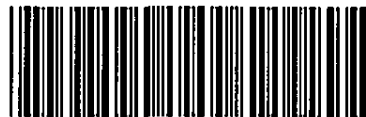


Registered Number: 3929708

K & R Building Supplies Limited  
Annual report and financial statements  
for the year ended 31 July 2009

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# **K&R Building Supplies Limited**

## **Annual report and financial statements for the year ended 31 July 2009**

### **Contents**

Directors and advisers .....	1
Directors' report for the year ended 31 July 2009 .....	2
Independent auditors' report to the members of K & R Building Supplies Limited .....	4
Profit and loss account for the year ended 31 July 2009 .....	6
Balance sheet as at 31 July 2009 .....	7
Accounting policies for the year ended 31 July 2009 .....	8
Notes to the financial statements for the year ended 31 July 2009 .....	9

# **K & R Building Supplies Limited**

## **Directors and advisers**

### **Directors**

M J Neville

S Ashmore

G Middlemiss

### **Company Secretary**

G Middlemiss

### **Independent Auditors**

PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors

Benson House

33 Wellington Street

Leeds

LS1 4JP

### **Registered Office**

The Wolseley Center

Harrison Way

Leamington Spa

CV31 3HH

### **Registered Number**

3929708

# **K & R Building Supplies Limited**

## **Directors' report for the year ended 31 July 2009**

The Directors present their annual report and the audited financial statements for the year ended 31 July 2009.

### **Principal activity and business review**

The Company is a wholly owned subsidiary of Wolseley plc and operates as part of the Group's UK business within its European Distribution segment.

The Company did not trade during the current or comparative period. The Directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year.

There have been no significant events since the balance sheet date.

The Wolseley Group manages its operations on a segmental basis. For this reason, the Company's directors believe that further key performance indicators for the Company are not necessary or appropriate for an understanding of the development, performance or position of the business. The performance of the European distribution division of Wolseley plc, which includes this company, is discussed in the Group Annual Report on pages 20-27, which does not form part of this report.

### **Principal risks and uncertainties**

There are no specific risks and uncertainties facing the Company at this point in time and the Directors consider there to be no requirement for financial risk management.

Group risks are discussed further in the Group's performance review within the Annual Report which does not form part of this report.

### **Results and dividends**

The results for the year are set out on page 6.

The Directors do not recommend payment of a dividend (2008: £nil).

### **Directors**

The Directors of the Company during the year ended 31 July 2009 and up to the date of signing the financial statements were:

M J Neville

S Ashmore

G Middlemiss (appointed 22 September 2008)

The Company maintains directors' and officers' liability insurance which gives appropriate cover for any legal action brought against its directors.

# **K & R Building Supplies Limited**

## **Directors' report for the year ended 31 July 2009 (continued)**

### **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 year. Under that law the Directors have elected to prepare 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 these 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;
- state whether applicable UK 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 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 disclosure of information to auditors**

So far as the Directors of the Company are aware, there is no relevant audit information of which the Company's auditors are unaware. The Directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

### **Independent auditors**

PricewaterhouseCoopers LLP have indicated their willingness to continue in office and a resolution proposing that they be reappointed will be put to the Annual General Meeting.

By order of the Board



G Middlemiss  
Company Secretary  
16 December 2009

# **K & R Building Supplies Limited**

## **Independent auditors' report to the members of K & R Building Supplies Limited**

We have audited the financial statements of K & R Building Supplies Limited for the year ended 31 July 2009 which comprise the profit and loss account, the balance sheet, the 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 Directors' Responsibilities Statement 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 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 Sections 495 and 496 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.

### **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 July 2009 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.

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

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

## **K & R Building Supplies Limited**

### **Independent auditors' report to the members of K & R Building Supplies Limited (continued)**

#### **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.

*R Casson*

Randal Casson (Senior Statutory Auditor)  
**For and on behalf of PricewaterhouseCoopers LLP**  
Chartered Accountants and Statutory Auditors  
Leeds  
16 December 2009

## **K & R Building Supplies Limited**

### **Profit and loss account for the year ended 31 July 2009**

	Note	Year ended 31 July 2009 £	Year ended 31 July 2008 £
<b>Profit on ordinary activities before interest</b>	1	-	-
Interest receivable and similar income	3	121,275	155,475
<b>Profit on ordinary activities before taxation</b>		121,275	155,475
Tax on profit on ordinary activities	4	-	-
<b>Profit for the financial year</b>	7	121,275	155,475

There are no recognised gains or losses other than those disclosed in the profit and loss account and therefore no separate statement of total recognised gains and losses has been presented.

There are no material differences between the results as described in the profit and loss account and the results on an unmodified historical cost basis.



# K & R Building Supplies Limited

Registered number: 3929708

## Balance sheet as at 31 July 2009

	Note	2009 £	2008 £
<b>Current assets</b>			
Debtors	5	2,697,412	2,576,137
<b>Net assets</b>		<b>2,697,412</b>	<b>2,576,137</b>
<b>Capital and reserves</b>			
Called up share capital	6	110	110
Profit and loss account	7	2,697,302	2,576,027
<b>Total shareholders' funds</b>	8	<b>2,697,412</b>	<b>2,576,137</b>

The financial statements on pages 6 to 11 were approved by the Board of Directors on 16 December 2009 and were signed on its behalf by:



M J Neville  
Director

# **K & R Building Supplies Limited**

## **Accounting policies for the year ended 31 July 2009**

### **Basis of accounting**

The accounts are prepared on a going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. A summary of the principal accounting policies, which have been applied consistently, is set out below.

### **Deferred taxation**

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more, or a right to pay less tax in the future have occurred at the balance sheet date. Deferred tax is calculated at the rates at which it is estimated that tax will arise based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is not discounted.

### **Cash flow statement**

The Company is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the Group. Under FRS 1 (revised 1996) no cash flow statement is therefore required in the financial statements of the Company.

# K & R Building Supplies Limited

## Notes to the financial statements for the year ended 31 July 2009

### 1 Operating profit

The audit fees for the audit of £500 are borne by the intermediate parent company Wolseley UK Limited.

### 2 Employees and directors

There were no employees of the Company in either the current or previous year.

M J Neville, S Ashmore and G Middlemiss are remunerated by Wolseley UK Limited, which makes no recharge to the Company. The services of the Directors to this company are deemed to be non-executive in nature and the emoluments are deemed to be wholly attributable to other group companies.

### 3 Interest receivable and similar income

	Year ended 31 July 2009 £	Year ended 31 July 2008 £
Interest receivable from group undertakings (note 5)	121,275	155,475

### 4 Tax on profit on ordinary activities

The current tax charge for the year is £nil (2008: £nil)

The tax assessed for the period is lower (2008: lower) than the standard rate of corporation tax in the UK. The differences are explained below:

Factors affecting tax charge for year:	Year ended 31 July 2009 £	Year ended 31 July 2008 £
Profit on ordinary activities before tax	121,275	155,475
Profit on ordinary activities multiplied by UK tax rate of 28.00% (2008: 29.33%)	33,957	45,601
Effects of:		
Group relief not paid for	(33,957)	(45,601)
Current tax charge for the year	-	-

The standard rate of Corporation Tax in the UK changed from 30% to 28% with effect from 1 April 2008. Accordingly, the Company's profits for the year ended 31 July 2008 were taxed at an effective rate of 29.33.

# K & R Building Supplies Limited

## Notes to the financial statements for the year ended 31 July 2009 (continued)

### 5 Debtors: due within one year

	2009 £	2008 £
Amounts owed by group undertakings	2,697,412	2,576,137

The amounts owed by group undertakings are repayable on demand and interest is receivable at a rate of 6 months GBP LIBOR + 0.5%.

### 6 Called up share capital

	2009 £	2008 £
<b>Authorised</b>		
1,000 (2008: 1,000) ordinary shares of £1 each	1,000	1,000
100 (2008: 100) ordinary B shares of £1 each	100	100
<b>Total authorised</b>	<b>1,100</b>	<b>1,100</b>
<b>Allotted and fully paid</b>		
100 (2008: 1,000) ordinary shares of £1 each	100	100
10 (2008: 10) ordinary B shares of £1 each	10	10
<b>Total allotted and fully paid</b>	<b>110</b>	<b>110</b>

Unlike the ordinary shares, the ordinary B shares carry no entitlement to vote. The ordinary shares and ordinary B shares shall entitle the holders thereof to a dividend on the capital for the time being paid up thereon at a rate for each share as may from time to time be decided by the directors. The ordinary B shares shall entitle the holders thereof on a winding up or on a reduction of capital involving a return of capital to repayment of the capital paid thereon.

### 7 Profit and loss account

	£
Balance at 1 August 2008	2,576,027
Profit for the financial year	121,275
<b>Balance at 31 July 2009</b>	<b>2,697,302</b>

# **K & R Building Supplies Limited**

## **Notes to the financial statements for the year ended 31 July 2009 (continued)**

### **8 Reconciliation of movements in total shareholders' funds**

	<b>Year ended 31 July 2009 £</b>	<b>Year ended 31 July 2008 £</b>
Profit for the financial year	<b>121,275</b>	<b>155,475</b>
Opening shareholders' funds	<b>2,576,137</b>	<b>2,420,662</b>
Closing shareholders' funds	<b>2,697,412</b>	<b>2,576,137</b>

### **9 Related party transactions**

The Company has taken advantage of the exemption under paragraph 3 of Financial Reporting Standard No. 8 from disclosure of transactions with group undertakings on the grounds that consolidated financial statements are prepared by the ultimate parent company. Amounts owed by group undertakings are disclosed in note 5.

### **10 Ultimate parent company and parent undertakings**

The Company's immediate parent company is Wolseley UK Limited, a company registered in England and Wales.

The Company's ultimate parent company and controlling party and the smallest and largest group to consolidate these financial statements is Wolseley plc, a company registered in England and Wales, which prepares group financial statements. Copies of the Group financial statements may be obtained from the Company Secretary, Wolseley plc, Parkview 1220, Arlington Business Park, Theale, Reading, RG7 4GA.