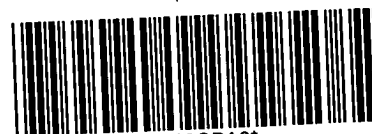


GUNN BROS. (BUILDERS MERCHANTS) LIMITED  
DIRECTORS' REPORT AND FINANCIAL STATEMENTS  
31 JULY 2014  
REGISTRATION NUMBER: 00940343

TUESDAY



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COMPANIES HOUSE

## GUNN BROS. (BUILDERS MERCHANTS) LIMITED

### DIRECTORS' REPORT

The directors present their annual report and financial statements for the year ended 31 July 2014.

#### BUSINESS REVIEW

The Company did not trade during the year.

#### RESULTS AND DIVIDENDS

The Company made neither a profit nor loss during the year (2013: £nil). The directors do not recommend payment of a dividend (2013: £nil).

#### DIRECTORS

The directors who served during the year and up to the date of signing the financial statements were:

R A R Smith  
Wolseley Directors Limited

#### POST BALANCE SHEET EVENT

On 22 April 2015, the Directors resolved to apply to strike off the Company pursuant to Section 1003 of the Companies Act 2006 ("Strike Off") at a date to be determined by the Directors and the following activities were undertaken by the Company which were necessary or expedient for the purpose of making the Strike Off application: the Company's share capital was reduced from 5,000 ordinary shares of £1.00 each to one share of £0.0001 pursuant to Chapter 2 of Part 13 of the Companies Act 2006; the loan of £671,400 owed to the Company by its parent company Wolseley UK Limited ("Loan") was distributed to Wolseley UK Limited by way of a distribution in kind ("Distribution"); and the Company entered into a deed to effect the Distribution and to transfer any residual assets to Wolseley UK Limited in consideration for Wolseley UK Limited assuming any liabilities of the Company ("Deed"). Other than the Loan, the directors were not aware of any other assets or liabilities of the Company and the Directors considered that entering into the Deed was a prudent and expedient measure for the purpose of the proposed Strike Off. As at the date of this report the Directors had not applied to strike off the Company.

#### AUDIT

For the year ended 31 July 2014, the Company was entitled to exemption under section 480 of the Companies Act 2006.

The members of the Company have not required the Company to obtain an audit of its accounts for the year ended 31 July 2014 in accordance with section 476, Companies Act 2006.

By order of the Board

A handwritten signature in black ink, appearing to read 'G Middlemiss', with a stylized flourish at the end.

G Middlemiss  
Secretary

Parkview 1220  
Arlington Business Park  
Theale  
Reading  
RG7 4GA  
United Kingdom

28 April 2015

GUNN BROS. (BUILDERS MERCHANTS) LIMITED

DIRECTORS' RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

Company law requires the directors to prepare financial statements for each financial year which 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 those financial statements, the directors are required to:

- Select suitable accounting policies and apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- Prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the Company will continue in business.

The directors are also responsible for maintaining adequate records which 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 taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

GUNN BROS. (BUILDERS MERCHANTS) LIMITED

BALANCE SHEET AS AT 31 JULY 2014

	<u>2014</u>	<u>2013</u>
	£	£
CURRENT ASSETS		
Debtors: amounts owed by group companies	<u>671,400</u>	<u>671,400</u>
CAPITAL AND RESERVES		
Called-up share capital	5,000	5,000
Profit and loss account	<u>666,400</u>	<u>666,400</u>
	<u>671,400</u>	<u>671,400</u>

For the year ended 31 July 2014, the Company was entitled to exemption under section 480 of the Companies Act 2006.

Members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibility for:

- Ensuring the Company keeps accounting records which comply with section 386; and
- Preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 394 and 395, and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the Company.

Approved by the Board of Directors  
on 28 April 2015  
and signed on its behalf by:



R A R Smith  
Director

The notes on pages 6 and 7 form part of these financial statements.

PROFIT AND LOSS ACCOUNT

During the current financial year and the preceding financial year, the Company did not trade and received no income and incurred no expenditure. During those financial periods the Company made neither a profit nor a loss. In those financial periods the Company had no other recognised gains or losses.

GUNN BROS. (BUILDERS MERCHANTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1. ACCOUNTING CONVENTION

The accounts have been prepared under the historical cost convention. During the period the Company has not traded, has not incurred any liabilities and consequently, has made neither profit nor loss.

2. PROFIT AND LOSS ACCOUNT

None of the directors received any emoluments in respect of their services to the Company during the year (2013: £nil).

3. CALLED-UP SHARE CAPITAL

The Company's share capital was as follows:

	<u>2014</u> £	<u>2013</u> £
Authorised		
100,000 Ordinary A shares of £1 each	100,000	100,000
50,000 Ordinary B shares of £1 each	<u>50,000</u>	<u>50,000</u>
	<u>150,000</u>	<u>150,000</u>
 Allotted, issued, called up and fully paid		
5,000 Ordinary A shares of £1 each	<u>5,000</u>	<u>5,000</u>

Please also see note 6 below.

4. CASH FLOW STATEMENT

Under Financial Reporting Standard 1 (Revised 1996), the Company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking.

5. INTERMEDIATE PARENT COMPANY AND ULTIMATE PARENT COMPANY

The intermediate parent company is Wolseley UK Limited. The ultimate parent company and controlling party is Wolseley plc, which is registered in Jersey. It is the smallest and largest parent undertaking to consolidate these financial statements. Copies of the Group financial statements may be obtained from the Company Secretary, Wolseley plc, Grafenauweg 10, CH-6301 Zug, Switzerland.

6. POST BALANCE SHEET EVENT

On 22 April 2015, the Directors resolved to apply to strike off the Company pursuant to Section 1003 of the Companies Act 2006 ("Strike Off") at a date to be determined by the Directors and the following activities were undertaken by the Company which were necessary or expedient for the purpose of making the Strike Off application: the Company's share capital was reduced from 5,000 ordinary shares of £1.00 each to one share of £0.0001 pursuant to Chapter 2 of

Part 13 of the Companies Act 2006; the loan of £671,400 owed to the Company by its parent company Wolseley UK Limited ("Loan") was distributed to Wolseley UK Limited by way of a distribution in kind ("Distribution"); and the Company entered into a deed to effect the Distribution and to transfer any residual assets to Wolseley UK Limited in consideration for Wolseley UK Limited assuming any liabilities of the Company ("Deed"). Other than the Loan, the directors were not aware of any other assets or liabilities of the Company and the Directors considered that entering into the Deed was a prudent and expedient measure for the purpose of the proposed Strike Off. As at the date of these financial statements the Directors had not applied to strike off the Company.