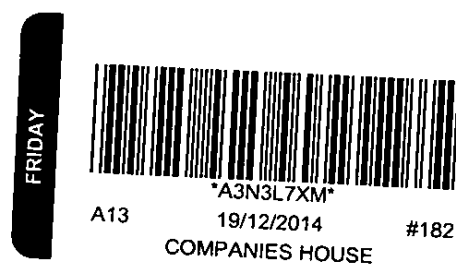


# **PCF Social Enterprises Limited**

**Directors' report and financial statements  
for the period ended 31 March 2014**

Registered number 07087239



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## **Directors' Report**

The directors present their directors' report and financial statements for the year ended 31 March 2014

### **Principal activities**

PCF Social Enterprises is a holding company for the retail subsidiaries of The Prince of Wales's Charitable Foundation (charity number 1127255). It owns the entire issued share capital of Duchy Originals Limited and A G Carrick Limited. PCF Social Enterprises is a wholly owned subsidiary of The Prince of Wales's Charitable Foundation.

The Company has not traded in the year but has operated to ensure that good governance is applied across the group and to ensure there is coherence within the group.

Since the year end the company has begun to raise an administration fee to its subsidiary's in respect of the services it provides. Consequently the company will become profitable during the year to 31 March 2015.

### **Results and dividend**

The results for the company are set out in the profit & loss account on page 5, and the accompanying notes.

### **Directors**

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

Mark Leishman

Michael Jary

Andrew Wright

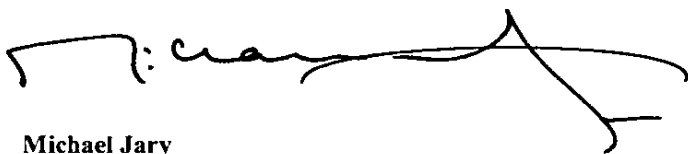
### **Disclosure of information to auditors**

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 auditors are unaware, and each director has taken all the steps that he/ she ought to have taken as a director to make himself/ herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

### **Auditors**

In accordance with Section 487 of the Companies Act 2006, a resolution to appoint KPMG LLP as auditors of the Company is to be proposed at the forthcoming Annual General Meeting.

By order of the board



**Michael Jary**  
Director  
Clarence House  
London  
SW1A 1BA

20<sup>th</sup> November 2014

Company number 07087239

## **Statement of directors' responsibilities in respect of the Directors' Report and the financial statements**

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 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 judgements 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.

## **Independent auditor's report to the members of PCF Social Enterprises Limited**

We have audited the financial statements of PCF Social Enterprises Limited for the year ended 31<sup>st</sup> March 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 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 auditor**

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 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 (APB'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 APB'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 31<sup>st</sup> March 2014 and of its loss for the year 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

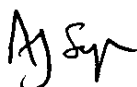
### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the 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, or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report



**Anthony Sykes (Senior Statutory Auditor)**  
for and on behalf of KPMG LLP, Statutory Auditor  
**Chartered Accountants**  
15 Canada Square

London  
E14 5GL

20 November 2014

**Profit and loss account**  
*for the year ended 31 March 2014*

	<i>Note</i>	<b>2014</b> <b>£</b>	<b>2013</b> <b>£</b>
<b>Turnover</b>		-	-
Administrative expenses		<b>(109,691)</b>	<b>(50)</b>
<b>Loss on ordinary activities before taxation</b>	<b>2</b>	<b>(109,691)</b>	<b>(50)</b>
Tax on loss on ordinary activities	<b>3</b>	-	-
<b>Loss for the financial year</b>	<b>9</b>	<b>(109,691)</b>	<b>(50)</b>

There is no difference between the profit or loss for the financial year and the profit or loss on a historical cost basis

There were no other recognised gains or losses other than the results set out above

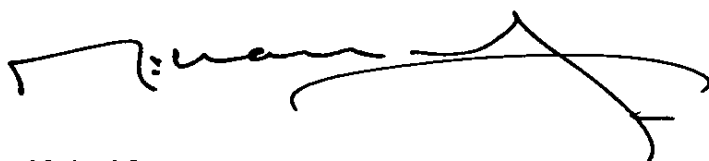
The notes on pages 7 – 10 form a part of the financial statements

All operations are continuing

**Balance sheet**  
*as at 31 March 2014*

	Note	2014		2013	
		£	£	£	£
<b>Fixed Assets</b>					
Investments	5		499,966		499,966
<b>Creditors</b> amounts falling due within one year	6	(113,207)		(3,516)	
<b>Net current liabilities</b>			(113,207)		(3,516)
<b>Net assets</b>			<u>386,759</u>		<u>496,450</u>
<b>Capital and reserves</b>					
Called up share capital	7		500,000		500,000
Profit and loss account	8		<u>(113,241)</u>		<u>(3,550)</u>
<b>Equity shareholders' funds</b>			<u>386,759</u>		<u>496,450</u>

These financial statements were approved by the board of directors on 20<sup>th</sup> November 2014 and were signed on its behalf by



**Michael Jary**  
*Director*

Company number 07087239

## **Notes (forming part of the financial statements)**

### **1 Accounting policies**

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

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

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

Under Financial Reporting Standard 1 the Company is exempt from the requirement to prepare a cash flow statement on the grounds of its size.

As the Company is a wholly owned subsidiary of The Prince of Wales's Charitable Foundation, 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 The Prince's Charities Foundation, within which this Company is included, can be obtained from the address given in note 10.

#### ***Investments***

Fixed asset investments are shown at cost.

#### ***Taxation***

The charge for taxation is based on the profit or loss for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.

Deferred tax assets are recognised only to the extent that the directors consider it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse based on tax rates and laws enacted or subsequently enacted at the balance sheet date.



## **Notes (continued)**

### **2 Loss on ordinary activities**

Loss on ordinary activities is stated after charging,

	<b>2014</b>	2013
	<b>£</b>	£
Fees payable to the Company's auditors for the audit of the financial statements	<b>1,380</b>	1,344

The amount shown in 2014 is payable to the company's auditors by the parent company, The Prince of Wales's Charitable Foundation

### **3 Taxation**

#### ***Reconciliation of the current tax***

The current tax charge for the year is lower (2013: lower) than the standard rate of corporation tax in the UK. The differences are explained below:

	<b>2014</b>	2013
	<b>£</b>	£
<b>Current tax reconciliation</b>		
Loss on ordinary activities before tax	<b>(109,691)</b>	(50)
Current tax at 21% (2013: 20.0%)	<b>(23,035)</b>	(10)
<b>Effects of:</b>		
Losses carried forward		10
Tax losses utilised within the group	<b>23,035</b>	
Total current tax charge	<b>-</b>	-

### **4 Employees & directors remuneration**

The company had no employees during the year.

The directors received no remuneration for the year (2013: nil).

**Notes (continued)**

**5 Fixed asset investments**

**Shares in group undertakings**

	<b>2014</b>	<b>2013</b>
	<b>£</b>	<b>£</b>
<b>Cost and net book value</b>		
At beginning of year	<b>499,966</b>	66
Additions	-	499,900
At end of year	<u><b>499,966</b></u>	<u>499,966</u>

	<b>Country of incorporation</b>	<b>Principal activity</b>	<b>Class and percentage of shares held</b>
<b>Subsidiary undertakings</b>			
Duchy Originals Limited	UK	Brand and licensing	100% Ordinary
A G Carrick Limited	UK	Food and lifestyle products	100% Ordinary

**6 Creditors**

	<b>2014</b>	<b>2013</b>
	<b>£</b>	<b>£</b>
<b>Creditors: amounts falling due within one year</b>		
Amounts owed to parent undertaking	<b>111,850</b>	3,516
Accruals and deferred income	<u><b>1,357</b></u>	<u>-</u>
	<u><b>113,207</b></u>	<u>3,516</u>

**Notes (continued)**

**7 Called up share capital**

	2014 £	2013 £
<b>Allotted, called up and fully paid</b>		
Ordinary shares of £1 each	<u>500,000</u>	<u>500,000</u>

**8 Profit and loss account reserve**

	2014 £	2013 £
Opening reserve	(3,550)	(3,500)
Loss for the period	<u>(109,691)</u>	<u>(50)</u>
Closing reserve	<u>(113,241)</u>	<u>(3,550)</u>

**9 Reconciliation of movements in Shareholders' Funds**

	2014 £	2013 £
Opening shareholders' funds	496,450	(3,400)
Loss for the year	(109,691)	(50)
Issued Share Capital	-	499,900
Closing shareholders' funds	<u>386,759</u>	<u>496,450</u>

**10 Parent undertaking**

The Company's ultimate controlling party is The Prince of Wales's Charitable Foundation (Registered Charity Number 1127255, Company Number 06777589), which prepares consolidated financial statements

The consolidated financial statements of this group are available to the public and may be obtained from The Charity Commission, PO Box 1227, Liverpool, L69 3UG