

Registered Number 57859

**ACCANTIA HEALTH & BEAUTY LIMITED**  
**REPORT AND ACCOUNTS FOR THE PERIOD ENDED 31 DECEMBER 2012**

**CONTENTS**

**PAGE NUMBER**

<b>Officers and professional advisers</b>	<b>1</b>
<b>Directors' Report</b>	<b>2</b>
<b>Independent Auditors' Report to the Members</b>	<b>5</b>
<b>Profit and Loss Account</b>	<b>7</b>
<b>Balance Sheet</b>	<b>8</b>
<b>Principal Accounting Policies</b>	<b>9</b>
<b>Notes to the Accounts</b>	<b>11</b>

MONDAY



LD4      \*L2B6HKWX\*      #45  
24/06/2013  
COMPANIES HOUSE

**REPORT AND FINANCIAL STATEMENTS FOR PERIOD ENDED 31 DECEMBER 2012**

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

J Thurston  
R C Hazell  
G Schmitt (resigned 10/10/2011)

**SECRETARY**

The New Hovema Limited

**REGISTERED OFFICE**

Unilever House  
100 Victoria Embankment  
London  
EC4Y 0DY

**REGISTERED OFFICE OF ULTIMATE PARENT COMPANY**

Port Sunlight  
Wirral  
Merseyside  
CH62 4ZD

**INDEPENDENT AUDITORS**

PricewaterhouseCoopers LLP  
1 Embankment Place  
London  
WC2N 6RH

## **Directors' Report for the period ended 31 December 2012**

The Directors submit their report and the audited financial statements for the fifteen month period ended 31 December 2012

### **Directors**

The Directors of the Company who served during the period and up to the date of signing the financial statements are shown on page 1

### **Principal activities, review of business and future developments**

The principal activity of the Company is that of a non-trading subsidiary within the Unilever group which is engaged in the manufacture and sale of consumer products in foods, refreshment, home and personal care. All of its out of pocket expenses, including the remuneration of auditors, were borne by the parent company or a fellow subsidiary.

On 10 May 2011, Unilever, a worldwide consumer goods company acquired all the shares of the ultimate parent company, Alberto-Culver Company, a US based organisation. Subsequently the Company changed its year end from 30 September to 31 December in order to align its accounting reference date with its parent undertaking. Consequently, the current period is for the 15 months ended 31 December 2012.

The results of the Company show a profit attributable to shareholders of £421,000 (2011 £1,650,000)

The Directors consider that, in the conditions prevailing during the period, the development of the Company's business and its financial position at the end of the period were satisfactory. The Directors do not expect any development in the Company's business in the coming year which is significantly different from its present activities.

### **Key Performance Indicators**

Given the straightforward nature of the business, the Company's Directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business.

### **Principal Risks and Uncertainties**

The management of the business and the execution of the Company's strategy are subject to a number of risks. The key business risks and uncertainties affecting the Company are considered to relate to the deterioration of the underlying businesses that support the investments held. Additional risks that this Company and the Unilever Group are subject to, and how they are managed, in the context of the Unilever Group as a whole is provided in the Unilever Group published annual report.

**Directors' Report for the period ended 31 December 2012 (continued)**

**Dividends**

The Directors recommend that no dividend be paid (2011: £nil).

**Statement of Directors' responsibilities**

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 period. Under that law the Directors have prepared 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 those 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, and
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements

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 of Provision of Information to Auditors**

Each of the persons who is a Director at the date of approval of this report confirms that

- 1 So far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- 2 The Director has taken all the steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006

**Going Concern**

The Directors, having made appropriate enquiries, have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future, and that it is therefore appropriate to prepare the financial statements on a going concern basis

**Directors' Report for the period ended 31 December 2012 (continued)**

**Independent Auditors**

On 2 August 2012 KPMG resigned as auditors to the Company and the Directors appointed PricewaterhouseCoopers LLP on the same date

The auditors PricewaterhouseCoopers LLP have indicated their willingness to continue in office and will remain in office as auditors of the Company in accordance with the provisions of Section 487(2) of the Companies Act 2006.

By Order of the Board



Mrs A Conway  
Duly signed, for and on behalf of:  
The New Hovema Limited  
Company Secretary

Date 19 June 2013

**Independent Auditors' Report to the Members of Simple Health & Beauty Group Limited**

We have audited the financial statements of Simple Health & Beauty Group Limited for the period ended 31 December 2012 which comprise the Profit and Loss Account, the Balance Sheet, the Principal Accounting Policies and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

**Respective responsibilities of Directors and auditors**

As explained more fully in the Statement of Directors' responsibilities 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 Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

**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 Company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the Directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report 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 Company's affairs as at 31 December 2012 and of its profit for the period 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

**Independent Auditors' Report to the Members of Simple Health & Beauty Group Limited (continued)**

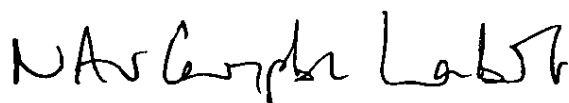
**Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the 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



Nicholas Campbell-Lambert (Senior Statutory Auditor)

For and on behalf of PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors

London

Date 21 June 2013

**Profit and Loss Account for the period ended 31 December 2012**

	<i>Note</i>	<b>Period ended 31 December 2012 £000</b>	<b>Year ended 30 September 2011 £000</b>
Interest receivable and similar income	<i>1</i>	<b>560</b>	2,260
<b>Profit on ordinary activities before taxation</b>		<b>560</b>	2,260
Taxation on profit on ordinary activities	<i>5</i>	<b>(139)</b>	(610)
<b>Profit for the financial period/year</b>		<b>421</b>	1,650

There are no material differences between the profit on ordinary activities before taxation and the profit for the financial period stated above and their historical cost equivalents.

There were no recognised gains/(losses) for the period other than those in the profit and loss account above, and therefore no separate statement of total recognised gains and losses has been presented

The notes on pages 10 to 13 are an integral part of these financial statements

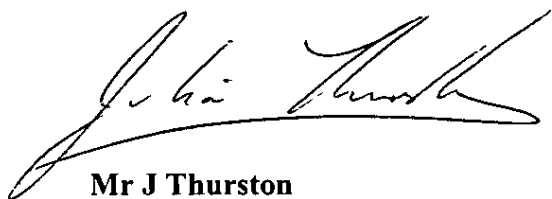


**Balance Sheet as at 31 December 2012**

	<i>Note</i>	<b>31 December 2012 £000</b>	<b>30 September 2011 £000</b>
<b>Current assets</b>			
Debtors due within one year	6	51,479	51,506
<b>Creditors: amounts falling due within one year</b>	7	(2,141)	(2,589)
<b>Net current assets</b>		49,338	48,917
<b>Net assets</b>		49,338	48,917
<b>Capital and reserves</b>			
Called up share capital	8	3,404	3,404
Share premium account		38,000	38,000
Other reserves		1,667	1,667
Profit and loss account	9	6,267	5,846
<b>Total shareholders' funds</b>	10	49,338	48,917

The notes on pages 10 to 13 are an integral part of these financial statements

The financial statements on pages 7 to 8 were approved by the Board of Directors on 19 June 2013 and were signed on its behalf by.



**Mr J Thurston**  
**Director**

## **Principal Accounting Policies**

The financial statements are prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and the applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the period, are set out below.

### **Basis of preparation**

The financial statements contain information about Accantia Health & Beauty Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company is exempt under Section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its ultimate parent company, Unilever PLC, a company incorporated in England and Wales.

### **Cash Flow Statement**

The Company is a wholly-owned subsidiary of Unilever PLC and its cash flows are included in the consolidated financial statements of Unilever PLC, which are publicly available. Consequently the Company is exempt under the terms of Financial Reporting Standard 1 'Cash flow statements' (revised 1996) from publishing a cash flow statement.

### **Current Taxation**

The charge for current income tax is based on the results for the period as adjusted for items which are not taxed or which are disallowed. It is calculated using tax rates in legislation that has been enacted or substantively enacted by the balance sheet date.

### **Dividends**

Final dividends are only recognised when they have been approved by the shareholders and interim dividends are only recognised when paid.

Under FRS 21 'Events after the Balance Sheet Date', proposed dividends do not meet the definition of a liability until such time as they have been approved by shareholders at the Annual General Meeting. Therefore, we do not recognise a liability in any period for dividends that have been proposed but will not be approved until after the balance sheet date. This holds for external dividends as well as intra-group dividends paid to the parent company.

**Notes to the Accounts for the period ended 31 December 2012**

**(1) Interest receivable and similar income**

	<b>Period ended 31 December 2012 £000</b>	<b>Year ended 30 September 2011 £000</b>
Interest receivable on loans to group undertakings	<u>560</u>	<u>2,260</u>

**(2) Director's Emoluments**

No remuneration (2011: £nil) was received by the Directors from the Company. They are employed by other Unilever Group companies and are remunerated by those companies in respect of their services to the Group as a whole.

**(3) Auditors Remuneration**

The fees for PricewaterhouseCoopers LLP (and its associates if applicable) in respect of statutory audit for the current period are borne by fellow Unilever Group Company, Unilever U.K. Central Resources Limited and amount to £nil (2011: £nil).

The disclosure of fees payable to the auditor and its associates for other (non-audit) services has not been made because the consolidated accounts of the Company's parent are required to disclose other (non-audit) services on a consolidated basis as appropriate.

**(4) Employee Information**

No employees were employed by the Company during 2012 (2011: nil), no employee costs were incurred by the Company (2011: £nil).

**(5) Taxation on Profit on Ordinary Activities**

The taxation charge is made up as follows

	<b>Period ended 31 December 2012 £000</b>	<b>Year ended 30 September 2011 £000</b>
On profit for the period		
UK Corporation tax	<u>(139)</u>	<u>(610)</u>

**Notes to the Accounts for the period ended 31 December 2012 (continued)**

The current tax assessed for the period is equal (2011 equal) to the average standard rate of corporation tax in the UK which is 24.8% (2011 27%). The differences are explained below

	<b>Period ended 31 December 2012 £000</b>	<b>Year ended 30 September 2011 £000</b>
<i>Current tax reconciliation</i>		
Profit on ordinary activities before taxation	<b>560</b>	2,260
	<hr/>	<hr/>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 24.8% (2011 27%)	<b>(139)</b>	610
	<hr/>	<hr/>
<b>Current tax charge</b>	<b>(139)</b>	<b>(610)</b>
	<hr/>	<hr/>

The current UK corporate tax rate that has been used for the period is a hybrid rate of 24.8%. This is on the basis that the tax rate changed from 26% to 24% as of 1 April 2012.

In addition, further reductions to the main rate are proposed to reduce the rate to 21% by 1 April 2014 (20% by 1 April 2015). These further changes have not been substantively enacted at the balance sheet date and therefore have not been included in these financial statements.

There are no reconciling items relating to intra group transfer pricing adjustments in the tax reconciliation for 2012 (none for 2011) as no intra group payment will be made for losses claimed or surrendered relating to such amounts.

**(6) Debtors**

	<b>2012 £000</b>	<b>2011 £000</b>
<b>Amounts due within one year</b>		
Amounts due from Group undertakings	570	1,180
Loan due from parent undertaking	50,909	50,326
<b>Total debtors</b>	<b>51,479</b>	<b>51,506</b>

Amounts due from Group undertakings include balances with Simple Health & Beauty Group Limited which is receivable in full on 31 July 2013. The loans are subject to 5% per annum interest charge until 1 January 2013 and are non interest bearing thereafter.

**Notes to the Accounts for the period ended 31 December 2012 (continued)**

**(7) Creditors**

	<b>2012</b>	<b>2011</b>
	<b>£000</b>	<b>£000</b>
<b>Amounts falling due within one year</b>		
Amounts due to Group undertakings	(2,002)	(1,979)
Corporation tax	(139)	(610)
Total creditors	<u>(2,141)</u>	<u>(2,589)</u>

Amounts due to Group undertakings include balances with Simple Toiletries Limited which are interest bearing at 5% per annum until 1 January 2013 and thereafter are non interest bearing, are unsecured and repayable in full on 31st July 2013

**(8) Called up Share Capital**

	<b>2012</b>	<b>2011</b>
	<b>£000</b>	<b>£000</b>
<b>Authorised</b>		
13,616,000 (2011: 13,616,000) Ordinary shares of 25p each	<u>3,404</u>	<u>3,404</u>
<b>Allotted and fully paid</b>		
13,616,000 (2011: 13,616,000) Ordinary shares of 25p each	<u>3,404</u>	<u>3,404</u>

**(9) Profit and Loss Account**

	<b>2012</b>	<b>2011</b>
	<b>£000</b>	<b>£000</b>
At beginning of the period	5,846	4,196
Profit for the financial period	<u>421</u>	<u>1,650</u>
At end of the period	<u>6,267</u>	<u>5,846</u>

**Notes to the Accounts for the period ended 31 December 2012 (continued)**

**(10) Reconciliation of movements in Total Shareholders' Funds / deficit**

	<b>Period ended 31 December 2012 £000</b>	<b>Year ended 30 September 2011 £000</b>
Profit for the financial period	421	1,650
Net addition to shareholders' funds	421	1,650
Opening shareholders' funds	48,917	47,267
Closing shareholders' funds	<u>49,338</u>	<u>48,917</u>

**(11) Related Party Transactions and Ultimate Parent Company**

The ultimate parent company and controlling party is Unilever PLC and the immediate holding company is Accantia Group Holdings Limited, both companies incorporated in the United Kingdom

The Company has not disclosed transactions with fellow, wholly owned subsidiaries in accordance with the exemption under the terms of Financial Reporting Standard 8 "Related party disclosures" as the ultimate parent company produces publicly available consolidated accounts. These accounts are both the smallest and largest group to consolidate these financial statements. Copies of Unilever Group accounts can be publicly obtained from Unilever PLC, Corporate Relations Department, 100 Victoria Embankment, London EC4Y 0DY and [www.unilever.com](http://www.unilever.com)