Annual report and financial statements for the period ended 29 December 2018

Registered number: 02339397



Directors' report for the period ended 29 December 2018

The directors present their annual report on the affairs of the company with unaudited financial statements for the financial period, which ended 29 December 2018. The results represent the 52 week period ended 29 December 2018 and the comparatives represent the 52 week period ended 30 December 2017.

Principal activity

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

The Company has been dormant within the meaning of section 1169 (1) of the Companies Act 2006 throughout the financial period ended on 29 December 2018 and the directors have resolved to take advantage of the exemption conferred by section 480(1) of that Act. Accordingly, no auditors are to be appointed while the Company remains dormant.

Business review and results

The result for the financial period, after taxation, amounted to £nil (2017 profit: 5,504,107,889). No dividends are proposed for the period ended 29 December 2018 (2017: £641,966,804), representing £nil per share (2017: £1.9163189 per share). No final dividend has been proposed.

Directors

The directors holding office during the period and up to the time of signing the financial statements were:

G Enevoldsen

I Langer

D Haines

A Parton

Directors' indemnities

The Company maintains liability insurance for its directors and officers, which is a qualifying third party indemnity provision for the purpose of the Companies Act 2006.

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This report was approved by the board on 29/9/2019 and signed on its behalf by:

I Langer Director

Income statement for the period ended 29 December 2018

		52 weeks ended 29 December 2018	52 weeks ended 30 December 2017
	Note	£	£
Other operating income	3		4,578,009,697
Operating profit		-	4,578,009,697
Income from shares in group undertakings	5	-	928,571,047
Interest receivable and similar income	6	-	6
Interest payable and similar expenses	7		(2,472,861)
Profit before tax		-•	5,504,107,889
Tax on profit	8	-	-
Profit for the financial period		-	5,504,107,889

The Company is dormant and has not traded during the period ended 29 December 2018. The Company received no income and incurred no expenditure in the period and therefore made neither a profit nor a loss.

The notes on pages 6 to 10 form part of these financial statements.

Statement of comprehensive income for the period ended 29 December 2018

		52 weeks ended	52 weeks ended
		29	30
		December	December
		2018	2017
	Note	£	£
Profit for the financial period		_	5,504,107,889
Other comprehensive income			
Waiver of loan receivable	_	-	(4,899,527,410)
Other comprehensive income for the period	_	· -	(4,899,527,410)
Total comprehensive income for the period	_	-	604,580,479

The notes on pages 6 to 10 form part of these financial statements.

Statement of financial position as at 29 December 2018

		29 December 2018	30 December 2017
	Note	£	£
Current assets			
Cash at bank and in hand	_	1	1
Net assets	-	1	1
Capital and reserves			
Called up share capital	11 -	. 1	1
Total shareholders' funds		1	1

Statements

- The Company has not traded during the period and has made neither a profit nor a loss.
- For the financial period ended 29 December 2018, the Company was entitled to exemption from audit under section 480(1) of the Companies Act 2006 (the "Act") relating to dormant companies.
- 3. The sole member of the Company has not required the Company to obtain an audit of its financial statements for the financial period ended 29 December 2018 in accordance with section 476(1) of the Act.
- 4. The directors acknowledge their responsibilities during the financial period in question for:
 - (a) ensuring the Company keeps accounting records which comply with Section 386 of the Act; and
 - (b) preparing the accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial period and of its results for the financial period in accordance with the requirements of section 393 and section 394 of the Act, and which otherwise comply with the requirements of the Act relating to accounts, so far as applicable to the Company.
- 5. The Company is a subsidiary of Hoops 2 Limited, registered in England, whose ultimate holding company is Mars, Incorporated, which is a Delaware, USA corporation.
- 6. The notes on pages 6 to 10 form part of these financial statements.

Director

Approved by the board of directors on 12/9/19.

I Langer.

Notes to the financial statements (continued) for the period ended 29 December 2018

9. Dividends

	29 December 2018 £	30 December 2017 £
Interim dividends of £nil (2017:£1.9163189) per share paid during the period	-	641,966,804
	-	641,966,804

10. Financial instrument

Financial assets measured at amortised cost .	29 December 2018 £	30 December 2017 £
Cash at bank and in hand	1	1
	1	1

11. Called up share capital

•	29 December 2018 £	30 December 2017 £
Allotted, called up and fully paid		
335,000,000 (2017: 335,000,000) ordinary shares of £0.000000003 each (2017: £0.000000003)	. 1	1

There is a single class of ordinary shares. There is no restriction on the distribution of dividends and repayment of capital.

Notes to the financial statements (continued) for the period ended 29 December 2018

8. Taxation

	52 weeks ended 29	52 weeks ended 30
	December 2018	December 2017
	£	£
Taxation on profit on ordinary activities	-	-

Factors affecting tax charge for the period

The tax assessed for the period is the same as (2017: lower than) the standard rate of corporation tax in the UK of 19.00% (2017: 19.25%). The differences are explained below:

	52 weeks ended 29 December 2018	52 weeks ended 30 December 2017
	£	£
Profit on ordinary activities before taxation	-	5,504,107,889
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 19.00% (2017: 19.25%)	-	1,059,540,769
Effects of:		
Expenses not deductible for tax purposes	-	476,026
Non-taxable income	-	(1,060,016,795)
Total tax charge for the period	-	-

The Finance Act 2016 included legislation to reduce the rate of tax to 17% from 1 April 2020. The reduction has been enacted at the period end date and therefore, reflected in these financial statements. There are no provided or unprovided deferred tax assets or liabilities in the period (2017: £nil).

Notes to the financial statements (continued) for the period ended 29 December 2018

5. Income from shares in group undertakings

	52 weeks ended	52 weeks ended
	29 December 2018	30 December 2017
	£	£
Dividends received from subsidiary undertakings	-	928,571,047

6. Interest receivable and similar income

	52 weeks ended 29	52 weeks ended 30
	December 2018	December 2017
	£	£
Interest receivable from group companies	-	6

7. Interest payable and similar expenses

52 weeks ended	52 weeks ended 30
December 2018	December 2017
£	£
	2,472,861
	ended 29 December 2018

Notes to the financial statements (continued) for the period ended 29 December 2018

Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting. Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

Taxation

Corporation tax payable is provided on taxable profits at the current rate. The taxation liabilities of certain group companies are reduced wholly or in part by the surrender of losses to fellow group companies.

Related party transactions

The company is exempt from disclosing transactions with related parties, which are wholly owned within the group.

Interest income

Interest income is recognised in the profit and loss account using the effective interest method.

3. Other operating income

·	52 weeks ended 29	52 weeks ended 30
	December 2018	December 2017
	£	£
Profit from sale of shares in group undertakings	-	4,578,009,697

4. Directors' remuneration

In both the current and prior periods, directors' emoluments were borne by other group companies: Mars Wrigley Confectionery UK Limited (formerly Mars Chocolate UK Limited), Mars Petcare UK and Mars Food Limited. The directors received aggregate emoluments of £nil (2017: £11,000) for their services to the Company during the period.

The Company has no employees (2017: none).