

Registered Number: 00725281

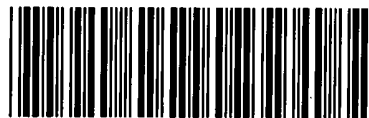
Budgens Stores Limited

Report and Accounts

For the 52 weeks ended

24 March 2017

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Director's Report

The director presents his report and the audited accounts for the 52 weeks ended 24 March 2017. The company has met the requirements in The Companies Act 2006 to obtain the exemption provided, based on its size, from the presentation of a Strategic Report.

Review of business

The company is non-trading and therefore a detailed business review has not been prepared. It is the intention of the director that the company will remain dormant for the foreseeable future.

Results

During the period, the director resolved to proceed with a reorganisation of capital under the Companies Act 2006. This was achieved by reducing the share capital to £1 and the capital contribution to £nil and redesignating these balances as a distributable reserve. Further details are included in note 6. During the period the company made a profit of £nil (2016: profit £1.9m).

Dividends

A final dividend of £38.9m was paid in the period (2016: £nil).

Directors

The following director held office during the period:
Jonathan Prentis

The ultimate parent company, Booker Group plc, maintains insurance for directors of the group, indemnifying them against certain liabilities incurred by them when acting on behalf of the group.

Political contributions

The company made no political donations during the period (2016: £nil).

Going concern

The financial statements have been prepared on the going concern basis which the director believes to be appropriate for the reasons set out in note 1.

Disclosure of information to auditor

The director who held office at the date of approval of this Director's Report confirm that, so far as he is aware, there is no relevant audit information of which the Company's auditor is unaware; and the director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be re-appointed and KPMG LLP will therefore continue in office.

By order of the Board



Mark Chilton
Company Secretary
Date: 22 September 2017

Registered Office
Equity House, Irthlingborough Road
Wellingborough, Northants, NN8 1LT

Company number: 00725281

Statement of director's responsibilities in respect of the Director's Report and the financial statements

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law he has elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice) including FRS101 'Reduced Disclosure Framework'.

Under company law the director 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 director is 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 director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He has general responsibility for taking such steps as are reasonably open to him to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Independent auditor's report to the members of Budgens Stores Limited

We have audited the financial statements of Budgens Stores Limited for the 52 weeks ended 24 March 2017 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), including FRS101 'Reduced Disclosure Framework'.

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 Director's Responsibilities Statement set out on page 3, the director is 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at 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 24 March 2017 and of its result for the 52 weeks 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 Director's Report for the financial period is consistent with the financial statements.

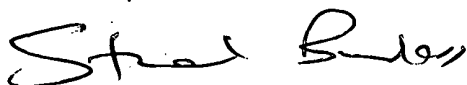
Based solely on the work required to be undertaken in the course of the audit of the financial statements and from reading the Directors' report:

- we have not identified material misstatements in that report; and
- in our opinion, that report has been prepared in accordance with the Companies Act 2006.

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 director was not entitled to take advantage of the small companies exemption in not preparing a Strategic Report.



Stuart Burdass (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
1 St Peter's Square, Manchester, M2 3AE

Date: 11 September 2017

**Profit and Loss Account and Other Comprehensive Income
For the 52 weeks ended 24 March 2017**

	Note	52 weeks ended 24 March 2017 £'000	65 weeks ended 26 March 2016 £'000
Administrative expenses		-	(1,328)
Operating loss	2	-	(1,328)
Income from shares in group undertakings		-	3,251
Profit before taxation		-	1,923
Tax on profit	4	-	-
Profit for the period		-	1,923
Other comprehensive income			
Other comprehensive expense for the period, net of tax		-	-
Total comprehensive income for the period		-	1,923

All operations in the current and previous period relate to continuing activities.

The notes on pages 8 to 10 form part of these financial statements.

**Balance Sheet
At 24 March 2017**

	Note	24 March 2017 £'000	26 March 2016 £'000
Current assets			
Debtors falling due within one year	5	-	38,865
		-----	-----
Net current assets		-	38,865
		-----	-----
Net assets		-	38,865
		=====	=====
Capital and reserves			
Called up share capital	6	-	1
Capital contribution		-	15,000
Profit and loss account		-	23,864
		-----	-----
Shareholders' funds		-	38,865
		=====	=====

The notes on pages 8 to 10 form part of these financial statements.

These financial statements were approved by the Board and signed on its behalf by:



Jonathan Prentis
Director
Date: 22 September 2017

Company number 00725281

Statement of Changes in Equity
For the 52 weeks ended 24 March 2017

	Note	Share capital £'000	Capital contribution £'000	Profit and loss account £'000	Total equity £'000
At 26 March 2016		1	15,000	23,864	38,865
Profit for the period		-	-	-	-
Capitalise other reserves	6	15,000	(15,000)	-	-
Capital reduction	6	(15,001)	-	15,001	-
Dividends to shareholders	7	-	-	(38,865)	(38,865)
At 24 March 2017		-	-	-	-

For the 65 weeks ended 26 March 2016

	Share capital £'000	Capital contribution £'000	Profit and loss account £'000	Total equity £'000
At 28 December 2014	1	15,000	21,941	36,942
Profit for the period	-	-	1,923	1,923
At 26 March 2016	1	15,000	23,864	38,865

The notes on pages 8 to 10 form part of these financial statements.

Notes to the Accounts

1. Accounting policies

Overview

Budgens Stores Limited (the "Company") is a company incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' ("FRS101"). The amendments to FRS101 (2014/15 Cycle) issued in July 2015 have been applied.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ('Adopted IFRSs'), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

Basis of preparation

The Company's ultimate parent undertaking, Booker Group plc, includes the Company in its consolidated financial statements. The consolidated financial statements of Booker Group plc are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from the website www.bookergroup.com.

In these financial statements, the company has applied the exemptions available under FRS101 in respect of the following disclosures:

- a Cash Flow Statement and related notes;
- disclosures in respect of capital management;
- comparative period reconciliations for share capital;
- disclosures in respect of transactions with wholly owned subsidiaries;
- the effects of new but not yet effective IFRSs; and
- disclosure in respect of the compensation of key management personnel.

As the consolidated financial statements of Booker Group plc include the equivalent disclosures, the Company has also taken the exemptions under FRS101 available in respect of certain disclosures required by IFRS13 'Fair Value Measurement' and the disclosures required by IFRS7 'Financial Instrument Disclosures'.

As the company is a wholly owned subsidiary undertaking of Booker Group plc, which is registered in England and Wales. It is therefore exempt by virtue of s.400 of the Companies Act 2006 from the obligation to prepare and deliver group accounts. Accordingly, these reports and accounts present information about the company as an individual undertaking and not about its group.

The accounting policies have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Going concern

The financial statements have been prepared on the going concern basis which the director believes to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by the company's ultimate parent Booker Group plc and the financing facilities that it has in place. Booker Group plc has indicated that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company. The director consider that this should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment.

Notes to the Accounts

1. Accounting policies (continued)

Taxation

Tax expense included in the Profit and Loss Account comprises current tax which is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous periods. Tax is recognised in the profit and loss account except to the extent it relates to items recognised directly in equity, in which case it is recognised in equity, or to the extent it relates to items recognised in other comprehensive income, in which case it is recognised in other comprehensive income.

2. Operating loss

Auditor's remuneration for the audit of these financial statements of £500 (2016: £500) was borne by another group undertaking without recharge.

3. Employee costs and director's emoluments

(a) Employee information

The company had no employees throughout this or the previous period, other than the director.

(b) Director's emoluments

No remuneration or fees were paid by the company to its director during this or the previous period.

4. Tax on profit on ordinary activities

	2017 £'000	2016 £'000
Total tax charge for the period	- =====	- =====

Reconciliation of the tax charge

The tax assessed for the period differs to the 20% (2016: 20.2%) standard rate of tax in the UK. The differences are explained below:

Profit before tax	-	1,923
	-----	-----
Tax on profit at 20% (2016:20.2%)	-	388
Non-taxable inter-company dividend received	-	(656)
Non-deductible expenses	-	268
	-----	-----
Total tax charge for the period	- =====	- =====

Factors that may affect future current and total tax charge:

Reductions in the UK corporation tax rate from 20% to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the company's future current tax charge accordingly.

Notes to the Accounts

5. Debtors due within one year	2017 £'000	2016 £'000
Amounts owed by group undertakings	- =====	38,865 =====

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

6. Share capital	2017 £	2016 £
Called up and fully paid:		
1 ordinary share of £1 each (2016: 1,000 shares)	1 =====	1,000 =====

During the period, the director resolved to proceed with a reorganisation of capital under the Companies Act 2006. This was achieved by:

- capitalising the capital contribution reserve of £15,000,000 by issuing 15,000,000 £1 shares
- cancelling all issued shares, leaving 1 ordinary share; and
- redesignating these balances as distributable reserves.

7. Dividends	2017 £'000	2016 £'000
Final dividend of £38.9m per share	38,865 =====	- =====

8. Ultimate parent undertaking

At 24 March 2017, the immediate parent undertaking was Booker Retail Limited, whose registered office is Equity House, Irthlingborough Road, Wellingborough, Northants, NN8 1LT, England.

The ultimate parent undertaking was Booker Group plc, whose registered office is Equity House, Irthlingborough Road, Wellingborough, Northants, NN8 1LT, England.

Booker Group plc was the parent undertaking of the only group, of which the company was a member, to consolidate these accounts and a copy of the consolidated accounts are available from the website www.bookergroup.com.