

**Howard Investments Limited**

**Strategic Report, Directors' Report and  
Financial Statements**

Registered number 3729125

13 September 2014

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## Strategic report for the period 15 September 2013 to 13 September 2014

The directors present their strategic report for the 52 weeks ended 13 September 2014.

### Principal activity

The principal activity is that of an investment company.

### Business review and future developments

During the period, the main activity of the company remained unchanged and the directors expect that any future developments will be related to this activity.

### Trading results, dividends and transfer to reserves

The profit and loss account for the period is set out on page 5. The profit on ordinary activities after tax amounted to £9,341,000 (2013: £8,427,000).

No dividend is recommended for the period (2013: £Nil).

### Employees

During the period 15 September 2013 to 13 September 2014 the company did not employ any staff. Information about the directors can be found in the Directors' report on page 2.

By order of the board



**Amanda Geday**  
Secretary  
21 April 2015

Weston Centre  
10 Grosvenor Street  
London W1K 4QY

## Directors' report

The directors present their directors' report and the audited financial statements for the 52 weeks ended 13 September 2014.

### 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 company's auditor is unaware; and each director has taken all the steps that he or she ought to have taken as a director to make himself or herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

### Directors and directors' interests

The directors who held office during the period were as follows:

Guy Weston  
George Weston  
Kate Hobhouse  
Stephen Hancock

Notification of an interest in the shares of this company and shares in or debentures of other group companies by the directors was not required because at the end of the period each was also a director of a company of which this company is a wholly owned subsidiary undertaking.

No director had at any time during the period any material interest in a contract with the company.

### Political and charitable contributions

The company made no political or charitable donations or incurred any political expenditure during the year.

### Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG Audit Plc will therefore continue in office.

By order of the Board



**Amanda Geday**

Secretary

21 April 2015

Weston Centre  
10 Grosvenor Street  
London  
W1K 4QY

## **Statement of directors' responsibilities in respect of the Strategic report, Directors' report and the financial statements**

The directors are responsible for preparing the Strategic reports, 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 period. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and 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; 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 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 have general responsibility 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.

KPMG Audit Plc  
15 Canada Square  
London  
E14 5GL

## **Independent auditors' report to the members of Howard Investments Limited**

We have audited the financial statements of Howard Investments Limited for the 52 weeks ended 13 September 2014 set out on pages 5 to 10. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

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 auditors' 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 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and to 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 Auditing Practices Board'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 Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://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 company's affairs as at 13 September 2014 and of its profit for the 52 weeks then ended;
- have been properly prepared in accordance with UK 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 Directors' report for the financial period 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.



**Anthony Sykes (Senior Statutory Auditor)**  
for and on behalf of KPMG Audit Plc, Statutory Auditor

Chartered Accountants  
15 Canada Square  
London E14 5GL  
21 April 2015

## Profit and loss account

*for the 52 weeks ended 13 September 2014*

	<b>52 weeks ended</b>	<b>52 weeks ended</b>
	<b>13 September</b>	<b>14 September</b>
<i>Note</i>	<b>2014</b>	<b>2013</b>
	<b>£000</b>	<b>£000</b>
Administrative expenses	-	-
	<hr/>	<hr/>
<b>Operating loss</b>	-	-
Receivable from fixed asset investments	4      9,114	8,269
Interest received and similar income	5      300	207
Interest expense an similar charges	(1)	(1)
	<hr/>	<hr/>
<b>Profit on ordinary activities before tax</b>	<b>9,413</b>	<b>8,475</b>
Tax on profit on ordinary activities	6      (72)	(48)
	<hr/>	<hr/>
<b>Profit on ordinary activities after tax</b>	<b>9,341</b>	<b>8,427</b>
	<hr/> <hr/>	<hr/> <hr/>

There are no recognised gains or losses other than the profit for the period and the previous period.

There is no material difference between the company's results as reported and on an historical cost basis. Accordingly no note of historical cost profits and losses has been prepared.

The profit on ordinary activities before tax relates entirely to continuing activities in each period.

## Balance sheet

at 13 September 2014

	<i>Note</i>	<b>13 September 2014</b>		14 September 2013	
		<b>£000</b>	<b>£000</b>	£000	£000
<b>Fixed assets</b>					
Investments	7		109,214		109,214
<b>Current assets</b>					
Cash at bank and in hand		34,492		25,078	
<b>Creditors: amounts falling due within one period</b>	8	(1,454)		(1,381)	
<b>Net current assets</b>			<u>33,038</u>		<u>23,697</u>
<b>Net assets</b>			<u>142,252</u>		<u>132,911</u>
<b>Capital and reserves</b>					
Called up share capital	9		50,000		50,000
Profit and loss account			92,252		82,911
<b>Shareholders' funds – equity interests</b>	10		<u>142,252</u>		<u>132,911</u>

These financial statements were approved by the board of directors on 21 April 2015 and were signed on its behalf by:



**Guy Weston**  
*Director*

**Company registration number 3729125**

## Notes

*(forming part of the financial statements)*

### 1 Accounting reference date

The accounting reference date of the company is the Saturday nearest to 15 September. Accordingly, these financial statements have been prepared to 13 September 2014.

### 2 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

#### ***Basis of preparation***

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

Under Financial Reporting Standard 1 (revised) the company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking. A group cash flow statement is included in the financial statements of Wittington Investments Limited.

As the company is a wholly owned subsidiary of Wittington Investments Limited, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of Wittington Investments Limited, within which this company is included, can be obtained from Companies House.

#### ***Fixed asset investments***

Fixed asset investments are stated at cost less amounts written off in respect of any permanent diminution in value.

#### ***Cash***

Cash comprises cash in hand and short-term deposits with original maturities of three months or less.

#### ***Income from fixed asset investments***

Dividend income is recognised on a receipts basis.

### 3 Operating costs

No charge was made during the period in respect of auditors' remuneration (2013: £Nil). The auditors' remuneration is borne by the parent company.

Amounts receivable by the Company's auditor and its associates in respect of services to the Company and its associates, for both audit and non-audit services have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements of the Company's parent, Wittington Investments Limited.

The Company did not employ staff at any time during the period nor make any payments in respect of wages and salaries.

The directors received no emoluments in respect of their services to the company.

**Notes (continued)**

**4 Receivable from fixed asset investments**

	<b>52 weeks ended 13 September 2014 £000</b>	<b>52 weeks ended 14 September 2013 £000</b>
Receivable from fixed asset investments listed on the London Stock Exchange	<b>9,114</b>	<b>8,269</b>

The 2014 final dividend of 24.30p (2013: 22.65p), total £6,846,256 (2013: £6,381,387) was received from Associated British Foods plc on 9<sup>th</sup> January 2015.

**5 Interest received and similar income**

	<b>52 weeks ended 13 September 2014 £000</b>	<b>52 weeks ended 14 September 2013 £000</b>
Bank interest	<b>300</b>	<b>207</b>

**6 Tax**

The difference between the total current tax charge shown and the amount calculated by applying the standard rate of UK Corporation tax to the profit before tax is as follows:

	<b>52 weeks ended 13 September 2014 £000</b>	<b>52 weeks ended 14 September 2013 £000</b>
Profit on ordinary activities before tax	<b>9,413</b>	<b>8,475</b>
Nominal tax charge at the standard rate of corporation tax of 22.1% (2013: 23.5%)	<b>2,080</b>	1,992
Dividend income not subject to corporation tax	<b>(2,014)</b>	(1,944)
Adjustments to tax charge in respect of previous periods	<b>6</b>	-
Current period tax charge	<b>72</b>	<b>48</b>

The UK corporation tax rate was reduced from 23% to 21% with effect from 1 April 2014, with a further reduction to 20% due to take effect on from 1 April 2015.

**Notes** *(continued)*

**7 Fixed asset investments**

<b>Shares in group undertakings</b>	<b>£000</b>
<i>Cost</i>	
At beginning and end of period	109,214
	<hr/>
<i>Provisions</i>	
At beginning and end of period	-
	<hr/>
<i>Net book value</i>	
At 13 September 2014 and 14 September 2013	109,214
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At 13 September 2014 the market value of investments (all of which are shares in Associated British Foods plc listed on the London Stock Exchange) was £738 million (2013: £510 million).

**8 Creditors: amounts falling due within one period**

	<b>13 September 2014 £000</b>	<b>14 September 2013 £000</b>
Corporation tax	66	48
Amounts owed to group undertakings:		
Parent and fellow subsidiary undertakings	1,388	1,333
	<hr/>	<hr/>
	1,454	1,381
	<hr/> <hr/>	<hr/> <hr/>

**9 Share capital**

	<b>13 September 2014 £000</b>	<b>14 September 2013 £000</b>
<i>Issued, allotted, called up and fully paid</i>		
50,000,000 Ordinary shares of £1 each	50,000	50,000
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**Notes** *(continued)*

**10 Reconciliation of movement in shareholders' funds**

	<b>13 September 2014 £000</b>	14 September 2013 £000
Profit on ordinary activities after tax	<b>9,341</b>	8,427
Net addition to shareholders' funds	<b>9,341</b>	8,427
Opening equity shareholders' funds	<b>132,911</b>	124,484
Closing shareholders' funds	<b>142,252</b>	132,911

**11 Holding company**

The ultimate holding company and controlling party as defined by Financial Reporting Standard 8, is Wittington Investments Limited which is incorporated in Great Britain and registered in England.

The group in which the results of the company are consolidated is that headed by Wittington Investments Limited. The consolidated financial statements of Wittington Investments Limited are available to the public and may be obtained from Companies House.

**12 Registered office**

The registered office of the company is Weston Centre, 10 Grosvenor Street, London W1K 4QY.