

**W H Smith Retirement Savings Plan
Limited**

Report and Financial Statements

31 March 2014

**Company Number
3073452**

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Directors' Report

The directors present their annual report together with the unaudited financial statements for the year ended 31 March 2014.

Directors	Jeremy Stone	(Chairman)
	Chris Atherton	
	Mark Charlton	
	Kevin Davies	(Resigned 25 June 2013)
	Keith Jackson	
	Julia McCaffery	(Resigned 31 March 2014)
	Susan Poynton	(Secretary)
	Mark Sabin	
	Harish Sedani	
	Nicholas Walsh	(Appointed 1 April 2014)
	John Warren	

Parent Company

The company is a wholly owned subsidiary of WH Smith Retail Holdings Limited, its ultimate parent company being WH Smith PLC.

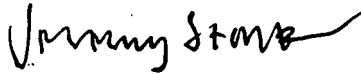
Activities

The company continued to act as Trustee of the WHSmith Retirement Savings Plan (Pensionbuilder). It has been dormant within the meaning of Section 1169 of the Companies Act 2006 throughout the financial year and the preceding financial year and it is anticipated that it will remain dormant for the foreseeable future.

Profit And Loss Account

No profit and loss account is presented with these financial statements because the company has not received income, incurred expenditure or recognised any gains or losses during either the accounting year under review or the preceding accounting year. There have been no movements in shareholders' funds during the accounting year under review or the preceding accounting year.

Approved and signed on behalf of the Board.



Jeremy Stone

Chairman

7 July 2014

Balance Sheet 31 March 2014

	2014	2013
	£	£
Current assets		
Unpaid share capital	1	1
Total net assets	<u>1</u>	<u>1</u>
Capital and reserves		
Called-up share capital not yet paid up	1	1
Equity shareholders' funds	<u>1</u>	<u>1</u>

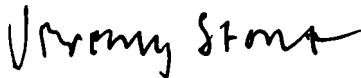
For the year ending 31 March 2014 the company was entitled to exemption from audit under Section 480 of the Companies Act 2006 relating to dormant companies.

Its sole member has not required the company to obtain an audit of these accounts in accordance with Section 476.

The directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements of W H Smith Retirement Savings Plan Limited, registered number 3073452, were approved and authorised for issue by the Board of Directors on 7 July 2014.

Signed on behalf of the Board of Directors.



Jeremy Stone
Chairman



Sue Poynton
Secretary

Notes to the Accounts - Year Ended 31 March 2014**1. Accounting Policy**

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom law and accounting standards.

2. Profit and Loss Account

No profit and loss account is presented with these financial statements because the company has not received income, incurred expenditure or recognised any gains or losses during either the year under review or the preceding financial year.

3. Directors and Employees

The company had no employees during the current and preceding year.

No emoluments were payable to the directors of the company during the current and preceding financial year.

4. Share Capital

One ordinary share of £1 was allotted on incorporation on 28 June 1995.

5. Related Party Transactions

The cost of the annual return fee was borne by the company's parent company without any right of reimbursement.

6. Ultimate Parent Company

The ultimate parent and controlling company is WH Smith PLC, a company registered in England and Wales.

Copies of WH Smith PLC's financial statements are available from:

The Company Secretary, WH Smith PLC, Greenbridge Road, Swindon,
Wiltshire, SN3 3RX