

WOLSELEY FINANCE (THEALE) LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
31 JULY 2018
REGISTRATION NUMBER: 4866547

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WOLSELEY FINANCE (THEALE) LIMITED

DIRECTORS' REPORT

The directors present their annual report and financial statements for the year ended 31 July 2018.

BUSINESS REVIEW

The Company did not trade during the year.

RESULTS AND DIVIDENDS

The Company made neither a profit nor loss during the year (2017: US\$nil). The directors do not recommend payment of a dividend (2017: US\$nil).

DIRECTORS

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

A J F Burton	(appointed 1 August 2017)
S Gray	(resigned 1 August 2017)
D L Keltner	(resigned 1 August 2017)
Wolseley Directors Limited	(appointed 1 August 2017)

DIRECTORS' INDEMNITIES

Qualifying third party indemnity provisions for the benefit of its directors were in force throughout the year and remain in force at the date of this report.

AUDIT

For the year ended 31 July 2018, 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 2018 in accordance with section 476, Companies Act 2006.

By order of the Board



K McCormick
Secretary

26 February 2019

1020 Eskdale Road
Winnersh Triangle
Wokingham
Berkshire
RG41 5TS
United Kingdom

WOLSELEY FINANCE (THEALE) 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.

WOLSELEY FINANCE (THEALE) LIMITED

BALANCE SHEET AS AT 31 JULY 2018

	<u>2018</u>	<u>2017</u>
	<u>US\$</u>	<u>US\$</u>
CAPITAL AND RESERVES		
Called-up share capital	16	16
Profit and loss account	<u>(16)</u>	<u>(16)</u>
	<u>=</u>	<u>=</u>

For the year ended 31 July 2018, 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:

- a. Ensuring the Company keeps accounting records which comply with section 386; and
- b. 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 26 February 2019
and signed on its behalf by:



A J F Burton
Director

The notes on page 5 form part of these financial statements.

PROFIT AND LOSS ACCOUNT

No profit and loss account is presented with these financial statements because the Company has not received income, incurred expenditure or recognised any other items of comprehensive income during either the current or preceding financial year. There have been no movements in shareholders' funds during the current or preceding financial year and therefore no statement of changes of equity has been included.

WOLSELEY FINANCE (THEALE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1. ACCOUNTING CONVENTION

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The Company is a private company limited by shares and is registered in England and Wales. The address of the Company's registered office is shown on page 2.

2. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

The Company had no employees during the current and preceding financial year.

None of the directors received any emoluments in respect of their services to the Company during the year (2017: US\$nil).

3. CALLED-UP SHARE CAPITAL

The Company's share capital is as follows:

	<u>2018 and 2017</u> US\$
Authorised	
1,000,000,000 Ordinary-A shares of US\$0.00000001	10
1,000,000,000 Ordinary-B shares of US\$0.00000001	10
1,000,000,000 Ordinary-C shares of US\$0.00000001	10
1,000,000,000 Ordinary-D shares of US\$0.00000001	<u>10</u>
	<u>40</u>
Allotted, called up and fully paid	
419,840,637 Ordinary-A shares of US\$0.00000001	4
381,452,444 Ordinary-B shares of US\$0.00000001	4
650,250,000 Ordinary-C shares of US\$0.00000001	6
156,014,000 Ordinary-D shares of US\$0.00000001	<u>2</u>
	<u>16</u>

4. RELATED PARTY TRANSACTIONS

The cost of the annual return fee was borne by Ferguson Group Services Limited without any right of reimbursement.

5. INTERMEDIATE PARENT COMPANY AND ULTIMATE PARENT COMPANY

The intermediate parent company is Wolseley Overseas Limited. The ultimate parent company and controlling party is Ferguson plc, a company incorporated in Jersey whose registered office is 26 New Street, St Helier, Jersey, JE2 3RA. 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, Ferguson plc, Grafenauweg 10, CH-6301 Zug, Switzerland.