REGISTERED NUMBER: 08131752 (England and Wales)

# Abbreviated Accounts for the Period 5 July 2012 to 29 December 2013

for

# Domino's Pizza West Country Limited

## Contents of the Abbreviated Accounts
## for the Period 5 July 2012 to 29 December 2013

# Company Information
## for the Period 5 July 2012 to 29 December 2013

| | |
|---|---|
| **DIRECTORS:** | Mr D Rose<br>Mr G Rose<br>Mr D J Wild<br>Mr S E Wilkins |
| **SECRETARY:** | Mr P Waters |
| **REGISTERED OFFICE:** | 1 Thornbury<br>West Ashland<br>Milton Keynes<br>MK6 4BB |
| **REGISTERED NUMBER:** | 08131752 (England and Wales) |
| **AUDITORS:** | Parcell & Associates<br>Aldreth<br>Pearcroft Road<br>Stonehouse<br>Gloucestershire<br>GL10 2JY |

**Domino's Pizza West Country Limited**

**Strategic Report**
**for the Period 5 July 2012 to 29 December 2013**

The directors present their strategic report for the period 5 July 2012 to 29 December 2013.

**REVIEW OF BUSINESS**

The company operates 10 stores and employs over 250 staff. It acquired 7 stores on taking over the businesses of its subsidiaries in December 2012 and has since added 3 further stores. The company has traded successfully in the year, though profits before tax are reduced by the write-off of goodwill. In the opinion of the directors the stores and goodwill will have increased in value as a result of stores being valued as a multiple of turnover.

**Key Performance Indicators**

Sales growth has been strong, The business cash-flow is healthy and the company is able to meet all liabilities.

**PRINCIPAL RISKS AND UNCERTAINTIES**

Principal risks are increasing commodity prices, adding pressure to margins, and significant upward movements in interest rates might also increase costs. The first mentioned risk is controlled by collective purchasing initiatives. The level of borrowing is minimal so that interest rate increases are manageable.

**ON BEHALF OF THE BOARD:**

.....
Director

Date: 6/8/14

# Report of the Directors
## for the Period 5 July 2012 to 29 December 2013

The directors present their report with the accounts of the company for the period 5 July 2012 to 29 December 2013.

**INCORPORATION**
The company was incorporated on 5 July 2012 and commenced trading on 31 December 2012.

The company passed a special resolution on 21 December 2012 changing its name from D P Rose Limited to Domino's Pizza West Country Limited.

**PRINCIPAL ACTIVITY**
The principal activity of the company in the period under review was that of the operation of Domino's franchised restaurants

**DIVIDENDS**
No dividends will be distributed for the period ended 29 December 2013.

**FUTURE DEVELOPMENTS**
The company intends to continue expanding its store base and opened another store shortly after the year end.

**DIRECTORS**
The directors who have held office during the period from 5 July 2012 to the date of this report are as follows:

Mr D Rose-appointed 2 December 2012
Mr G Rose-appointed 2 December 2012

Mr D J Wild and Mr S E Wilkins were appointed as directors after 29 December 2013 but prior to the date of this report.

Mr L Ginsberg and Mr L Batchelor ceased to be directors after 29 December 2013 but prior to the date of this report

All the directors, being eligible, offer themselves for election at the forthcoming first Annual General Meeting.

**EMPLOYMENT OF DISABLED PERSONS**
The company operates a policy of giving full & fair consideration to employment applications from disabled persons.

**PROVISION OF INFORMATION TO EMPLOYEES**
The company has a system for providing employees with information of concern to them . It also consults employees on a regular basis so that their views can be taken into account in making decisions affecting them. It regularly to explains to employees the financial and economic factors affecting the performance of the company and makes them aware of the provision of training, career development and employment of disabled employees.

## Report of the Directors
## for the Period 5 July 2012 to 29 December 2013

### STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 accounting estimates that are reasonable and prudent;
- 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 are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

### AUDITORS

The auditors, Parcell & Associates, will be proposed for re-appointment at the forthcoming Annual General Meeting.

**ON BEHALF OF THE BOARD:**

.....
Director

Date: 6/8/14

**Report of the Independent Auditors to**
**Domino's Pizza West Country Limited**
**Under Section 449 of the Companies Act 2006**

We have examined the abbreviated accounts set out on pages six to eighteen, together with the full financial statements of Domino's Pizza West Country Limited for the period ended 29 December 2013 prepared under Section 396 of the Companies Act 2006.

This report is made solely to the company, in accordance with Section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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, for our work, for this report, or for the opinions we have formed.

**Respective responsibilities of directors and auditors**
The directors are responsible for preparing the abbreviated accounts in accordance with Section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the Regulations made under that Section and to report our opinion to you.

**Basis of opinion**
We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

**Opinion**
In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the Regulations made under that Section.

Nicholas Parcell

Nicholas Parcell (Senior Statutory Auditor)
for and on behalf of Parcell & Associates
Aldreth
Pearcroft Road
Stonehouse
Gloucestershire
GL10 2JY

Date: 6/8/14

**Domino's Pizza West Country Limited**

**Profit and Loss Account**
**for the Period 5 July 2012 to 29 December 2013**

| | Notes | £ | £ |
|---|---|---|---|
| **TURNOVER** | | | 8,277,882 |
| Acquisitions | | 8,277,882 | |
| Cost of sales | 2 | | 3,172,149 |
| **GROSS PROFIT** | 2 | | 5,105,733 |
| Net operating expenses | 2 | | 10,017,446 |
| **OPERATING LOSS** | 4 | | (4,911,713) |
| Acquisitions | | (4,911,713) | |
| Income from shares in group undertakings | | | 5,048,800 |
| Interest payable and similar charges | 5 | | (15,086) |
| **PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION** | | | 122,001 |
| Tax on profit on ordinary activities | 6 | | 160,553 |
| **LOSS FOR THE FINANCIAL PERIOD** | | | (38,552) |

**TOTAL RECOGNISED GAINS AND LOSSES**
The company has no recognised gains or losses other than the loss for the current period.

The notes form part of these abbreviated accounts

## Abbreviated Balance Sheet
## 29 December 2013

| | Notes | £ | £ |
|---|---|---|---|
| **FIXED ASSETS** | | | |
| Intangible assets | 7 | | 4,538,969 |
| Tangible assets | 8 | | 888,283 |
| Investments | 9 | | - |
| | | | 5,427,252 |
| **CURRENT ASSETS** | | | |
| Stocks | 10 | 42,297 | |
| Debtors | 11 | 499,746 | |
| Cash at bank and in hand | | 717,292 | |
| | | 1,259,335 | |
| **CREDITORS** | | | |
| Amounts falling due within one year | 12 | 1,551,608 | |
| **NET CURRENT LIABILITIES** | | | (292,273) |
| **TOTAL ASSETS LESS CURRENT LIABILITIES** | | | 5,134,979 |
| **PROVISIONS FOR LIABILITIES** | 14 | | 124,729 |
| **NET ASSETS** | | | 5,010,250 |
| **CAPITAL AND RESERVES** | | | |
| Called up share capital | 15 | | 4 |
| Share premium | 16 | | 5,048,798 |
| Profit and loss account | 16 | | (38,552) |
| **SHAREHOLDERS' FUNDS** | 20 | | 5,010,250 |

The notes form part of these abbreviated accounts



continued...

**Abbreviated Balance Sheet - continued**
**29 December 2013**

The abbreviated accounts have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to medium-sized companies.

The financial statements were approved by the Board of Directors on ....6/8/14..... and were signed on its behalf by:

.....
Director

.....
Director

## Cash Flow Statement
## for the Period 5 July 2012 to 29 December 2013

| | Notes | £ |
|---|---|---|
| **Net cash inflow from operating activities** | 1 | 1,437,927 |
| **Returns on investments and servicing of finance** | 2 | 5,033,714 |
| **Taxation** | 2 | 189,780 |
| **Capital expenditure and financial investment** | 2 | (11,130,311) |
| | | (4,468,890) |
| **Financing** | 2 | 5,186,182 |
| **Increase in cash in the period** | | 717,292 |

| | Notes | |
|---|---|---|
| **Reconciliation of net cash flow to movement in net debt** | 3 | |
| Increase in cash in the period | | 717,292 |
| Change in net debt resulting from cash flows | | 717,292 |
| **Movement in net debt in the period** | | 717,292 |
| **Net debt at 5 July** | | - |
| **Net funds at 29 December** | | 717,292 |

The notes form part of these abbreviated accounts

## Notes to the Cash Flow Statement
## for the Period 5 July 2012 to 29 December 2013

### 1. RECONCILIATION OF OPERATING LOSS TO NET CASH INFLOW FROM OPERATING ACTIVITIES

| | £ |
|---|---|
| Operating loss | (4,911,713) |
| Depreciation charges | 654,259 |
| Impairment of investment | 5,048,800 |
| Increase in stocks | (42,297) |
| Increase in debtors | (158,829) |
| Increase in creditors | 847,707 |
| **Net cash inflow from operating activities** | 1,437,927 |

### 2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

| | £ |
|---|---|
| **Returns on investments and servicing of finance** | |
| Interest paid | (15,086) |
| Dividends received | 5,048,800 |
| **Net cash inflow for returns on investments and servicing of finance** | 5,033,714 |
| **Taxation** | |
| Taxation paid | 124,761 |
| Deferred tax hived up from subsidiaries | 65,019 |
| **Net cash inflow for taxation** | 189,780 |
| **Capital expenditure and financial investment** | |
| Purchase of intangible fixed assets | (5,043,299) |
| Purchase of tangible fixed assets | (1,038,212) |
| Purchase of fixed asset investments | (5,048,800) |
| **Net cash outflow for capital expenditure and financial investment** | (11,130,311) |
| **Financing** | |
| Amount withdrawn by directors | (74,198) |
| Share issue | 5,048,802 |
| Loans from participating interest | 478,297 |
| Amount owed by group undertakings | (266,719) |
| **Net cash inflow from financing** | 5,186,182 |

The notes form part of these abbreviated accounts

## Notes to the Cash Flow Statement
## for the Period 5 July 2012 to 29 December 2013

### 3. ANALYSIS OF CHANGES IN NET DEBT

| | At 5.7.12 £ | Cash flow £ | At 29.12.13 £ |
|---|---|---|---|
| Net cash: | | | |
| Cash at bank and in hand | - | 717,292 | 717,292 |
| | - | 717,292 | 717,292 |
| Total | - | 717,292 | 717,292 |

## 1. ACCOUNTING POLICIES

**Accounting convention**
The financial statements have been prepared under the historical cost convention.

**Turnover**
Turnover represents net invoiced sales of goods, excluding value added tax.

**Goodwill**
Goodwill, being the amount paid in connection with the acquisition of a business in 2012, is being amortised evenly over its estimated useful life of ten years.

**Tangible fixed assets**
Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

| | |
|---|---|
| Short leasehold | - at varying rates on cost |
| Plant and machinery | - at varying rates on cost |
| Fixtures and fittings | - at varying rates on cost |
| Motor vehicles | - at varying rates on cost |

**Stocks**
Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

**Deferred tax**
Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

**Hire purchase and leasing commitments**
Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

## 2. ANALYSIS OF OPERATIONS

| | Continuing | 29.12.13 Acquisitions | Total |
|---|---|---|---|
| | £ | £ | £ |
| Cost of sales | - | 3,172,149 | 3,172,149 |
| Gross profit | - | 5,105,733 | 5,105,733 |
| Net operating expenses: | | | |
| Administrative expenses | - | 10,017,446 | 10,017,446 |



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## 3. STAFF COSTS

| | £ |
|---|---|
| Wages and salaries | 2,373,101 |
| Social security costs | 110,252 |
| | 2,483,353 |

The average monthly number of employees during the period was as follows:

| | |
|---|---|
| Hourly staff | 269 |
| Salaried staff | 14 |
| | 283 |

## 4. OPERATING LOSS

The operating loss is stated after charging:

| | £ |
|---|---|
| Hire of plant and machinery | 14,292 |
| Other operating leases | 142,522 |
| Depreciation - owned assets | 149,929 |
| Goodwill amortisation | 504,330 |
| Auditors' remuneration | 8,000 |
| Auditors' remuneration for non audit work | 9,935 |
| Impairment losses on investments | 5,048,800 |
| Directors' remuneration | 78,577 |

## 5. INTEREST PAYABLE AND SIMILAR CHARGES

| | £ |
|---|---|
| Bank loan interest | 751 |
| Other interest | 14,335 |
| | 15,086 |



continued...

## 6. TAXATION

**Analysis of the tax charge**
The tax charge on the profit on ordinary activities for the period was as follows:

| | £ |
|---|---|
| Current tax: | |
| UK corporation tax | 100,843 |
| Deferred tax | 59,710 |
| Tax on profit on ordinary activities | 160,553 |

UK corporation tax has been charged at 21.47%.

**Factors affecting the tax charge**
The tax assessed for the period is higher than the standard rate of corporation tax in the UK. The difference is explained below:

| | £ |
|---|---|
| Profit on ordinary activities before tax | 122,001 |
| Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 21.470% | 26,194 |
| Effects of: | |
| Expenses not deductible for tax purposes | 3,404 |
| Income not taxable for tax purposes | 1,084,195 |
| Depreciation in excess of capital allowances | 71,245 |
| Impairment of investment | (1,084,195) |
| Current tax charge | 100,843 |

## 7. INTANGIBLE FIXED ASSETS

| | Goodwill £ |
|---|---|
| **COST** | |
| Additions | 5,043,299 |
| At 29 December 2013 | 5,043,299 |
| **AMORTISATION** | |
| Amortisation for period | 504,330 |
| At 29 December 2013 | 504,330 |
| **NET BOOK VALUE** | |
| At 29 December 2013 | 4,538,969 |



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## 8. TANGIBLE FIXED ASSETS

| | Short leasehold £ | Plant and machinery £ | Fixtures and fittings £ | Motor vehicles £ | Totals £ |
|---|---|---|---|---|---|
| **COST** | | | | | |
| Additions | 28,559 | 637,662 | 331,606 | 40,385 | 1,038,212 |
| At 29 December 2013 | 28,559 | 637,662 | 331,606 | 40,385 | 1,038,212 |
| **DEPRECIATION** | | | | | |
| Charge for period | 2,761 | 115,196 | 30,708 | 1,264 | 149,929 |
| At 29 December 2013 | 2,761 | 115,196 | 30,708 | 1,264 | 149,929 |
| **NET BOOK VALUE** | | | | | |
| At 29 December 2013 | 25,798 | 522,466 | 300,898 | 39,121 | 888,283 |

## 9. FIXED ASSET INVESTMENTS

| | Shares in group undertakings £ |
|---|---|
| **COST** | |
| Additions | 5,048,800 |
| Impairments | (5,048,800) |
| At 29 December 2013 | - |
| **NET BOOK VALUE** | |
| At 29 December 2013 | - |

## 10. STOCKS

| | £ |
|---|---|
| Stocks | 42,297 |

## 11. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | £ |
|---|---|
| Amounts owed by group undertakings | 266,719 |
| Other debtors | 37,170 |
| Directors' current accounts | 74,198 |
| Prepayments | 121,659 |
| | 499,746 |



continued...

## 12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | £ |
|---|---|
| Trade creditors | 253,406 |
| Amounts owed to participating interests | 478,297 |
| Corporation tax | 225,604 |
| Social security and other taxes | 29,692 |
| VAT | 341,520 |
| Other creditors | 22,076 |
| Accruals and deferred income | 201,013 |
| | 1,551,608 |

## 13. OPERATING LEASE COMMITMENTS

The following operating lease payments are committed to be paid within one year:

| | Land and buildings |
|---|---|
| | £ |
| Expiring: | |
| In more than five years | 169,425 |

## 14. PROVISIONS FOR LIABILITIES

| | £ |
|---|---|
| Deferred tax | 124,729 |

| | Deferred tax |
|---|---|
| | £ |
| Provided during period | 59,710 |
| Hived up from subsidiaries | 65,019 |
| Balance at 29 December 2013 | 124,729 |

## 15. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

| Number: | Class: | Nominal value: | £ |
|---|---|---|---|
| 200 | Ordinary A | 1p | 2 |
| 200 | Ordinary B | 1p | 2 |
| | | | 4 |



continued...

## 15. CALLED UP SHARE CAPITAL - continued

The following fully paid shares were allotted during the period at a premium as shown below:

200 Ordinary A shares of 1p each at £12622 per share
200 Ordinary B shares of 1p each at £12622 per share

## 16. RESERVES

| | Profit and loss account £ | Share premium £ | Totals £ |
|---|---|---|---|
| Deficit for the period | (38,552) | | (38,552) |
| Share issue | - | 5,048,798 | 5,048,798 |
| At 29 December 2013 | (38,552) | 5,048,798 | 5,010,246 |

## 17. DIRECTORS' ADVANCES, CREDITS AND GUARANTEES

The following advances and credits to a director subsisted during the period ended 29 December 2013:

| | £ |
|---|---|
| **Mr D Rose** | |
| Balance outstanding at start of period | - |
| Amounts advanced | 74,198 |
| Amounts repaid | - |
| Balance outstanding at end of period | 74,198 |

Interest has been charged as appropriate on the balance at HMRC approved rates.



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## 18. RELATED PARTY DISCLOSURES

On December 2nd 2012 the shares of MLS Limited, a company wholly owned by Mr & Mrs David Rose which had a valuation of £2,524,400, were acquired by the company in exchange for the issue of 200 ordinary B shares in the company of 1p each.

On the same day the shares in two companies wholly owned by Domino's Pizza Group plc, D A Hall Trading Limited and DAHT Limited which had a combined valuation of £2,524,400, were acquired by the company in exchange for the re-classification and re-designation of the existing shareholding in the company into 100 ordinary A shares of 1p each and the issue of 100 ordinary A shares in the company of 1p each.

As a result, Mr and Mrs David Rose own 200 ordinary B shares in the company and Domino's Pizza Group plc owns 200 ordinary A shares in the company.

On December 30th 2012, the trade and assets of the three subsidiary companies, MLS Limited, DAHT Limited and D A Hall Trading Limited, were hived up to this company in exchange for inter-company debt.

The company acquired goods and services from Domino's Pizza Group plc in the year totalling £3,905,321. Included in creditors is £478,297 owed to Domino's Pizza Group plc.

## 19. ULTIMATE CONTROLLING PARTY

The company is a joint venture between Domino's Pizza Group plc and Mr and Mrs David Rose. The two parties to the joint venture each own 50% of the share capital and have joint control through voting rights as well as being party to the joint venture agreement. This ensures that strategic, financial and operational decisions relating to the joint venture activities require the unanimous consent of the two joint venture parties.

## 20. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

| | £ |
|---|---|
| Loss for the financial period | (38,552) |
| New share capital subscribed | 4 |
| Share premium | 5,048,798 |
| **Net addition to shareholders' funds** | 5,010,250 |
| Opening shareholders' funds | - |
| **Closing shareholders' funds** | 5,010,250 |
| Equity interests | 5,010,250 |