTRIBUTIONS

During the year the Group contributed £107,570 (2014 - £91,650) for charitable purposes. No political contributions were made.

DIRECTORS

The names of all directors who held office during the year are set out on page 2.

DIRECTORS' INTERESTS IN CONTRACTS

No director had a material interest in any contract to which the Group was a party during the year under review.

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 Group'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 Group's auditors are aware of that information.

AUDITORS

A resolution will be put to the Annual General Meeting proposing the re-appointment of Nexia Smith & Williamson as auditors to the Company.

This report was approved and authorised for issue by the board of directors on 27 March 2015.

Secretary

27 March 2015

Statement of Directors' Responsibilities

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 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 Group and of the profit or loss of the Group 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.

Independent Auditors' Report

to the Members of Hall & Woodhouse Limited (Registered No 57696)

We have audited the Group and Parent financial statements of Hall & Woodhouse Limited for the year ended 31 January 2015 which comprise the Group Profit and Loss Account, the Group and Parent Balance Sheet, the Group Cash Flow Statement, the Group Statement of Total Recognised Gains and Losses, and the related notes 1 to 26. 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).

This report is made solely to the Group'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 Group'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 auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 9, 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 Financial Reporting Council's (FRC'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 FRC's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Group's affairs as at 31 January 2015 and of its profit 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.

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.

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.

Andrew Edmonds

Senior Statutory Auditor, for and on behalf of

Nexia Smith & Williamson

Statutory Auditor Chartered Accountants 27 March 2015 Imperial House 18 – 21 Kings Park Road Southampton SO15 2AT

Group Profit and Loss Account for the year ended 31 January, 2015

	Notes	2015 £000	2015 £000	2015 £000	2014 £000	2014 £000	2014 £000
		Before Exceptional Items	Exceptional Items	Total	Before Exceptional Items	Exceptional Items	Total
Turnover	1	109,462	-	109,462	102,855	-	102,855
Operating costs	3(a)&(b)	(99,575)	(1,097)	(100,672)	(93,840)	387	(93,453)
OPERATING PROFIT/(LOSS)	4	9,887	(1,097)	8,790	9,015	387	9,402
Profit/(Loss) on sales of properties	3(b)		1,103	1,103		(370)	(370)
PROFIT on ordinary activities before intere	st	9,887	6	9,893	9,015	17	9,032
Interest receivable	7	59	-	59	56	-	56
Interest payable and similar charges	8	(2,232)	-	(2,232)	(2,072)	-	(2,072)
Net interest on pension liabilities	8	41		41	6		6
PROFIT on ordinary activities before taxati	on	7,755	6	7,761	7,005	17	7,022
TAXATION on profit of ordinary activities	9	(1,854)	-	(1,854)	(811)		(811)
RETAINED PROFIT FOR THE YEAR		5,901	6	5,907	6,194	<u>17</u>	6,211

All amounts relate to continuing operations

Group Statement of Recognised Gains and Losses for the year ended 31 January, 2015

		2015	2014
	Notes	£000	£000
RETAINED PROFIT FOR THE YEAR		5,907	6,211
Actuarial (loss) relating to net pension liability	27	(1,157)	(1,368)
Deferred tax associated with actuarial gain/(loss) relating to net pension liability		175	(128)
TOTAL GAINS RECOGNISED SINCE LAST ANNUAL REPORT		4,925	4,715

Company Registration No. 57696 Balance Sheets as at 31 January, 2015

		Group		Company		
	Notes	2015 £000	2014 £000	2015 £000	2014 £000	
Fixed Assets						
Tangible assets	11	177,298	170,405	177,298	170,405	
Investments	12	854	1,166	854	1,757	
		178,152	171,571	178,152	172,162	
Current Assets						
Stocks	13	3,692	3,271	3,692	3,271	
Debtors	14	7,703	8,622	7,680	8,622	
Cash at bank and in hand	15	1,718	579	1,611	579	
		13,113	12,472	12,983	12,472	
Creditors: amounts falling due within one year	16	(26,906)	(18,429)	(26,873)	(19,020)	
Net Current Liabilities		(13,793)	(5,957)	(13,890)	(6,548)	
Total Assets less Current Liabilities		164,359	165,614	164,262	165,614	
Creditors: amounts falling due after more than one year	17	(40,000)	(45,000)	(40,000)	(45,000)	
Provisions for Liabilities and Charges	19	(9,681)	(9,287)	(9,681)	(9,287)	
Net Assets excluding Pension Liability		114,678	111,327	114,581	111,327	
Pension Liability Net of Deferred Tax	26	(6,503)	(5,802)	(6,503)	(5,802)	
Net Assets including Pension Liability		108,175	105,525	108,078	105,525	
Capital and Reserves						
Called-up share capital	20	800	800	800	800	
Revaluation reserve	23	332	332	332	332	
Profit and loss account	23	107,043	104,393	106,946	104,393	
		100 177	10.5.5.5	100.070	105.505	
Total Shareholders' Funds		108,175	105,525	108,078	105,525	

MJ M Woodhouse

Directors

M Scott

March 2015

Group Statement of Cash Flows for the year ended 31 January, 2015

NET CASH INFLOW FROM OPERATING ACTIVITY	Notes 3(c)	2015 £000	2015 £000 15,039	2014 £000	2014 £000
	, ,		,		, ,
RETURNS ON INVESTMENTS AND SERVICING OF FI Interest received	INANCE 7	59		56	
Interest paid	8	(2,191)	(2,132)	(2,066)	(2,010)
TAXATION			(1,883)		(1,800)
CAPITAL EXPENDITURE AND FINANCIAL INVEST	IMENT				
Payments to acquire tangible fixed assets and transfer	1.1	(1.6.061)		(10.401)	
from current assets Net receipts from sales of tangible fixed assets	11	(16,861) 5,564		(10,401) 5,571	
Trade loans advanced	12	(310)		(660)	
Trade loans repaid	12	622	(10,985)	481	(5,009)
EQUITY DIVIDENDS PAID					
On ordinary shares	10	(2,268)		(2,214)	
On preference shares	10	(7)	(2,275)	(7)	(2,221)
					
NET CASH INFLOW/(OUTFLOW) BEFORE FINA	NCING		(2,236)		1,116
FINANCING Management in lang terms leave			2 275		(625)
Movement in long term loans			3,375		(625)
INCREASE IN CASH	15		1 120		491
INCREASE IN CASH	13		1,139		+71
RECONCILIATION OF NET CASH FLOW TO MOVEM	ENT IN NE	T DEBT			
for the year ended 31 January 2015			2015		2014
7	Votes		2015 £000		2014 £000
•	10103		2000		2000
Increase in cash			1,139		491
Cash (outflow)/inflow from movement in loans			(3,375)		625
MOVEMENT IN NET DEBT	15		(2,236)		1,116
NET DEBT AT BEGINNING OF YEAR	15		(45,046)		(46,162)
NET DEBT AT END OF YEAR	15		(47,282)		(45,046)

Statement of Accounting Policies

Accounting Convention

The Accounts are prepared under the historical cost convention, and in accordance with applicable accounting standards, except for the revaluation of freehold and leasehold properties incorporated within these Accounts.

Basis of Consolidation

The Group profit and loss account and balance sheet include the accounts of Hall & Woodhouse Limited and its subsidiary undertakings for the year ended 31 January 2015. Intra Group sales and profit are eliminated fully on consolidation.

Goodwill arising on acquisitions prior to 31 December 1997 was previously written off against reserves and to the extent that such assets are disposed of in future, related goodwill will be reinstated and charged to the profit and loss account.

Fixed Assets

The gross amounts of freehold and leasehold properties, including fixtures and fittings, are as valued by Mason & Son in 1963, with acquisitions since this date included at cost.

All tangible fixed assets, except freehold land, are depreciated to write off their carrying value, less estimated residual value, over their expected useful lives. The methods adopted for this purpose are as follows:

Freehold & Long Leasehold Properties 50 years
Short Leasehold Properties Term of the lease
Fixtures & Fittings 3-10 years
Plant & Machinery 5-50 years
Motor Vehicles 3-7 years

The carrying value of fixed assets are reviewed for impairment if events or changes in circumstances indicate that the carrying value may not be recoverable.

The value of assets under construction at the year end is included within note 23, Capital Commitments.

Leased Assets

Assets held under leasing arrangements that transfer substantially all of the risks and rewards of ownership to the Company are capitalised. The capital element of the related rental obligations is included in creditors. The interest element of the rental obligations is charged to the profit and loss account so as to produce a rate commensurate with the capital balance outstanding. Rentals in respect of all other leases are charged to the profit and loss account as incurred.

Stocks

Stock is valued on a basis consistent with previous years, at the lower of cost or net realisable value. Cost comprises purchase price or direct production cost with manufacturing overheads and duty as appropriate.

Deferred Taxation

Deferred tax is provided for on a full provision basis on all timing differences that have arisen at the balance sheet date. A deferred tax asset is not recognised to the extent that the transfer of economic benefit in the future is uncertain. Any assets or liabilities recognised have not been discounted.

Pensions

The Company operates two defined benefit pension schemes. Under FRS17 pension scheme assets are measured using fair values. Pension scheme liabilities are measured using an attained age method and discounted at the current rate of return on a high quality corporate bond of equivalent term to the scheme liabilities.

The pension scheme surplus/deficit is recognised in full and presented on the face of the balance sheet. The movement in the scheme surplus/deficit is split between operating and financing items in the profit and loss account and the statement of total recognised gains and losses.

The full service cost of the pension provision is the increase in the pension value of the liabilities expected to arise in the future as a result of the benefits earned during the year by employees and is charged to operating profit.

The net impact of the unwinding of the discount rate on scheme liabilities and the expected return on the scheme net assets is included within other finance costs.

Actuarial gains or losses, arising from any difference between the expected return on assets and that actually achieved and any differences that arise from experience or assumption changes are charged through the statement of total recognised gains and losses. The pension scheme closed on 5th April 2012.

The Company also makes contributions into private pension plans. The Company's contributions are charged to the profit and loss account in the period they arise.

Notes to the Accounts

1 TURNOVER

Turnover comprises the net retail sales of the Company including contract packaging fees, income from amusement, gaming and vending machines and rents receivable. Turnover is recognised at the point of delivery and is exclusive of VAT.

2 ANALYSIS OF TURNOVER AND PROFITS BETWEEN ACTIVITIES AND MARKETS

The activities of the Group are the normal activities of a regional brewing company, and in the opinion of the directors no further analysis between market sectors is appropriate.

3(a)	OPERATING COSTS	Before Exceptional Items 2015 £000	Exceptional Items 2015 £000	Total 2015 £000	Before Exceptional Items 2014 £000	Exceptional Items 2014 £000	Total 2014 £000
	(Increase) in stocks of finished goods and work in progress	(430)	-	(430)	(188)	-	(188)
	Raw materials, consumables and goods for resale	30,528	-	30,528	27,834	-	27,834
	Staff costs - wages and salaries	24,815	-	24,815	23,930	-	23,930
	- social security costs	2,056	-	2,056	2,030	-	2,030
	- other pension costs	631	-	631	537	-	537
	Depreciation - owned assets	5,507	-	5,507	5,277	97	5,374
	Other operating income	(102)	-	(102)	(108)	-	(108)
	Other operating charges	36,570	1,097	37,667	34,528	(484)	34,044
		99,575	1,097	100,672	93,840	(387)	93,453
3(b)	EXCEPTIONAL ITEMS						
` '	Operating Costs:						
	Visitor Centre Asset Write Off		324			_	
	Leasehold Dilapidations		368			_	
	New Brewery Exceptional Items		279			-	
	Onerous rent provision on leased pubs		126			(484)	
	Asset write down of Public House Fixtures and Fitting	s	-			97	
			1,097			(387)	
	Property Disposals:		1,077			(307)	
	Profit/(loss) on sale of property		1,103			(370)	
	. ,		1,103			(370)	
			===			===	
3(c)	RECONCILIATION OF OPERATING PROFIT						
• • •	TO NET CASH FLOW FROM OPERATING ACT	IVITIES		2015			2014
				£000			£000
	Operating profit			8,790			9,402
	Depreciation of tangible fixed assets			5,507			5,374
	(Increase) in stocks			(421)			(108)
	Decrease/(Increase) in debtors			919			(3,139)
	Increase in creditors			558			934
	Defined benefit operating profit charge less contribution	ns paid		(281)			(186)
	(Decrease) in provisions			(33)			(121)
	Net cash flow from operating activities			15,039			12,156

Notes to the Accounts (continued)

4	OPERATING PROFIT is stated after charging:	2015	2014 £000
	ITime of alant and agricument	<i>£000</i> 273	230
	Hire of plant and equipment Auditors' remuneration - Audit services	35	230 34
	Non audit services paid to Auditor related companies - Taxation Services	17	14
	Non addit services paid to Additor related companies - Taxation Services	17	14
5	EMOLUMENTS OF DIRECTORS	2015	2014
		£000	£000
	Emoluments	1,792	1,716
	Total company contributions to :-		
	Defined contribution pension scheme	125	1.37
		Number	Number
	Members of defined contribution pension scheme	5	6
	The amounts in respect of the highest paid director are as follows:-	2015	2014
	1 5 1	£000	£000
	Basic salary, fees and benefits	248	239
	Annual bonus	118	120
	Total Emoluments	366	359
	Contribution to defined contribution pension scheme	35	33
6	STAFF NUMBERS		
	The average number of persons employed by the Group,		
	including directors, during the year was as follows:-	2015	2014
		Number	Number
	Brewery Site	215	209
	Managed houses	1,213	1,256
		1,428	1,465
7	INTEREST RECEIVABLE	2015	2014
		£000	£000
	Interest on trade and other loans	59	56
		59	56

8	INTEREST PAYABLE AND SIMILAR CHARGES	2015	2014
		£000	£000
	Overdraft	32	26
	Bank Loans	2,129	1,933
	Other	71	113
	Interest payable before net interest on pension liability	2,232	2,072
	Net interest on pension liability	(41)	(6)
		2,191	2,066

Notes to the Accounts (continued)

9 TAXATION

Analysis of current tax:	2015 £000	2014 £000
UK corporation tax at 21.34% (2014-23.17%)	1,444	1,858
Deferred taxation	(18)	(136)
	1,426	1,722
Deferred taxation:		
Adjustments relating to prior years:		
UK corporation tax	•	1.08
Deferred taxation	428	8
Effect of tax rate change on opening balances		(1,027)
	1,854	811
Factors affecting tax charge:		
Expected tax charge on Profit on Ordinary Activities	1,656	1,627
Expenses not deductible for tax purposes	307	610
Amounts charged directly to the STRGL	(60)	(42)
Depreciation on assets not qualifying for capital allowances	(434)	(307)
Movement in short term timing differences	(22)	(30)
Other tax adjustments	(2)	-
Marginal Relief	(1)	-
Adjustment to tax charge in respect of prior period	(18)	(136)
Current tax charge for the period	1,426	1,722

Factors that may affect the future tax charge:

Deferred tax has not been provided on revaluations of fixed assets. Tax will be payable if the assets are sold and rollover relief is not obtained.

Deferred tax has not been provided in respect of gains realised that have been rolled over into the acquisition cost of replacement assets. This tax will become payable if the replacement assets are sold and further rollover relief is not obtained.

10 DIVIDENDS

		2015 £000	2014 £000
Preference		7	7
Ordinary :-			
- final in repect of prior year	202p per share (2014: 197p)	1,212	1,182
- first interim for current year	88p per share (2014: 86p)	528	516
- second interim for current year	88p per share (2014: 86p)	528	516
		2,275	2,221

The Board will be recommending a final dividend of 207p. In accordance with Accounting Standard, FRS21 - 'Events after the balance sheet date', these are not accrued within these accounts.

Notes to the Accounts (continued)

11 TANGIBLE FIXED ASSETS

Leasehold property							
	Freehold	and	fixtures	Plant			
	property and	over	under	and	furniture &	T 4-1	
	fixtures	50 years	50 years	vehicles	effects	Total	
	£000	£000	£000	£000	£000	£000	
GROUP & COMPANY							
Cost or valuation							
At 26 January 2014	172,070	2,386	11,125	13,598	21,688	220,867	
Additions	9,973	14	338	1,673	4,863	16,861	
Reclassification	(3)	-	•	-	3	(5.405)	
Disposals	(3,762)	<u>(641</u>)	(59)	(406)	<u>(629</u>)	<u>(5,497</u>)	
At 31 January 2015	178,278	1,759	11,404	14,865	25,925	232,231	
At valuation 1963	1,457	12	14	-	-	1,483	
At cost thereafter	176,821	_1,747	11,390	14,865	25,925	230,748	
	178,278	1,759	11,404	14,865	25,925	232,231	
Depreciation							
At 26 January 2014	21,051	393	7,711	8,594	12,713	50,462	
Charge for the year	1,842	54	385	585	2,641	5,507	
Reclassification	(1)	-	-	-	1	-	
Disposals	<u>(535</u>)	<u>(14</u>)	(1)	<u>(251</u>)	(235)	<u>(1,036</u>)	
At 31 January 2015	22,357	433	8,095	8,928	15,120	54,933	
Net book values							
At 31 January 2015	155,921	1,326	3,309	5,937	10,805	177,298	
				5.004	0.075	170 405	
At 26 January 2014	151,018	1,993	3,414	5,004	8,975	170,405	

Freehold and leasehold land, buildings and built in fixtures and fittings were revalued at 31 July 1963 on the going concern (existing use) basis, by Mason & Son. Depreciation provided has been based on the revalued amount and additions at cost thereafter. The difference between book value at cost and the revalued amount is not material.

12	FIXED ASSET INVESTMENTS		GROUP	COMPANY		
		Trade loans	,	Trade loans	Subsidiary undertakings	
	COST	£000	£000	£000	£000	
	At 26 January 2014	1,166	1,166	1,166	591	
	Advances	310	310	310	(504)	
	Repayments/Write Offs	(622)	(622)	(622)	(591)	
	At 31 January 2015	854	854	854	•	
	NET BOOK VALUE					
	At 31 January 2015	854	<u>854</u>	<u>854</u>	<u> </u>	
	At 26 January 2014	1,166	1,166	1,166	591	
	Investments in wholly-owned subsidiary com	panies rep	oresent ordinary shares	in the follow	ing companies.	
	Trading Companies		Percentage of	Country		
			Voting Shares held	Incorpor	ation	
	Badger Ales Limited		100%	England		
	Non-Trading Companies		Percentage of Voting Shares held	Country Incorpor		
	Woodhouse Inns Limited		100%	England		
	Badger Inns Limited		100%	England		
	Blandford Beer Company Limited		100%	England		
	King & Barnes Limited		100%	England		
	Rio Drinks Limited		100%	England		
	Woodhouse Wines Limited		100%	England		
13	STOCKS		Group	Com	пани	
		2015	2014	2015	2014	
		£000	£000	£000	£000	
	Raw materials and consumables	543	641	543	641	
	Finished goods	2,425	1,996	2,425	1,996	
	Goods for resale Other stocks	542 182	534 100	542 182	534 100	
	Office Stocks	3,692	3,271	3,692	3,271	
			3,271	====		
14	DEBTORS		_	_		
			Group	Com		
		2015 £000	2014 £000	2015 £000	2014 £000	
	Trade debtors	4,548	4,968	4,517	4,968	
	Prepayments and accrued income	3,155	3,654	3,155	3,654	
	Owed by Group Companies	´ -	•	8	-	
		7,703	8,622	7,680	8,622	

Total

£000

1,757 310 (1,213)

854

854

1,757

Notes to the Accounts (continued)

15 ANALYSIS OF NET DEBT

	At 26 January 2014 <i>£000</i>	Cash Flow <i>£000</i>	At 31 January 2015 £000
Cash at bank & in hand	579	1,139	1,718
Cash	579	1,139	1,718
Loans	(45,625)	(3,375)	(49,000)
	(45,046)	(2,236)	(47,282)

16 CREDITORS - amounts falling due within one year

	Group		Cor	npany
	2015	2014	2015	2014
	£000	£000	£000	£000
Trade creditors	5,799	5,327	5,798	5,327
Other creditors	592	1,296	592	1,296
Social security and other taxes	3,533	3,546	3,533	3,546
Taxation	455	912	428	912
Accruals and deferred income	6,056	5,376	6,051	5,376
Tenants' and other deposits	1,471	1,347	1,471	1,347
Amounts owed to group undertakings	-	-	-	591
Bank loans (secured)	9,000	625	9,000	625
	26,906	18,429	26,873	19,020

17 CREDITORS - amounts falling due after more than one year

	Group		Company	
	2015	2014	2015	2014
	£000	£000	£000	£000
Bank loans (secured)	40,000	45,000	40,000	45,000
		***************************************		***************************************

These loans are secured against the vast majority of Hall & Woodhouse's freehold property estate.

Notes to the Accounts (continued)

18 LOANS

	Group & Compa	
	2015 £000	2014 £000
Wholly repayable within 10 years:		
HSBC Bank plc		
£20m revolving credit loan facility with a variable interest rate linked to a fixed margin over LIBOR.	20,000	20,000
M&G Investments Ltd		
£20m revolving credit loan facility with a variable interest rate linked to a fixed margin over LIBOR.	20,000	20,000
Barclays Bank plc		
£8.125m revolving credit loan facility with a variable interest rate linked to a fixed margin over LIBOR.	4,000	-
£5m term loan facility with a variable interest rate linked to a fixed margin over LIBOR.	5,000	5,000
£1.250m term loan facility with a variable interest rate linked to a fixed margin over LIBOR.	-	625
	49,000	45,625
Amounts repayable:		
In one year or less, or on demand	9,000	625
In more than one year but not more than two years	20,000	5,000
In more than two years but not more than five years	-	20,000
In more than five years but not more than ten years	20,000	20,000
	49,000	45,625

On February 6th 2015 the Group negotiated its facilities with Barclays and HSBC for a further period of three and five years respectively, with both banks now providing £20m each in debt funding.

19 PROVISIONS FOR LIABILITIES AND CHARGES

	G	roup	Com	pany
	2015	2014	2015	2014
	£000	£000	£000	£000
Deferred taxation	8,780	8,352	8,780	8,352
King & Barnes Ltd unfunded pension scheme	882	915	882	915
Other provisions	19	20	19	20
	9,681	9,287	9,681	9,287
Movement in deferred taxation provision:		***************************************		
·	G	roup	Com	pany
	2015	2014	2015	2014
	£000	£000	£000	£000
At 26 January 2014	8,352	9,263	8,352	9,263
Charge for the year	428	108	428	108
Prior year adjustment	•	8	· -	8
Effect of change of tax rate		(1,027)	-	(1,027)
At 31 January 2015	8,780	8,352	8,780	8,352
The balance comprises:				
•	G	roup	Com	pany
	2015	2014	2015	2014
	£000	£000	£000	£000
Corporation tax on excess of book value of fixed assets over tax written-down values	9,060	8,642	9,060	8,642
Other timing differences	(280)	(290)	(280)	(290)
	8,780	8,352	8,780	8,352

The deferred tax liability has not been discounted.

20 CALLED-UP SHARE CAPITAL

CABBB OF SIMILE CATTALE	Auth	orised	Allotted, called-up and fully paid		
	2015	2014	2015	2014	
	£000	£000	£000	£000	
3.5% cumulative preference shares of £1 each	200	200	200	200	
Ordinary shares of £1 each	600	600	600	600	
	800	800	800	800	

The preference share dividend is payable half yearly in arrears. The preference shares carry no votes at meetings. On a winding up the preference shareholders have a right to receive, in preference to ordinary shareholders, £1 per share plus any accrued dividend.

21 CONTINGENT LIABILITIES

The Company has entered into Fixed Interest Rate Swaps totalling £30.0m (2014-£30.0m) with Barclays Bank plc and Lloyds TSB Bank plc as a hedge against adverse interest rate movements, for up to nine years.

22 FINANCIAL COMMITMENTS

Gr	oup	Cor	npany
2015	2014	2015	2014
£000	£000	£000	£000
4,169	4,150	4,169	4,150
2015	2014	2015	2014
£000	£000	£000	£000
279	237	279	237
529	418	529	418
808	655	808	655
	2015 £000 4,169 2015 £000 279 529	£000 £000 4,169 4,150 2015 2014 £000 £000 279 237 529 418	2015 2014 2015 £000 £000 £000 4,169 4,150 4,169 2015 2014 2015 £000 £000 £000 279 237 279 529 418 529

23 RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENT ON RESERVES

GROUP	Share Capital £000	Revaluation Reserve £000	Profit and Loss Account £000	Total £000
Balance at 26 January 2013	800	332	101,899	103,031
Retained profit for the period Dividends Actuarial loss relating to net pension liability (net of tax)	- -	- -	6,211 (2,221) (1,496)	6,211 (2,221) (1,496)
Balance at 25 January 2014 Retained profit for the period Dividends Actuarial loss relating to net pension liability (net of tax)	800 - - -	332	104,393 5,907 (2,275) (982)	105,525 5,907 (2,275) (982)
Balance at 31 January 2015 COMPANY	800	====	107,043	108,175
Balance at 26 January 2013	800	332	101,908	103,040
Retained profit for the period Dividends Actuarial loss relating to net pension liability (net of tax)	- - -		6,211 (2,221) (1,496)	6,211 (2,221) (1,496)
Balance at 25 January 2014 Retained profit for the period Dividends Actuarial loss relating to net pension liability (net of tax)	800	332	104,402 5,801 (2,275) (982)	105,534 5,801 (2,275) (982)
Balance at 31 January 2015	800	332	106,946	108,078

24 CONTROLLING PARTIES

In the opinion of the directors, there is no single ultimate controlling party.

25 RELATED PARTY TRANSACTIONS

The directors' entitlement to dividends during the year we	re as follows:	Dividend on Ordinary Shares			
	Beneficial		As T	rustee	
	2015	2014	2015	2014	
	£000	£000	£000	£000	
J G G Williams	-	-	258	242	
A W Woodhouse	70	68	225	217	
M J M Woodhouse	151	145	58	127	

The inclusion of all joint interests in the names of more than one director invalidates any significance in the totals.

26 PENSION COSTS

The Group sponsors the Hall & Woodhouse Limited and Subsidiary Companies Retirement Benefits Plan (the "Plan"), which is a defined benefit arrangement. The last full actuarial valuation of this Plan was carried out by an independent qualified actuary as at 1 April 2008 and updated on an approximate basis to 31 January 2015. In addition, following the acquisition of King & Barnes in April 2000, the Group has an additional liability in respect of the pensions in payment for former King & Barnes employees. The King & Barnes pension is also a defined benefit arrangement.

Assets in relation to the Plan are held separately from those of the Group in trustee administered funds. The King & Barnes obligation is unfunded and the liability for this is shown in the Balance Sheet of the Group.

The contributions made by the Group to the Plan over the financial year have been £0.24m (2014 - £0.18m) in accordance with the schedule of contributions. Following completion of the 1 April 2008 valuation, a new schedule of contributions has been agreed, accordingly the contributions to the Plan for the forthcoming year are expected to be £0.24m. As the Plan is closed to new entrants, the current service cost as a percentage of pensionable payroll is likely to increase as the membership ages, although it will be applied to a decreasing pensionable payroll.

Relationship between Hall & Woodhouse Limited and the Trustees of the defined benefit Plan

The pension assets are held in a separate trustee-administered fund to meet long-term pension liabilities to past and present employees. The trustees of the Plan are required to act in the best interest of the Plan's beneficiaries. The appointment of trustees to the Plan is determined by the Plan's trust documentation. Hall & Woodhouse Limited has a policy that one-third of all trustees should be nominated by members of the Plan, including at least one member by current pensioners.

Illustrative balance sheet figures

	2	2015 (£000)			2014 (£000)			2013 (£000)		
	The Plan	King & Barnes	Total	The Plan	King & Barnes	Total	The Plan	King & Barnes	Total	
Assets Liabilities	32,794 39,417	2,945 4,451	35,739 43,868	28,864 35,294	2,781 3,604	31,645 38,898	27,848 33,500	2,923 3,342	30,771 36,842	
(Deficit)/ Surplus Related deferred tax	(6,623)	(1,506)	(8,129)	(6,430)	(823)	(7,253)	(5,652)	(419)	(6,071)	
asset /(liability)	1,325	301	1,626	1,286	165	1,451	1,470	109	1,579	
Net Pension asset/(liabilit	y) (5,298)	(1,205)	(6,503)	(5,144)	(658)	(5,802)	(4,182)	(310)	(4,492)	

Under FRS17, the amount of surplus that can be recognised is the amount of surplus that can be recovered through reduced contributions payable by the Company calculated as the value of future service benefits less employee contributions or by a refund of part or all of this surplus from the pension fund.

<u>Assets</u>									
Equities	14,090	130	14,220	14,539	130	14,669	14,327	130	14,457
Emerging Markets	1,477	_	1,477	-	_	-	_	-	-
Bonds	8,049	-	8,049	6,768	-	6,768	6,276	-	6,276
Gilts	9,139	536	9,675	7,518	536	8,054	7,204	536	7,740
Company Pension Promis	e -	882	882	-	915	915	-	1,033	1,033
Other	39	1,397	1,436	39	1,200	1,239	41	1,224	1,265
Total	32,794	2,945	35,739	28,864	2,781	31,645	27,848	2,923	30,771

The 'Other' assets consist primarily of insured annuity policies and cash.

The 'Company Pension Promise' represents the amount remaining of a provision recognised on the acquisition of King & Barnes Limited. At the time this provision was created it represented the present value of the pension liability to King & Barnes pensioners that was not covered by insured annuity contracts or other assets held separately from the Company. This provision has been adjusted annually to reflect the reducing liability as a result of making pension payments to pensioners during the year and, as recommended by accounting standards, increased to add a funding charge to the value of the liability carried in the Balance Sheet.

Notes to the Accounts (continued)

26 PENSION COSTS (continued)

Reconciliation of the present value of the defined benefit obliga	<u>tion</u>	
	2015 £000	2014 £000
Present value of defined benefit obligation at beginning of year	38,898	36,842
Interest cost	1,640	1,623
Actuarial loss on Plan liabilities Benefits paid	4,894 (1,564)	2,008 (1,575)
Present value of defined benefit obligation at end of year	43,868	38,898
Reconciliation of fair value of Plan assets		
	2015 <i>£000</i>	2014 £000
Fair value of Plan assets at start of year	31,645	30,771
Expected return on Plan assets	1,681	1,629
Actuarial gain on Plan assets	3,737	640
Contributions by the Company	240	180
Contributions by members	•	-
Benefits paid	(1,564)	(1,575)
Fair value of Plan assets at end of year	35,739	31,645
Amounts to be recognised in the balance sheet		
	2015 £000	2014 £000
Present value of funded obligation	35,739	38,898
Fair value of Plan assets	(43,868)	(31,645)
Net liability in balance sheet	(8,129)	7,253
Amounts to be recognised in the P&L statement		
	2015	2014
*	£000	£000
Interest on obligation	1,640	1,623
Expected return on Plan assets	(1,681)	(1,629)
Total expense	(41)	(6)

26 PENSION COSTS (continued)

Cumulative amount of actuarial gains and losses recognised in STRGL

	2015	Movement	2014	
	£000	in year	£000	
Total amount recognised in the statement				
of total recognised gains and losses (STRGL)	(5,745)	(1,157)	(4,558)	

Expected Return on Assets

The overall expected return on assets is calculated as the weighted average of the expected returns on each individual asset class. The expected return on equities is the sum of inflation, the dividend yield, economic growth and investment expenses. The return on gilts and bonds is the current market yield on long term gilts and bonds. The expected return on property has been set equal to the expected return on equities. The expected return on other assets is the current interest rate set by the Bank of England.

	2015 £000	2014 £000	
Actuarial return on Plan assets	5,418	2,269	
Principal actuarial assumptions at the balance sheet	<u>date</u>		
	2015	2014	2013
Discount rate	3.00%	4.30%	4.50%
Expected return on Plan assets at the end of the year	4.50%	5.43%	5.71%
Rate of increase in salaries	N/A	N/A	N/A
Price inflation (CPI)	1.75%	2.30%	2.30%
Pension increases:			

0.00%

2.70%

2.00%

Mortality assumption

- Pension accrued before 6 April 1997

- Pension accrued after 6 April 1997

- Pension accrued after 6 April 2005

The mortality assumptions are based on standard mortality tables which allow for future mortality improvements. The assumptions are that a member who retires in 2035 (2015) at age 65 will live on average for a further 25 (23) years after retirement if they are male and for a further 27 (25) years after retirement if they are female

0.00%

3.20%

2.10%

0.00%

3.10%

2.20%

26 PENSION COSTS (continued)

Sensitivity analysis of the principal assumptions used to measure Plan liabilities:

The sensitivities regarding the principal assumptions used to measure the Plan liabilities are set out below:

Assumption	Change in assumption		Impact on Plan liabilities Decrease/increase by 13%		
Discount rate	Increase/decrease by 19				
Rate of inflation	Increase/decrease by 19	Increase/decrease by 11%			
History of assets, liabilities and actuarial gains an	d losses				
	2015 £000	2014 £000	2013 £000	2012 £000	2011 £000
Fair value of assets	35,739	31,645	30,771	28,986	27,661
Present value of defined benefit obligation	43,868	38,898	36,842	34,177	32,701
(Deficit) / surplus	(8,129)	(7,253)	(6,071)	(5,191)	(5,040)
Experience gain / (loss) on Plan liabilities					
Amount (£'000s)	(89)	(607)	50	(913)	286
Percentage of present value of the Plan liabili	ties (0%)	(2%)	0%	(3%)	1%
Difference between the expected and actual return or	n Plan assets				
Amount (£'000s)	3,737	640	1,396	599	1,186
Percentage of present value of the Plan assets	10%	2%	4%	2%	4%

Estimated contributions

Contribution to be paid to the Plan by the Company next year is £240,000.

Five-Year Statement

	2015	2014	2013	2012	2011
	£000	£000	£000	£000	£000
ASSETS EMPLOYED					
Overdraft Net Current Liabilities Investments and Trade Loans Fixed Assets	(13,793) 854 177,298 164,359	(5,957) 1,166 170,405 165,614	(9,430) 1,578 171,319 163,467	(96) (8,769) 1,099 167,553 ———————————————————————————————————	(45,267) 1,046 165,200 120,979
CAPITAL EMPLOYED					
Equity Preference Capital Medium Term Loans Long Term Liabilities Net Pension Liability	107,975	105,325	102,831	100,798	98,689
	200	200	200	200	200
	40,000	45,000	45,625	44,250	6,875
	9,681	9,287	10,319	10,802	11,586
	6,503	5,802	4,492	3,737	3,629
	164,359	165,614	163,467	159,787	120,979
PROFITS and DIVIDENDS	2015	2014	2013	2012	2011
	£000	£000	£000	£000	£000
Turnover	109,462	102,855	96,805	94,129	90,468
Operating Profit	9,887	9,015	8,312	7,704	7,314
Exceptional Items	(1,097)	387	(318)	(161)	(3,290)
Operating Profit	8,790	9,402	7,994	7,543	4,024
Interest Receivable Interest Payable	59	56	60	53	69
	(2,191)	(2,066)	(2,049)	(2,083)	(1,826)
Trading Profit before Taxation Profit on Sale of FT / Brand Profit on Sales of Assets	6,658 1,103	7,392 - (370)	6,005 - 321	5,513 - 209	2,267 - 3,327
Profit before Taxation Taxation Preference Dividend	7,761	7,022	6,326	5,722	5,594
	(1,854)	(811)	(1,269)	(1,512)	(795)
	(7)	(7)	(7)	(7)	(7)
Earnings for Ordinary Shareholders Ordinary Dividends	5,900	6,204	5,050	4,203	4,792
	(2,268)	(2,214)	(2,160)	(2,106)	(2,082)
Transfer to Reserves	3,632	3,990	2,890	2,097	2,710
Earnings per Ordinary Share	£9.83	£10.34	£8.42	£7.01	£7.99
Dividend per £1 Ordinary Share Net ordinary dividend paid/proposed	Pence	Pence	Pence	Pence	Pence
	383	374	365	356	347