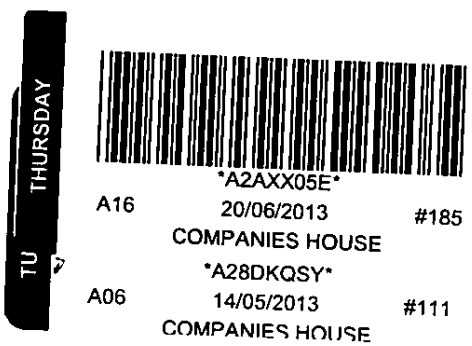
Henry Smith (Wandsworth) Limited

Annual report and financial statements

for the 39 week period ended 28 December 2012

Registered number 00385021



Henry Smith (Wandsworth) Limited

Annual report and financial statements for the 39 week period ended 28 December 2012

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Henry Smith (Wandsworth) Limited

Directors' report
for the 39 week period ended 28 December 2012

The directors present their annual report for the 39 week period ended 28 December 2012 and the audited financial statements of Henry Smith (Wandsworth) Limited ('the Company') for the 39 week period from 1 April 2012 to 28 December 2012 The Company became a wholly owned subsidiary of Dignity Funerals No 2 Limited, a subsidiary of Dignity plc and a member of the Dignity plc group ('the Group') on 2 April 2012 The comparative period is for the 52 week period ended 31 March 2012

Principal activities, business review and future developments

The Company does not trade The only transactions in the period were

- On 2 April 2012, the trade and assets of the business were sold to Dignity Funerals No 2 Limited for £2,851,194, which generated a profit of £1,936,589 and has no impact on tax, and
- A dividend in specie of £2,475,129, £198 01 per share, paid to its immediate parent company Dignity Funerals No 2 Limited

During the period, the accounting reference date has been changed from 31 March to 31 December to bring it in line with the Group The Directors believe the Company will be dormant going forward

Risks

All risks are managed by the directors of Dignity plc on a group basis From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of the Group and are not managed separately Accordingly, the principal risks and uncertainties of the Group, which include those of the Company, are discussed within the Principal risks and uncertainties Report of the group's annual report which does not form part of this report

Results and dividends

The results for the period are shown on page 4 The Company declared a dividend in specie of £2,475,129, £198 01 per share (52 week period ended 31 March 2012 £nil)

Directors

The directors who served during the period and up to the date of signing the financial statements were

M K McCollum (appointed 2 April 2012)
R H Portman (appointed 2 April 2012)
S L Whittern (appointed 2 April 2012)
A R Davies (appointed 2 April 2012)
D Carter (resigned 2 April 2012)
J Smith (resigned 2 April 2012)

Directors' report
for the 39 week period ended 28 December 2012 (continued)

Directors' indemnities

During the period, the Group maintained liability insurance for its Directors and Officers The Directors of this company have the benefit of this indemnity provision in the Group's Articles of Association The indemnity provision, which is a qualifying third-party indemnity provision as defined by Section 234 of the Companies Act 2006, was in force throughout the period and is currently in force

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 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, and
- 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

The Directors confirm that as far as each Director is aware there is no relevant audit information of which the Company's auditor are unaware The Directors further confirm each of them have taken all steps that they ought to have done as Directors to make themselves aware of any relevant audit information and to establish that the Company's auditor are aware of that information

Independent auditors

PricewaterhouseCoopers LLP were appointed by the directors as first auditors of the company A resolution to reappoint PricewaterhouseCoopers LLP will be proposed at the annual general meeting

By order of the board

SL Whittern
Director
19 April 2013

Independent auditors' report to the members of Henry Smith (Wandsworth) Limited

We have audited the financial statements of Henry Smith (Wandsworth) Limited for the 39 week period ended 28 December 2012 which comprise the Profit and Loss Account, 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 set out on page 2 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 In addition, we read all the financial and non-financial information in the Annual Report and Financial Statements to identify material inconsistencies with the audited financial statements If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report

Basis for disclaimer of opinion on profit for the period and qualified opinion on state of affairs
We were unable to obtain sufficient appropriate audit evidence in relation to the opening balances as at 1 April 2012 Because of the possible effect of the limitation in evidence available to us, we are unable to form an opinion on the profit for the 39 week period ended 28 December 2012 In addition, our opinion on the state of affairs of the company is qualified in respect of two matters

- We have been unable to obtain sufficient appropriate audit evidence in respect of the closing capital reserve account balances (comprising, the revaluation reserve, capital reserve and profit and loss reserve) as at 28 December 2012, and
- Because of the possible effects on the comparability of the current period's figures and the corresponding figures arising from our inability to obtain sufficient appropriate audit evidence in relation to the opening balances as at 1 April 2012

Disclaimer of opinion on profit for the period and qualified opinion on state of affairs

Because of the significance of the matter described in the paragraph above, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the company's profit for the period ended 28 December 2012 Accordingly, we do not express an opinion on the company's profit for the period ended 28 December 2012

In our opinion, except for the possible effects of the matters described above

- the financial statements give a true and fair view of the state of the company's affairs as at 28 December 2012,
- the financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- the financial statements 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

Matters on which we are required to report by exception
In respect of the limitation on our work relating to the availability of sufficient appropriate audit evidence over the closing capital reserve accounts and of the corresponding figures for the 52 week period ended 31 March 2012 and the resulting opening balances at 1 April 2012, described above

- we have not obtained all the information and explanations that we consider necessary for the purposes of our audit, and
- we were unable to determine whether adequate accounting records had been kept

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

- returns adequate for 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

Other matter
The financial statements of the company for the 52 week period ended 31 March 2012, forming the corresponding figures in the financial statements for the 39 week period ended 28 December 2012, are unaudited

Matthew Mullins (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Birmingham
19 April 2013

Henry Smith (Wandsworth) Limited

Profit and loss account
for the 39 week period ended 28 December 2012

	Note	39 week period ended 28 December 2012 £	52 week period ended 31 March 2012 £
Turnover	2	-	921,367
Cost of sales		-	(508,181)
Gross profit		-	413,186
Administrative expenses	3	-	(269,432)
Other operating income		-	12,284
Operating profit	3	-	156,038
Profit on disposal of fixed asset		-	2,047
Profit on disposal of trade and net assets		**1,936,589**	-
Interest receivable and similar income		-	3,317
Profit on ordinary activities before taxation		**1,936,589**	161,402
Tax on profit on ordinary activities	4	**(4,771)**	(31,576)
Profit for the financial period	10	**1,931,818**	129,826

The results have been derived wholly from discontinued activities

Statement of total recognised gains and losses

There were no other recognised gains or losses other than those included within the profit for the financial periods as shown above Therefore no separate statement of total recognised gains and losses has been presented

Note of historical cost profit and loss

There is no material difference between the profit on ordinary activities before taxation and the profit for the financial periods stated above and their historical cost equivalents

Henry Smith (Wandsworth) Limited

Balance sheet
as at 28 December 2012

	Note	28 December 2012 £	31 March 2012 £
Fixed assets			
Tangible assets	6	-	370,714
Current assets			
Stock		-	9,872
Debtors	7	**376,065**	241,924
Cash at bank and in hand		-	410,361
		376,065	662,157
Creditors: amounts falling due within one year	8	**(4,771)**	(118,266)
Net current assets		**371,294**	543,891
Total assets less current liabilities		**371,294**	914,605
Net assets		**371,294**	914,605
Capital and reserves			
Called up share capital	9	**12,500**	12,500
Revaluation reserve	10	**62,779**	62,779
Capital reserve	10	**290,786**	290,786
Profit and loss reserve	10	**5,229**	548,540
Total shareholders' funds	11	**371,294**	914,605

The financial statements on pages 4 to 11 were approved by the board of directors on 19 April 2013 and were signed on its behalf by

SL Whittern

Director

Henry Smith (Wandsworth) Limited

Notes to the financial statements for the 39 week period ended 28 December 2012

1 Principal accounting policies

Basis of preparation

These financial statements 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 consistently applied, is set out below The financial statements of the company for the 52 week period ended 31 March 2012, forming the corresponding figures in the financial statements for the 39 week period ended 28 December 2012, are unaudited, as the company was exempt from audit requirements

The company has taken advantage of the exemptions contained within Financial Reporting Standard ('FRS') 1 (revised 1996), 'Cash flow statements' and has not prepared a cash flow statement, as the Company is included in the consolidated financial statements of Dignity plc, which include a consolidated cash flow statement

The Company is a wholly owned subsidiary of Dignity plc and has taken advantage of the exemption provided within FRS 8, Related Party Disclosures, not to disclose transactions with wholly owned subsidiary undertakings, whose voting rights are controlled within the Dignity plc group

Dividends policy

Dividends payable are only recognised when they are appropriately approved

Deferred taxation

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, except that deferred tax assets are only recognised to the extent that they are regarded as more likely than not to be recoverable

Deferred tax is measured at the tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted, by the balance sheet date Deferred tax is measured on a non-discounted basis

Prior period accounting policies

The following accounting policies were applied in respect of the prior period Since the acquisition date, all assets have been hived up into the financial statements of Dignity Funerals No 2 Limited

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

Tangible fixed assets

Depreciation has been provided at the following rates in order to write off the assets over their estimated useful lives

Plant and machinery	-	25% straight line
Motor vehicles	-	25% straight line

Pensions

The company operates a defined contribution pension scheme Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme

Notes to the financial statements for the 39 week period ended 28 December 2012 (continued)

2 Turnover

Turnover represents the amounts receivable for goods and services provided during the period

3 Operating profit

Operating profit is stated after charging

	39 week period ended 28 December 2012	52 week period ended 31 March 2012
	£	£
Depreciation	-	13,816
Directors remuneration	-	28,008
Pension costs	-	18,320

For the current period, auditors' remuneration is borne by a fellow subsidiary of the group, and is not material to disclose separately Directors did not receive any emoluments in the current period in respect of their services to the Company The Company had no employees in the current period other than the directors

Notes to the financial statements for the 39 week period ended 28 December 2012 (continued)

4 Tax on profit on ordinary activities

(a) Analysis of tax charge in the period

	39 week period ended 28 December 2012	52 week period ended 31 March 2012
	£	£
Current tax current period	**4,771**	31,576
Tax on profit on ordinary activities	**4,771**	31,576

(b) Factors affecting tax charge for the period

The current tax charge for the period is lower (prior period lower) than the standard rate of corporation tax in the UK of 24 5% (prior period 20%) The differences are explained below

	39 week period ended 28 December 2012	52 week period ended 31 March 2012
	£	£
Profit on ordinary activities before tax	**1,936,589**	161,402
Profit on ordinary activities before tax multiplied by standard rate (prior period small company's rate) of corporation tax in the UK of 24 5% (prior period 20%)	**474,464**	32,280
Effects of		
Expense not deductible for tax purposes	**(474,464)**	(704)
UK to UK transfer pricing adjustment	**4,771**	-
Current tax charge for the period	**4,771**	31,576

(c) Factors affecting current and future tax charges

The standard rate of corporation tax in the UK changed from 26 per cent to 24 per cent with effect from 1 April 2012

In addition to the change above, legislation to reduce the main rate of corporation tax from 24 per cent to 23 per cent from 1 April 2013 was substantively enacted at the balance sheet date

Further rate changes are anticipated, if these are subsequently enacted in the form expected then the corporation tax rate will reduce by two per cent in 2014 to 21 per cent and a further one per cent in 2015 to 20 per cent These proposed changes are not expected to have a material impact on the financial statements

The Company has no recognised or unrecognised deferred tax

5 Dividends

	39 week period ended 28 December 2012	52 week period ended 31 March 2012
	£	£
Dividends in specie £198 01 per Ordinary Share (prior period £nil)	**2,475,129**	-

6 Tangible assets

Cost	Land & buildings £	Plant & machinery £	Motor vehicles £	Total £
At 31 March 2012	329,267	47,826	163,929	541,022
Transfer to Dignity Funerals No 2 Limited	(329,267)	(47,826)	(163,929)	(541,022)
At 28 December 2012	-	-	-	-
Accumulated depreciation				
At 31 March 2012	-	45,118	125,190	170,308
Transfer to Dignity Funerals No 2 Limited	-	(45,118)	(125,190)	(170,308)
At 28 December 2012	-	-	-	-
Net book value				
At 28 December 2012	-	-	-	-
At 31 March 2012	329,267	2,708	38,739	370,714

Notes to the financial statements for the 39 week period ended 28 December 2012 (continued)

7 Debtors

	28 December 2012	31 March 2012
Amounts falling due within one year:	**£**	£
Trade debtors	-	163,223
Deferred tax	-	875
Amounts owed by group undertakings	**376,065**	-
Other debtors	-	77,826
	376,065	241,924

Amounts owed by group undertakings are unsecured and non interest bearing

8 Creditors: amounts falling due within one year

	28 December 2012	31 March 2012
	£	£
Trade creditors	-	43,114
Corporation tax	**4,771**	32,451
Social security and other taxes	-	26,025
Other creditors	-	12,757
Accruals and deferred income	-	3,919
	4,771	118,266

9 Called up share capital

	28 December 2012	31 March 2012
	£	£
Allotted and fully paid		
12,500 (prior period 12,500) Ordinary Shares of £1 each	**12,500**	12,500

Notes to the financial statements for the 39 week period ended 28 December 2012 (continued)

10 Reserves

	Revaluation reserve	Capital reserve	Profit and loss reserve	Total
	£	£	£	£
At the beginning of the period	62,779	290,786	548,540	902,105
Profit for the financial period	-	-	1,931,818	1,931,818
Dividends paid (note 5)	-	-	(2,475,129)	(2,475,129)
At the end of the period	**62,779**	**290,786**	**5,229**	**358,794**

11 Reconciliation of movements in shareholders' funds

	28 December 2012	31 March 2012
	£	£
Profit for the financial period	**1,931,818**	129,826
Dividends paid (note 5)	**(2,475,129)**	-
Net (reduction) / addition to shareholders' funds	**(543,311)**	129,826
Opening shareholders' funds	**914,605**	784,779
Closing shareholders' funds	**371,294**	914,605

12 Ultimate parent undertaking and controlling party

The Company was acquired on 2 April 2012 and the Company's ultimate holding company and controlling party since that date and at 28 December 2012 was Dignity plc

The parent company of the smallest and largest group in which the financial statements of the Company are consolidated is Dignity plc Copies of the consolidated financial statements of the Dignity plc group are available from 4 King Edwards Court, King Edwards Square, Sutton Coldfield, West Midlands, B73 6AP, the Company's registered office

The immediate parent company is Dignity Funerals No 2 Limited