REGISTERED NUMBER: OC343092 (England and Wales)

Report of the Members and

Financial Statements

for the Year Ended 28 February 2013

<u>for</u>

Haine & Smith Partnership LLP

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Haine & Smith Partnership LLP

General Information for the Year Ended 28 February 2013

DESIGNATED MEMBERS:

Mrs S C Haine

B J Smith

REGISTERED OFFICE.

Unit 7 & 8

Salisbury Road Business Park

Pewsey Wiltshire SN9 5PZ

REGISTERED NUMBER

OC343092 (England and Wales)

SENIOR STATUTORY AUDITOR: David Black

AUDITORS:

Monahans

Statutory Auditors 38-42 Newport Street

Swindon

Wiltshire SN1 3DR

Report of the Members for the Year Ended 28 February 2013

The members present their report with the financial statements of the LLP for the year ended 28 February 2013

PRINCIPAL ACTIVITY

The principal activity of the LLP in the year under review was that of opticians

REVIEW OF BUSINESS

The results for the year and financial position of the LLP are as shown in the annexed financial statements

Overall turnover levels have been maintained despite difficult trading conditions. This has been made possible through focusing on the strengths of the business

DESIGNATED MEMBERS

The designated members during the year under review were

Mrs S C Haine B J Smith

RESULTS FOR THE YEAR AND ALLOCATION TO MEMBERS

The profit for the year before members' remuneration and profit shares was £835,043 (2012 - £846,423 profit)

MEMBERS' INTERESTS

A level of monthly drawings is set at the start of each financial year and further adjustments are made once the results for the year and allocations of profit are finalised. Profit share is based on residual profit after member's salaries in accordance with the profit share agreement.

The level of members capital is determined at admission to the partnership and from time to time by the designated members. Members are required to contribute to the LLP's capital in accordance with their profit share percentage. The amount is repayable in stages upon retirement.

STATEMENT OF MEMBERS' RESPONSIBILITIES

The members are responsible for preparing the Report of the Members and the financial statements in accordance with applicable law and regulations

Legislation applicable to limited liability partnerships requires the members to prepare financial statements for each financial year. Under that law the members have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under legislation applicable to limited liability partnerships the members 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 LLP and of the profit or loss of the LLP for that period. In preparing these financial statements, the members 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 LLP will continue in business

The members are responsible for keeping adequate accounting records that are sufficient to show and explain the LLP's transactions and disclose with reasonable accuracy at any time the financial position of the LLP and enable them to ensure that the financial statements comply with the Companies Act 2006 as applied to LLPs by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008. They are also responsible for safeguarding the assets of the LLP 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 members are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the LLP's auditors are unaware, and each member has taken all the steps that he or she ought to have taken as a member in order to make himself or herself aware of any relevant audit information and to establish that the LLP's auditors are aware of that information

Report of the Members for the Year Ended 28 February 2013

AUDITORS

The auditors, Monahans, will be proposed for re-appointment at the forthcoming Annual General Meeting

ON BEHALF OF THE MEMBERS:

Date

Report of the Independent Auditors to the Members of Haine & Smith Partnership LLP

We have audited the financial statements of Haine & Smith Partnership LLP for the year ended 28 February 2013 on pages five to sixteen. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accounting Practice)

This report is made solely to the LLP's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006 as applied to LLPs by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 Our audit work has been undertaken so that we might state to the LLP's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the LLP and the LLP's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of members and auditors

As explained more fully in the Statement of Members' Responsibilities set out on page two, the members 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 Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the LLP's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the members, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Report of the Members to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the LLP's affairs as at 28 February 2013 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to LLPs by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008

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 as applied to LLPs 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

- we have not received all the information and explanations we require for our audit

David Black (Senior Statutory Auditor)

for and on behalf of Monahans Statutory Auditors

38-42 Newport Street

Swindon

Wiltshire

SNI 3DR

Date 27 NormB82 2013

Profit and Loss Account for the Year Ended 28 February 2013

1	Notes	2013 £	2012 £
TURNOVER		6,611,417	6,717,190
Cost of sales		1,817,087	1,765,246
GROSS PROFIT		4,794,330	4,951,944
Administrative expenses		4,023,253	4,164,236
		771,077	787,708
Other operating income		56,521	50,793
OPERATING PROFIT	3	827,598	838,501
Interest receivable and similar income		7,445	7,922
PROFIT FOR THE FINANCIAL YEAR BEFORE MEMBERS' REMUNERATION AND PROFIT SHARES		835,043	846,423
PROFIT FOR THE FINANCIAL YEAR BEFORE MEMBERS' REMUNERATION AND PROFIT SHARES		835,043	846,423
Members' remuneration charged as an expense	4	(835,043)	(846,423)
PROFIT FOR THE FINANCIAL YEAR AVAILABLE FOR DISCRETIONARY DIVISION AMONG MEMBERS	13	<u></u>	

CONTINUING OPERATIONS

None of the LLP's activities were acquired or discontinued during the current year or previous year

TOTAL RECOGNISED GAINS AND LOSSES

The LLP has no recognised gains or losses for the current year or previous year

Balance Sheet 28 February 2013

		201	3 2012		2
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	5		29,130		33,985
Tangible assets	6		2,167,519		2,254,507
			2,196,649		2,288,492
CURRENT ASSETS					
Stocks	7	148,691		152,396	
Debtors	8	434,264		469,389	
Cash at bank and in hand		951,365		806,410	
		1,534,320		1,428,195	
CREDITORS					
Amounts falling due within one year	9	879,096		782,485	
NET CURRENT ASSETS			655,224		645,710
TOTAL ASSETS LESS CURRENT LIABILITIES			2,851,873		2,934,202
CREDITORS Amounts falling due after more than one year	10				25,302
NET ASSETS ATTRIBUTABLE TO MEMBERS			2,851,873		2,908,900

Balance Sheet - continued 28 February 2013

		2013		201	2
	Notes	£	£	£	£
LOANS AND OTHER DEBTS DUE TO MEMBERS	12		159,406		216,433
MEMBERS' OTHER INTERESTS					
Capital accounts	13		2,692,467		2,692,467
			2,851,873		2,908,900
TOTAL MEMBERS' INTERESTS					
Loans and other debts due to members	12		159,406		216,433
Members' other interests	13		2,692,467		2,692,467
Amounts due from members	8		(156,564)		(145,166)
			2,695,309		2,763,734
The financial statements were enproved by	v the membe	are of the LID on	allu	113	and were claned

The financial statements were approved by the members of the LLP on by

and were signed

Mrs S C Haine - Designated member

Cash Flow Statement for the Year Ended 28 February 2013

		2013		2012	
Net cash inflow	Notes	£	£	£	£
from operating activities	1		1,243,343		980,794
Returns on investments and servicing of finance	2		7,445		7,922
Capital expenditure	2		(151,762)		(104,131)
Transactions with members	2		(903,468)	_	(958,470)
			195,558		(73,885)
Financing	2		(50,603)		(25,831)
Increase/(decrease) in cash in the period			144,955		(99,716)
Reconciliation of net cash flow to movement in net funds	3				
Increase/(decrease) in cash in the period Cash outflow		144,955		(99,716)	
from decrease in debt and lease financing		954,071		1,009,073	
Change in net funds resulting from cash flows Non-cash change in loans and other debts			1,099,026		909,357
due to members			(846,441)		(936,443)
Movement in net funds in the period Net funds at 1 March			252,585 514,072		(27,086) 541,158
Net funds at 28 February			766,657		514,072

Notes to the Cash Flow Statement for the Year Ended 28 February 2013

RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

2

		2013 £	2012 £
	Outside the second seco	£ 827,598	838,501
	Operating profit Depreciation charges	244,581	243,785
	(Profit)/loss on disposal of fixed assets	(976)	879
	Decrease in stocks	3,705	45,130
	Decrease in debtors	46,523	17,064
	Increase/(decrease) in creditors	121,912	(164,565)
	Net cash inflow from operating activities	1,243,343	980,794
2	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CA	SH FLOW STATEM	MENT
		2013	2012
		£	£
	Returns on investments and servicing of finance		
	Interest received	7,445	7,922
	Net cash inflow for returns on investments and servicing of finance	7,445	7,922
	Capital expenditure		
	Purchase of tangible fixed assets	(161,171)	(105,556)
	Sale of tangible fixed assets	9,409	1,425
	Net cash outflow for capital expenditure	(151,762)	(104,131)
	1.00 cmail outroon for employment		
	Transactions with members		
	Drawings net of capital introduced	(910,051)	(968,919)
	Movement in taxation provision amounts	6,583	10,449
	Net cash outflow from transactions with members	(903,468)	(958,470) =====
	Financing		
	Capital repayments in year	(50,603)	_
	Payments to retired members	(50,005)	(25,831)
	Net cash outflow from financing	(50,603)	(25,831)

Notes to the Cash Flow Statement for the Year Ended 28 February 2013

3 ANALYSIS OF CHANGES IN NET FUNDS

	At 1 3 12 £	Cash flow £	Other non-cash changes £	At 28 2 13 £
Net cash	2	ž.	2	~
Cash at bank and in hand	806,410	144,955		951,365
	806,410	144,955		951,365
Debt Hara purchase	(75,905)	50,603	_	(25,302)
Hire purchase Loans and other debts due to	(73,303)	50,005	_	(25,502)
members	(216,433)	903,468	(846,441)	(159,406)
	(292,338)	954,071	(846,441)	(184,708)
Total	514,072	1,099,026	(846,441)	766,657

Notes to the Financial Statements for the Year Ended 28 February 2013

ACCOUNTING POLICIES

Basis of preparing the financial statements

The financial statements are prepared in accordance with applicable accounting standards and the Statement of Recommended Practice, Accounting by Limited Liability Partnerships. The particular accounting policies adopted by the members are described below

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the requirements of the Statement of Recommended Practice, Accounting by Limited Liability Partnerships

Turnover

1

Turnover represents net invoiced sales of sight tests, glasses and contact lenses, excluding value added tax where applicable

Goodwill

Goodwill, being the amount paid in connection with the acquisition of a business, is being amortised evenly over its estimated useful life of 10 years

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter

Short leasehold

- 15% on straight line basis

Fixtures and fittings

- 10%-25% on straight line basis

Motor vehicles

- 20% on straight line basis

Stocks

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

In some cases the company has access to consignment stock. Where the nature of this arrangement transfers the risks and rewards to the company, which in substance gives the company control over the stock during the consignment period and liabilities in respect of holding costs, the company recognises this stock in the balance sheet together with an equivalent liability

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease

Pension costs and other post-retirement benefits

The LLP operates a defined contribution pension scheme Contributions payable to the LLP's pension scheme are charged to the profit and loss account in ther period to which they relate Included in other creditors at the year end date is £6,670 (2012 - £6,040) payable to the scheme

Taxation

Members are personally liable for taxation on their share of the profits of the limited liability partnership

The profits are shown within "Members' interests" or as "Loans and other amounts due to members" without any deduction for tax however a provision for tax is made and a reserve included as part of the members' current accounts

Page 11 continued

Notes to the Financial Statements - continued for the Year Ended 28 February 2013

1 ACCOUNTING POLICIES - continued

Allocation of profits

A member's share in the profit or loss for the year is accounted for as an allocation of profits

2	EMPLOYEE INFORMATION		
-		2013	2012
	Wages and salaries	£ 2,373,692	£ 2,467,307
	Social security costs	166,917	175,479
	Other pension costs	37,358	33,414
		2,577,967	2,676,200
	The average monthly number of employees during the year was as follows		
	The average monthly number of employees during the year was as follows	2013	2012
	Business Services	1	1
	Clerical	20	20
	Practices	96	96
	Optometrists	17	15
	Workshop	12	13
		146	145
		===	====
3	OPERATING PROFIT		
	The operating profit is stated after charging/(crediting)		
		2013	2012
		£	£
	Other operating leases	292,063	302,083
	Depreciation - owned assets	213,886	213,090
	Depreciation - assets on hire purchase contracts	25,840 (976)	25,840 879
	(Profit)/loss on disposal of fixed assets Goodwill amortisation	4,855	4,855
	Auditors' remuneration	6,000	6,000
	Auditors' remuneration for non audit work	39,740	27,515
	Auditors remaindration for non-addit work	====	
4	INFORMATION IN RELATION TO MEMBERS		
		2013	2012
		£	£
	Members' remuneration charged as an expense	(07.000	C40 910
	Partners' salaries	627,922	649,819
	Automatic division of profit	207,121	196,604
	Total remuneration	835,043	846,423
			====
		2013	2012
		£	£
	The amount of profit attributable to the member with the largest entitlement	210,581	209,717
	was		======

Notes to the Financial Statements - continued for the Year Ended 28 February 2013

4 INFORMATION IN RELATION TO MEMBERS - continued

	In Old Hill Control Helder	iio, iio miemie	2110 101111111	-		
					2013	2012
	The average number of memb	ers during the year	was		10	10
5	INTANGIBLE FIXED ASS	ETS				
						Goodwill £
	COST					2
	At 1 March 2012					
	and 28 February 2013					48,550
	-					
	AMORTISATION					
	At 1 March 2012					14,565
	Amortisation for year					4,855
	At 28 February 2013					19,420
	At 20 I columny 2015					
	NET BOOK VALUE					
	At 28 February 2013					29,130
						
	At 29 February 2012					33,985
6	TANGIBLE FIXED ASSET	rs .				
				Fixtures		
		Freehold	Short	and	Motor	
		property	leasehold	fittıngs	vehicles	Totals
		£	£	£	£	£
	COST					
	At 1 March 2012	1,692,457	879,968	1,858,404	299,892	4,730,721
	Additions	-	15,181	77,830	68,160	161,171
	Disposals		(46,095)	(215,203)	(70,573)	(331,871)
	At 28 February 2013	1,692,457	849,054	1,721,031	297,479	4,560,021
	20 : 00:,					
	DEPRECIATION					
	At 1 March 2012	-	707,399	1,544,131	224,684	2,476,214
	Charge for year	-	64,790	127,580	47,356	239,726
	Eliminated on disposal	-	(46,095)	(215,203)	(62,140)	(323,438)
	At 28 February 2013		726,094	1,456,508	209,900	2,392,502
	At 26 February 2015					
	NET BOOK VALUE					
	At 28 February 2013	1,692,457	122,960	264,523	87,579	2,167,519
	At 29 February 2012	1,692,457	172,569	314,273	75,208	2,254,507

Notes to the Financial Statements - continued for the Year Ended 28 February 2013

6 TANGIBLE FIXED ASSETS - continued

	Fixed assets, included in the above, which are held under hire purchase contracts ar	e as follows	Fixtures and fittings £
	COST At 1 March 2012 and 28 February 2013		129,200
	DEPRECIATION At 1 March 2012 Charge for year		38,760 25,840
	At 28 February 2013		64,600
	NET BOOK VALUE At 28 February 2013		64,600
	At 29 February 2012		90,440
7	STOCKS	2013	2012
	Stocks	148,691	£ 152,396
8	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	2013 £	2012 £
	Trade debtors Amounts due from members Other debtors	129,049 156,564 148,651 434,264	153,186 145,166 171,037 469,389
9	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	2013	2012
	Hire purchase contracts (see note 11) Trade creditors Social security and other taxes Other creditors	2013 £ 25,302 503,012 42,533 308,249 879,096	£ 50,603 552,314 43,670 135,898 782,485
10	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
	Hire purchase contracts (see note 11)	2013 £	2012 £ 25,302

Notes to the Financial Statements - continued for the Year Ended 28 February 2013

11 OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES

		Hire purcha 2013 £	se contracts 2012 £
	Net obligations repayable	L	£
	Within one year	25,302	50,603
	Between one and five years		25,302
	•		
		25,302	75,905
			
	The following operating lease payments are committed to be paid within one year		
		Land	and
		build	
		2013	2012
		£	£
	Expiring		
	Within one year	27,550	73,050
	Between one and five years	90,310	101,060
	In more than five years	144,854	112,854
		262,714	286,964
10	LOANS AND OTHER REPUS DUE TO MEMBERS		
12	LOANS AND OTHER DEBTS DUE TO MEMBERS	2013	2012
		£	£
	Amounts owed to members in respect of profits	84,574	148,184
	Taxation provision amounts	74,832	68,249
		159,406	216,433
	Falling due within one year	159,406	216,433
			

In the event of winding up, loans and other debts due to members and members' other interests rank subordinate to other unsecured creditors

Notes to the Financial Statements - continued for the Year Ended 28 February 2013

13 MEMBERS' INTERESTS

MIEMBERS INTERESTS					
		embers' other 1	nterests	l come or d	
	Members' capital (classified as equity)	Reserves	Total	Loans and other debts due to/(from) members	Total
A	£	£	£	£	£
Amount due to members Amount due from members	• •	<u>-</u>	-	216,433 (145,166)	
Balance at 1 March 2012 Members' remuneration charged as an expense,	2,692,467	٠	2,692,467	71,267	2,763,734
including employment and retirement benefit costs Profit for the financial year available for discretionary	-	-	-	835,043	835,043
division among members					
Members' interests after profit for the year	2,692,467	-	2,692,467	906,310	3,598,777
Capital introduced	-	-	-	90,000	90,000
Drawings	-	-	-	(1,000,051)	(1,000,051)
Taxation provision	-		-	6,583	6,583
Amount due to members	-	-	-	159,406	-
Amount due from members		-		(156,564)	
Balance at 28 February 2013	2,692,467	•	2,692,467	2,842	2,695,309