W DENIS FINANCIAL SERVICES LIMITED Company No: 2084973

**Consolidated Financial Statements** 31 December 2007

24/04/2008 COMPANIES HOUSE

## DIRECTORS' REPORT 31 December 2007

The directors present their annual report and the audited financial statements for the year ended 31 December 2007

### **PRINCIPAL ACTIVITIES**

The principal activities of the group are the provision of personal and corporate financial planning and pension management

#### **RESULTS AND DIVIDENDS**

Details of the results for the year are shown in the profit and loss account and the related notes

The directors recommend that no dividends be paid

#### **REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS**

Both the level of business and the year end financial position were satisfactory, and the directors expect that the present level of activity will be sustained for the foreseeable future

## **DIRECTORS**

The directors who have served during the year together with their beneficial interests in the ordinary shares of the company were as follows

	At 31 12 07	At 31 12 06
H A Thew	5,100	5,100
J M Short	4,900	-
I Desbottes	· <del>-</del>	-

### **CLOSE COMPANY**

In the opinion of the directors the close company provisions of the Income & Corporation Taxes Act 1988 apply to the company

DIRECTORS' REPORT (continued) 31 December 2007

#### 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 the group and of the profit of the group for that period. In preparing those financial statements, the directors are required to

- select suitable accounting policies and 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 group will continue to operate

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy, at any time, the financial position of the company and the group and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### STATEMENT OF DISCLOSURE OF INFORMATION TO AUDITORS

The directors of the company who held office at the date of approval of this Annual Report as set out above each confirm that

- so far as they are aware, there is no relevant audit information (information needed by the group and company's auditors in connection with preparing their report) of which the group and company's auditor's are unaware, and
- they 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 group and company's auditors are aware of that information

#### **AUDITORS**

The re-appointment of O'Brien & Co, Chartered Accountants, will be proposed at the Annual General Meeting

By Order of the Board

Director

17 March 2008

## INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF W DENIS FINANCIAL SERVICES LIMITED

We have audited the group and parent company financial statements of W Denis Financial Services Limited for the year ended 31 December 2007 which comprise the Group Profit and Loss Account, the Group and Company Balance Sheets, the Group Cash Flow Statement, the Group Statement of Total Recognised Gains and Losses and the related notes. These financial statements have been prepared in accordance with the accounting policies set out therein

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 AUDITORS

The directors' responsibilities for preparing the Directors' Report and the financial statements in accordance with applicable law and the United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether, in our opinion, the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatement within it

## **BASIS OF AUDIT OPINION**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the group's and company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF W DENIS FINANCIAL SERVICES LIMITED (continued)

## **OPINION**

In our opinion the financial statements

- give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the group's and parent company's affairs as at 31 December 2007 and of the group's profit for the year then ended, and
- have been properly prepared in accordance with the Companies Act 1985
- the information given in the Directors' Report is consistent with the financial statements

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O'BRIEN & CO
Chartered Accountants & Registered Auditor
31A Finkle Street
SELBY YO8 4DT

17 March 2008

# GROUP PROFIT AND LOSS ACCOUNT For the year ended 31 December 2007

	note	2007	2006
		£	£
TURNOVER	2	420,959	381,415
Administrative Expenses		428,134	411,131
OPERATING LOSS		(7,175)	(29,716)
Other Interest Receivable and Similar Income	3	44,187	53,138
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	4	37,012	23,422
Tax on profit on ordinary activities	6	7,350	3,224
PROFIT FOR THE FINANCIAL YEAR	15	29,662	20,198
The group's turnover and expenses relate			
For the year ended 31 December 2007	GAINS AND LOSSES	£	£
Profit for the Financial Year Unrealised surplus on revaluation of intere	est in investment property	29,662 0	20,198 25,000
TOTAL GAINS AND LOSSES FOR THE	YEAR	29,662	45,198
NOTE OF HISTORICAL PROFITS AND L	.OSSES	£	£
Reported profit on ordinary activities before Difference between a historical depreciation	on charge and the	37,012	23,422
actual depreciation charge for the year or revalued amount	alculated on the	(1,554)	(1,554)
Historical cost profit on ordinary activit	ties before tax	35,458	21,868
Historical cost profit for the year retain	ed after tax	28,108	18,644

# **GROUP BALANCE SHEET** 31 December 2007

	note	200	)7	200	)6
EIVED AGGETG		£	£	£	£
FIXED ASSETS Tangible assets	8 & 9		231,656		232,907
CURRENT ASSETS Debtors Cash at bank & in hand	11	8,938 323,451 332,389	- -	5,262 317,223 322,485	
CREDITORS: amounts falling due within one year	12	142,607	-	163,616	
NET CURRENT ASSETS		_	189,782	-	158,869
TOTAL ASSETS LESS CURRENT LIABI	LITIES		421,438		391,776
PROVISIONS FOR LIABILITIES AND CH Deferred tax	ARGES 13	_	2,381	_	2,381
		=	419,057	=	389,395
CAPITAL AND RESERVES					
Called up share capital	14		10,000		10,000
Revaluation reserve Profit and loss account	15 15	_	129,968 279,089	_	129,968 249,427
SHAREHOLDERS FUNDS	16	_	419,057	_	389,395

These financial statements were approved by the Board on 17 March 2008 and signed on its behalf by

H A THEW

Director

# BALANCE SHEET OF THE COMPANY 31 December 2007

		200	7	200	6
	note	£	£	£	£
FIXED ASSETS	_		440		400
Tangible assets	8		412		102
Investments	10	-	414	-	2 104
CURRENT ASSETS					
Debtors	11	5,738		65,129	
Cash at bank & in hand		258,652	_	213,360	
		264,390	_	278,489	
CREDITORS amounts falling due					
within one year	12	118,818	_	141,927	
NET CURRENT ASSETS		_	145,572	_	136,562
TOTAL ASSETS LESS CURRENT LIABILI	TIES	_	145,986	_	136,666
		_		<del>-</del>	
CAPITAL AND RESERVES					
Called up share capital	14		10,000		10,000
Profit and loss account	15	_	135,986	_	126,666
SHAREHOLDERS FUNDS	16	=	145,986	_	136,666

These financial statements were approved by the Board on 17 March 2008 and signed on its behalf by

H A THEW

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Director

# GROUP CASH FLOW STATEMENT For the year ended 31 December 2007

		200	7	200	6
Alat analy (autilians) / Inflancian	note	£	£	£	£
Net cash (outflow) / inflow from operating activities	19( a )		(34,213)		34,531
Returns on investments and servicing of finance					
Interest received		17,208		13,227	
Rents received		26,979		11,563	
Insurance claims		0		28,348	
Net cash inflow from returns on investments and servicing of finance			44,187		53,138
Taxation UK Corporation tax paid			(3,359)		(1,834)
Capital expenditure & financial investment			•		
Payments to acquire tangible fixed assets		(387)		0	
Receipts from sale of tangible fixed assets			-	8,200	
Net cash (outflow) /inflow for capital expenditure financial investment	re and		(387)		8,200
Increase in cash	19( c )	=	6,228	_	94,035

## NOTES TO THE FINANCIAL STATEMENTS 31 December 2007

#### 1 ACCOUNTING POLICIES

#### **ACCOUNTING BASIS AND STANDARDS**

The financial statements are prepared under the historical cost convention as modified by the revaluation of freehold land and buildings and in accordance with applicable accounting standards

#### **BASIS OF CONSOLIDATION**

The group financial statements consolidate the financial statements of the company and its subsidiary for the year ended 31 December 2007

#### **TANGIBLE FIXED ASSETS**

Depreciation is provided on a reducing balance basis at the following annual rates in order to write off other fixed assets over their estimated useful lives

Freehold Land - Nil

Freehold Buildings - 2% straight line Fixtures & fittings - 15% and 20%

Motor vehicles - 25%

## **INVESTMENT PROPERTY**

The investment property is included in the balance sheet at its open market value

Surpluses or deficits on the property are transferred to the revaluation reserve, except that a deficit which is expected to be permanent and which is in excess of any previously recognised surplus over cost, or a reversal of such a deficit, is charged (or credited) to the profit and loss account

Depreciation is not provided in respect of the investment property. The directors consider that this accounting policy, which represents a departure from the statutory accounting rules, is necessary to provide a true and fair view as required under SSAP 19. "Accounting for Investment Properties." The financial effect of the departure from the statutory accounting rules is shown in note 9.

## NOTES TO THE FINANCIAL STATEMENTS (continued) 31 December 2007

## 1 ACCOUNTING POLICIES (continued )

#### **INVESTMENTS**

Investments held as fixed assets are stated at cost

### **DEFERRED TAX**

Deferred tax is accounted for in accordance with the requirements of FRS19

### **TURNOVER**

Turnover represents commission and fees earned

Initial commissions are recognised on an accruals basis and renewal commission is accounted for when received

## **INDEMNITY COMMISSION**

The company does not receive any commission on indemnity terms

## 2 TURNOVER

The turnover and profit before taxation is attributable to the principal activities of the group as follows

	Turno	Turnover		efore tax	
	2007	2006	2007	2006	
	£	£	£	£	
Financial Planning Pension Management	369,821	319,014	11,660	7,213	
	51,138	62,401	25,352	16,209	
	420,959	381,415	37,012	23,422	

# NOTES TO THE FINANCIAL STATEMENTS (continued) 31 December 2007

3	OTHER INTEREST RECEIVABLE AND SIMILAR INCOME  Bank interest Rents receivable Insurance claim	2007 £ 17,208 26,979 0	2006 £ 13,227 11,563 28,348
4	PROFIT ON ORDINARY ACTIVITIES BEFORE TAXA	ATION	
	The profit on ordinary activities before taxation is stated after charging	2007 £	2006 £
	Depreciation Profit on disposal of fixed assets Auditor's remuneration	1,638 0 2,800	1,969 (27) 2,669
5	STAFF COSTS	2007 £	2006 £
	Wages and salaries Social security costs Other pension costs	266,998 32,900 9,307	219,097 23,889 42,712
		309,205	285,698
	The average number of employees during the year wa	s as follows	
	Administration	Number 9	Number 7
	Directors' Emoluments	£	£
	Aggregate emoluments (including benefits in kind) Contributions to money purchase schemes	125,000 5,000	106,791 39,329
	During the year the following number of directors	Number	Number
	accrued benefits under money purchase schemes	1	3

# NOTES TO THE FINANCIAL STATEMENTS (continued) 31 December 2007

		2007	2006
6	TAX ON PROFIT ON ORDINARY ACTIVITIES  a) Analysis of charge in year		
	Current Tax:	£	£
	UK Corporation Tax		
	Current tax on income for year	7,350	3,367
	Deferred Tax:		
	Origination and reversal of timing differences	0	(143)
	Tax on profit on ordinary activities	7,350	3,224
	b) Factors affecting tax charge for the year		
	The tax assessed for the year is lower than the standard of corporation tax in the UK of 30% (2006 30%)	rate	
	The differences are explained below	£	£
	Profit on ordinary activities before tax	37,012	23,422
		£	£
	Profit on ordinary activities multiplied by standard rate of	-	
	UK corporation tax of 30% (2006 30%)	11,104	7,027
	Effects of	,	.,
	Expenses not deductible for tax purposes	28	0
	Depreciation added back	491	583
	Capital allowances	(328)	(2,217)
	Small companies rate	(3,945)	(2,026)
	ottan oompatioo iato	(0,0-10)	(2,020)
	Current tax charge for the year	7,350	3,367

## 7 PROFIT OF W DENIS FINANCIAL SERVICES LIMITED

As permitted by Section 230 of the Companies Act 1985 the Profit and Loss account of the parent company is not presented as part of these financial statements

The consolidated profit for the financial year includes £9,320 (2006 £7,069) which is dealt with in the financial statements of the parent company

# NOTES TO THE FINANCIAL STATEMENTS (continued) 31 December 2007

8	TANGIBLE FIXED ASSETS	Fixtures, Fittings &
	THE GROUP	Equipment £
	COST At 1 January 2007 Additions Disposals At 31 December 2007	41,030 387 0 41,417
	DEPRECIATION At 1 January 2007 Charge for the year On Disposals At 31 December 2007	33,123 1,638 0 34,761
	NET BOOK VALUE At 31 December 2007	6,656
	At 31 December 2006	7,907
	THE COMPANY	Fixtures, Fittings & Equipment £
	COST At 1 January 2007 Additions Disposals At 31 December 2007	1,899 387 0 2,286
	ACCUMULATED DEPRECIATION At 1 January 2007 Charge for the year On Disposals At 31 December 2007	1,797 77 0 1,874
	NET BOOK VALUE At 31 December 2007	412
	At 31 December 2006	102

## NOTES TO THE FINANCIAL STATEMENTS (continued) 31 December 2007

#### 9 TANGIBLE FIXED ASSETS

THE GROUP	Investment Property
VALUATION At 1 January 2007 and at 31 December 2007	£ 225,000
<b>DEPRECIATION</b> At 1 January 2007 and at 31 December 2007	
NET BOOK VALUE At 31 December 2007	225,000
At 31 December 2006	225,000

The group entered into a legal agreement with W Denis Properties Limited that in exchange for payment of 1/6th of the construction costs the group has a 1/6th share in the property at Water Lane, Leeds

The property was valued in July 2006 by Carter & Co Commercial Limited, Chartered Surveyors, on the basis of open market value with vacant possession. Carter & Co are not connected with. W Denis Financial Services Limited in anyway. The valuation was made in accordance with RICS Appraisal and Valuation Manual.

The property has now been transferred by W Denis Properties Limited to its ultimate holding company, W Denis (Holdings) PLC, and is subject to a mortgage given to provide security for monies borrowed by W Denis (Holdings) PLC

No depreciation is provided in respect of this property If the property had been depreciated an additional charge to profit of £2,840 would have resulted

On an historical cost basis, the property would have been included at an original cost of £109,694 (2006 - £109,694), and aggregate depreciation of £22,163 (2006 - £19,323)

#### 10 INVESTMENTS

THE COMPANY	2007	2006
	£	£
Investment in unlisted subsidiary	2	2

The investment represents a 100% holding in the share capital of W Denis Pension Management Limited, a company incorporated in England, whose principal activity is the provision of pension management services

# NOTES TO THE FINANCIAL STATEMENTS (continued) 31 December 2007

11	DEBTORS	20	107		20	06
		Group	Company		Group	Company
	Trada dabtera	£	£		£	£
	Trade debtors Other debtors	2,450			3,724	
	Prepayments	1,164 5,324	-		1,538 0	
	Amounts owed by group	5,324	4,574		U	U
	undertakings	0	0		0	63,591
	•	8,938	5,738	•	5,262	65,129
		<del></del> _		:		····
12	CREDITORS: amounts falling	20	07		20	06
	due within one year	Group £	Company £		Group	Company
	Trade creditors	17,380	<del></del>		<b>£</b> 5,043	£
	Corporation tax	7,358			3,367	
	Other taxes &	7,550	2,040		0,007	177
	social security costs	19,321	17,650		14,816	9,837
	Other creditors	98,548			140,390	
	•	142,607	118,818		163,616	141,927
	=		= <u></u>	:	<u>'</u>	
13	PROVISION FOR DEFERRED TA	x		2007 £		2006 £
	Accelerated capital allowances			2,381		2,381
	Provision at start of the year Deferred tax credit in profit and los	S		2,381		2,524
	account for the year (note 6)			0		(143)
	Provision at end of the year			2,381	;	2,381
14	SHARE CAPITAL			2007 £		2006 £
	Authorised			-		-
	100,000 ordinary shares of £1 each	h	,	100,000	:	100,000
	Allotted, called up and fully paid					
	10,000 ordinary shares of £1 each		;	10,000	;	10,000

## NOTES ON THE FINANCIAL STATEMENTS (continued) 31 December 2007

15	RESERVES	2007			
		Group	Company		
		£	£		
	REVALUATION RESERVE				
	At 1 January 2007	129,968	129,968		
	Surplus on property revaluation	0			
	At 31 December 2007	129,968			
	PROFIT AND LOSS ACCOUNT				
	At 1 January 2007	249,427	126,666		
	Retained profit for the year	29,662			
	At 31 December 2007	279,089	135,986		

#### 16 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS FUNDS

	2007		20	2006	
	Group	Company	Group	Company	
	£	£	£	£	
Profit for the financial year Other recognised gains	29,662	9,320	20,198	7,069	
and losses	0	0	25,000	0	
Opening shareholders fund	389,395	136,666	344,197	129,597	
Closing shareholders' funds	419,057	145,986	389,395	136,666	

### 17 CONTINGENT LIABILITY

There were no contingent liabilities at 31 December 2007

## 18 RELATED PARTY TRANSACTIONS

H A Thew, a director and shareholder of the company, is also a director and major shareholder of W Denis (Holdings) PLC ,of which W Denis (Insurance Brokers ) pic and W Denis Properties Ltd are subsidiaries

W Denis (Insurance Brokers) plc supplied services on normal commercial terms amounting to £21,944 (2006 £37,316) to the group during the year and at 31 December 2007 the group owed £nil (2006 £1,724) to W Denis (Insurance Brokers) plc

W Denis Properties Limited, the company which owned the investment property in which the group has a 1/6th share, has transferred the property to its ultimate holding company, W Denis (Holdings) PLC

Exemption has been taken of related party disclosures in respect of group transactions

# NOTES ON THE FINANCIAL STATEMENTS (continued) 31 December 2007

19	CASH FLOW STATEMENT		2007	2006
(a)	Reconciliation of Operating Loss to Net Cash (Outflow) / Inflow from Operating Activities		£	£
	Operating Loss Depreciation Charges (Increase) / Decrease in Debtors (Decrease) / Increase in Credito Net Cash (Outflow) / Inflow from	rs	(7,175) 1,638 (3,676) (25,000) (34,213)	(29,716) 1,942 4,709 57,596
(b)	Reconciliation of Net Cash Flo Movement in Net Funds	<b>w to</b> note 19( c )	£	£
	Increase in Cash in the Year Net Funds at 1 January 2007		6,228 317,223	94,035 223,188
	Net Funds at 31 December 2007		323,451	317,223
(c)	Analysis of Changes in Net Fu	nds At 01.01.07 £	Cashflow £	At 31.12.07 £
	Cash at Bank & in Hand	317,223	6,228	323,451

## (d) Major Non-cash Transactions

There were no major non-cash transactions during the year

## 20 SUBSIDIARY UNDERTAKINGS

The company has one subsidiary, W Denis Pension Management Limited The company holds 100% of the subsidiary's share capital

The results of the subsidiary are included in the consolidated accounts