

The Brand Group Limited

**Directors' report and financial
statements**

Registered number 2342747

31 August 2014



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Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss 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 estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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.

Balance sheet
at 31 August 2014

	<i>Note</i>	2014 £	2013 £
Fixed assets			
Investments	2	75,302	75,302
Net assets		75,302	75,302
Capital and reserves			
Called up share capital	3	147,500	147,500
Share premium account	4	2,500	2,500
Profit and loss account	4	(74,698)	(74,698)
		75,302	75,302
Shareholders' funds			
Equity		(64,698)	(64,698)
Non-equity		140,000	140,000
		75,302	75,302

The company was dormant during the period and has made neither a profit nor loss.

The notes on pages 4 to 5 form part of the financial statements.

The directors:

(a) confirm that the company was entitled to exemption under subsections (1) and (2) of section 480 of the Companies Act 2006 from the requirement to have its accounts for the financial year ended audited.

(b) confirm that members have not required the company to obtain an audit of its accounts for that financial year in accordance with section 476 of that Act.

(c) acknowledge their responsibilities for:

(i) ensuring that the company keeps adequate accounting records which comply with section 386 of the Companies Act 2006, and

(ii) preparing accounts which give a true and fair view of the assets, liabilities, and financial position of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of sections 393 and 394 of that Act, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the board of directors on 21st May 2015 and were signed on its behalf by:



S A Carter
Director

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 company's financial statements except as noted below.

Basis of preparation

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

Fixed asset investments

Shares in subsidiary undertakings are stated at cost less provisions for any diminution in value.

2 Fixed asset investments

	Shares in subsidiary undertakings £
<i>Cost</i>	
At beginning and end of year	150,000
	<hr/>
<i>Provisions</i>	
At beginning and end of year	(74,698)
	<hr/>
<i>Net book value</i>	
At beginning and end of year	75,302
	<hr/>

The companies in which the company's interest at the year end is more than 20% are as follows:

	Country of incorporation	Principal activity	Class and percentage of shares held
<i>Subsidiary undertakings</i>			
Sodexo Food Services Limited	England & Wales	Provision of food and management Services	100%
Russell & Brand Limited	England & Wales	Dormant	100%

Notes (continued)

3 Called up share capital

	2014 £	2013 £
<i>Allotted, called up and fully paid</i>		
Equity: 75,000 Ordinary shares of 10p each	7,500	7,500
Non Equity: 280,000 4.5% Preference shares of 50p each	140,000	140,000
	<u>147,500</u>	<u>147,500</u>

The preference shares rank first should a dividend be declared, and the preferential non-cumulative dividend will be at a gross rate of 4.5%.

On the return of capital whether on liquidation or capital reduction or otherwise the shares will rank first to the amount paid up together with all unpaid preferential dividend arrears.

The holders of these shares shall be entitled to receive notice of and to attend and speak at any general meeting of the company but will have no voting rights either on show of hands or on a poll.

Further a number of redemption rights exist at either the company's or the holders discretion.

4 Share premium and reserves

	Share premium account £	Profit and loss account £
At beginning and end of year	<u>2,500</u>	<u>(74,698)</u>

5 Ultimate parent company and ultimate controlling party

The company's ultimate parent company and controlling party is Sodexo SA, a company incorporated in France. This is the smallest group of undertakings for which consolidated financial statements are prepared. Copies of the consolidated financial statements can be obtained from The Secretary, Sodexo SA, 255 Quai de la Bataille de Stalingrad, 92866 Issy-Les-Moulineux, France.

The company's immediate parent undertaking and controlling party is Sodexo Holdings Limited, a company incorporated in England and Wales.