
Mars Retail Services UK Limited

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE 58 WEEK PERIOD ENDED 1 JANUARY 2011

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MARS RETAIL SERVICES UK LIMITED

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MARS RETAIL SERVICES UK LIMITED

DIRECTORS' REPORT FOR THE PERIOD ENDED 1 JANUARY 2011

The directors present their annual report on the affairs of the company together with the financial statements for the period from the date of incorporation to 1 January 2011. The company was incorporated on 20 November 2009 and changed its name from Mars Retail UK Limited to Mars Retail Services UK Limited on 9 February 2011.

PRINCIPAL ACTIVITY

The company is an employment services company.

BUSINESS REVIEW

Following incorporation the company has not traded. As such, no separate profit and loss account has been prepared.

RESULTS

The result for the period, after taxation, amounted to £nil.

PRINCIPAL RISKS AND UNCERTAINTIES

Key performance indicators ("KPIs")

Given the straightforward nature of the business, the company's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

Financial risk management

The company has no exposure to price, credit, interest rate or liquidity risk.

DIRECTORS

The directors who served during the period were:

S Guthrie-Brown (appointed 20 November 2009)

M A Jordan (appointed 20 November 2009)

DIRECTORS' INDEMNITIES

The company maintains liability insurance for its directors and officers, which is a qualifying third party indemnity provision for the purpose of the Companies Act 2006.

MARS RETAIL SERVICES UK LIMITED

DIRECTORS' REPORT FOR THE PERIOD ENDED 1 JANUARY 2011

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 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 these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments 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,
- 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.

PROVISION OF INFORMATION TO AUDITORS

Each of the persons who are directors at the time when this directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditors in connection with preparing their report and to establish that the company's auditors are aware of that information.

MARS RETAIL SERVICES UK LIMITED

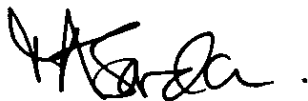
**DIRECTORS' REPORT
FOR THE PERIOD ENDED 1 JANUARY 2011**

AUDITORS

PricewaterhouseCoopers LLP were appointed as the first auditors of the company

Under section 487(2) of the Companies Act 2006, PricewaterhouseCoopers LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier

This report was approved by the board on 3 May 2011 and signed on its behalf by



**M A Jordan
Director**

MARS RETAIL SERVICES UK LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MARS RETAIL SERVICES UK LIMITED

We have audited the financial statements of Mars Retail Services UK Limited for the period ended 1 January 2011 which comprise the balance sheet 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 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.

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 1 January 2011,
- 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 period for which the financial statements are prepared is consistent with the financial statements.

MARS RETAIL SERVICES UK LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MARS RETAIL SERVICES UK LIMITED

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



Christopher Burns (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

3 May 2011

MARS RETAIL SERVICES UK LIMITED
REGISTERED NUMBER 07082670

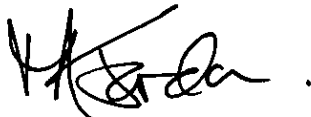
BALANCE SHEET
AS AT 1 JANUARY 2011

	Note	1 January 2011 £
Current assets		
Cash in hand		1
Net assets		<u>1</u>
Capital and reserves		
Called up share capital	4	<u>1</u>
Total shareholders' funds	5	<u><u>1</u></u>

The notes on pages 6 to 7 form part of these financial statements

The company did not trade during the period and therefore no separate profit and loss account has been presented

The financial statements were approved and authorised for issue by the board of directors and were signed on its behalf by



M A Jordan
Director
3 May 2011

MARS RETAIL SERVICES UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 1 JANUARY 2011

1 ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

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

1.2 Cash flow statement

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with Financial Reporting Standard 1 (Revised 1996) "Cash flow statements"

1.3 Related party disclosures

The group is also exempt under the terms of Financial Reporting Standard 8 "Related Party Disclosures" from disclosing related party transactions with other wholly owned group companies

2. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The company has no employees other than the directors who received no emoluments for their services to the company

3. AUDITORS' REMUNERATION

	1 January 2011 £
Fees payable to the company's auditor for the audit of the company's annual accounts	1,500

Audit fees are borne by other group companies, Mars Chocolate UK Limited, Mars Petcare UK and Mars Food UK Limited. No non-audit fees were incurred during the period

4. SHARE CAPITAL

	1 January 2011 £
Allotted, called up and fully paid	
1 ordinary share of £1	1

On incorporation 1 ordinary £1 share was issued for a consideration of £1

MARS RETAIL SERVICES UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 1 JANUARY 2011**

5 RECONCILIATION OF MOVEMENT IN TOTAL SHAREHOLDERS' FUNDS

	1 January 2011 £
On incorporation	-
Shares issued during the period	<u>1</u>
Closing total shareholders' funds	<u><u>1</u></u>

6 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company's ultimate parent undertaking and controlling party is Mars Incorporated, a company incorporated in the state of Delaware, USA. The company's immediate parent undertaking is Food Manufacturers (G B Company), a company registered in England and Wales. The company is a wholly owned subsidiary of Effem Holdings Limited, a company registered in England and Wales and is included in the consolidated financial statements of that company, which may be obtained from The Registrar of Companies, Companies Registration Office, Companies House, Crown Way, Mandy, Cardiff.