

Company Registration No. 02180521 (England and Wales)

SME FAST FOODS LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 27 MARCH 2011

KLSA

Chartered Accountants

THURSDAY



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COMPANIES HOUSE

SME FAST FOODS LIMITED

COMPANY INFORMATION

Directors	Mr M F Esmail Mrs S B Esmail
Secretary	Mrs S B Esmail Mr A M Esmail Mr S M Esmail
Company number	02180521
Registered office	145 Uxbridge Road Money Hill Rickmansworth Herts WD3 2DW
Auditors	KLSA LLP 28 - 30 St John's Square London EC1M 4DN
Bankers	Royal Bank of Scotland 354 Station Road, Harrow Middlesex HA1 2XZ

SME FAST FOODS LIMITED

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SME FAST FOODS LIMITED

DIRECTORS' REPORT

FOR THE PERIOD ENDED 27 MARCH 2011

The directors present their report and financial statements for the period ended 27 March 2011

Principal activities and review of the business

The principal activity of the company in the period under review were that of operating franchise restaurants

Results and dividends

The results for the period are set out on page 5

The directors do not recommend payment of an ordinary dividend

Directors

The following directors have held office since 29 March 2010

Mr M F Esmail

Mrs S B Esmail

Charitable donations

	2011	2010
	£	£
During the period the company made the following payments		
Charitable donations	-	30,000

Auditors

The auditors, KLSA LLP, are deemed to be reappointed under section 487(2) of the Companies Act 2006

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.

SME FAST FOODS LIMITED

DIRECTORS' REPORT (CONTINUED)

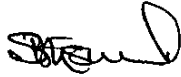
FOR THE PERIOD ENDED 27 MARCH 2011

Statement of disclosure to auditors

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

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small company exemption.

By order of the board



Mrs S B Esmail

Secretary

27 September 2011

SME FAST FOODS LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SME FAST FOODS LIMITED

We have audited the financial statements of SME Fast Foods Limited for the period ended 27 March 2011 set out on pages 5 to 14. 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).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 auditors' 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

As explained more fully in the Directors' Responsibilities Statement set out on pages 1 - 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.

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 Directors' Report 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.

Opinion on financial statements

In our opinion:

- give a true and fair view of the state of the company's affairs as at 27 March 2011 and of its profit for the period 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 period for which the financial statements are prepared is consistent with the financial statements.

SME FAST FOODS LIMITED

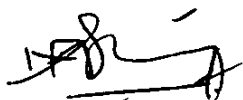
INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE MEMBERS OF SME FAST FOODS 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



Fayaaz Shanff (Senior Statutory Auditor)

for and on behalf of KLSA LLP

Chartered Accountants

Statutory Auditor

28 - 30 St John's Square

London

EC1M 4DN

27 September 2011

SME FAST FOODS LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE PERIOD ENDED 27 MARCH 2011

	Notes	2011 £	2010 £
Turnover	2	1,828,960	1,799,716
Cost of sales		(583,635)	(640,232)
Gross profit		1,245,325	1,159,484
Administrative expenses		(874,362)	(901,091)
Other operating income		38,830	40,727
Operating profit	3	409,793	299,120
Interest payable and similar charges	4	(5,104)	(2,118)
Profit on ordinary activities before taxation		404,689	297,002
Tax on profit on ordinary activities	5	(121,446)	(86,307)
Profit for the period	16	283,243	210,695

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

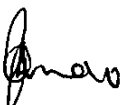
SME FAST FOODS LIMITED

BALANCE SHEET

AS AT 27 MARCH 2011

	Notes	2011 £	£	2010 £	£
Fixed assets					
Intangible assets	7		2,750		10,250
Tangible assets	8 and 9		1,793,501		1,539,884
			<u>1,796,251</u>		<u>1,550,134</u>
Current assets					
Stocks	10	8,334		9,880	
Debtors	11	117,873		4,766	
Cash at bank and in hand		813,946		495,257	
			<u>940,153</u>		<u>509,903</u>
Creditors: amounts falling due within one year	12	(743,198)		(479,189)	
Net current assets			<u>196,955</u>		<u>30,714</u>
Total assets less current liabilities			<u>1,993,206</u>		<u>1,580,848</u>
Creditors: amounts falling due after more than one year	13	(205,504)		(74,388)	
Provisions for liabilities	14	(45,965)		(47,965)	
			<u>1,741,737</u>		<u>1,458,495</u>
Capital and reserves					
Called up share capital	15	100		100	
Revaluation reserve	16	197,862		197,862	
Profit and loss account	16	1,543,775		1,260,533	
Shareholders' funds	17	<u>1,741,737</u>		<u>1,458,495</u>	

Approved by the Board and authorised for issue on 27 September 2011


Mr M F Esmail
Director

Company Registration No. 02180521

SME FAST FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 27 MARCH 2011

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of investment properties

Under FRS 1, the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts

1.4 Goodwill

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life

1.5 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation less estimated residual value of each asset over its expected useful life, as follows

Land and buildings Freehold	2% on the cost of buildings
Land and buildings Leasehold	Over the term of the lease
Fixtures, fittings & equipment	7 50% reducing balance

Investment properties are included in the balance sheet at their open market value. Depreciation is provided only on those investment properties which are leasehold and where the unexpired lease term is less than 20 years

Although this accounting policy is in accordance with the applicable accounting standard, SSAP 19, Accounting for investment properties, it is a departure from the general requirement of the Companies Act 2006 for all tangible assets to be depreciated. In the opinion of the directors compliance with the standard is necessary for the financial statements to give a true and fair view. Depreciation or amortisation is only one of many factors reflected in the annual valuation and the amount of this which might otherwise have been charged cannot be separately identified or quantified

1.6 Stock

Stock is valued at the lower of cost and net realisable value

1.7 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future

SME FAST FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 27 MARCH 2011

2 Turnover

The total turnover of the company for the period has been derived from its principal activity wholly undertaken in the United Kingdom

3 Operating profit	2011	2010
	£	£
Operating profit is stated after charging		
Amortisation of intangible assets	7,500	7,500
Depreciation of tangible assets	28,952	23,767
Fees payable to the company's auditor for the audit of the company's annual accounts	<u>2,000</u>	<u>2,000</u>

4 Interest payable	2011	2010
	£	£
On bank loans and overdraft	<u>5,104</u>	<u>2,118</u>

SME FAST FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 27 MARCH 2011

5	Taxation	2011	2010
		£	£
	Domestic current year tax		
	U K corporation tax	123,446	88,013
	Adjustment for prior years	-	(271)
	Total current tax	123,446	87,742
	Deferred tax		
	Deferred tax charge/credit current year	(2,000)	(1,435)
		121,446	86,307
	Factors affecting the tax charge for the period		
	Profit on ordinary activities before taxation	404,689	297,002
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 28.00% (2010 - 28.00%)	113,313	83,161
	Effects of		
	Non deductible expenses	2,045	446
	Depreciation add back	9,350	8,755
	Capital allowances	(2,380)	(4,349)
	Other tax adjustments	1,118	(271)
		10,133	4,581
	Current tax charge for the period	123,446	87,742
6	Dividends	2011	2010
		£	£
	Ordinary interm paid	-	1,100,000

SME FAST FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 27 MARCH 2011

7 Intangible fixed assets

	Goodwill £
Cost	
At 29 March 2010 & at 27 March 2011	150,000
Amortisation	
At 29 March 2010	139,750
Charge for the period	7,500
At 27 March 2011	147,250
Net book value	
At 27 March 2011	2,750
At 31 March 2010	10,250

8 Tangible fixed assets

	Land and buildings Freehold £	Land and buildings Leasehold £	Fixtures, fittings & equipment £	Total £
Cost or valuation				
At 29 March 2010	446,962	537,321	635,064	1,619,347
Additions	267,815	3,000	11,754	282,569
At 27 March 2011	714,777	540,321	646,818	1,901,916
Depreciation				
At 29 March 2010	12,695	42,634	428,134	483,463
Charge for the period	7,148	5,403	16,401	28,952
At 27 March 2011	19,843	48,037	444,535	512,415
Net book value				
At 27 March 2011	694,934	492,284	202,283	1,389,501
At 31 March 2010	434,267	494,687	206,930	1,135,884

SME FAST FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 27 MARCH 2011

9 Tangible fixed assets

	Investment properties £
Cost or valuation	
At 29 March 2010 & at 27 March 2011	404,000

The investment properties were valued as at 27 March 2009 by R Whitley & Co , Chartered Surveyors, on an open market basis No depreciation is provided in respect of these properties.

On an historical cost basis these would have been included at an original cost of £206,136 (2010 - £206,136)

10 Stocks	2011 £	2010 £
Raw materials and consumables	8,334	9,880

11 Debtors	2011 £	2010 £
Amounts owed by parent and fellow subsidiary undertakings	107,234	-
Other debtors	4,914	3,395
Prepayments and accrued income	5,725	1,371
	117,873	4,766

12 Creditors: amounts falling due within one year	2011 £	2010 £
Bank loans and overdrafts	62,700	27,755
Trade creditors	44,206	86,596
Amounts owed to parent and fellow subsidiary undertakings	413,809	191,118
Corporation tax	123,446	88,013
Other taxes and social security costs	69,045	57,385
Other creditors	12,584	12,526
Accruals and deferred income	17,408	15,796
	743,198	479,189

SME FAST FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 27 MARCH 2011

13 Creditors amounts falling due after more than one year	2011 £	2010 £
Bank loans	<u>205,504</u>	<u>74,388</u>
Analysis of loans		
Wholly repayable within five years	<u>268,204</u>	<u>102,143</u>
	268,204	102,143
Included in current liabilities	<u>(62,700)</u>	<u>(27,755)</u>
	<u>205,504</u>	<u>74,388</u>
Loan maturity analysis		
In more than one year but not more than two years	62,700	23,100
In more than two years but not more than five years	<u>142,804</u>	<u>51,288</u>

The bank loans and overdraft are secured by a fixed charge over the freehold properties and by a debenture over the other assets of the company. The loans are subject to commercial rates of interest. The repayment terms of the bank loans range from monthly and quarterly payments of interest and/or capital and interest.

14 Provisions for liabilities

	Deferred tax liability £
Balance at 29 March 2010	47,965
Profit and loss account	<u>(2,000)</u>
Balance at 27 March 2011	<u>45,965</u>

The deferred tax liability is made up as follows:

	2011 £	2010 £
Accelerated capital allowances	<u>45,965</u>	<u>47,965</u>

No provision has been made for deferred tax on revaluation of properties as the company had not entered into a binding agreement to sell the revalued properties at the period end. A tax liability of £26,922 (2010: £30,152) would be payable if the properties were sold at these values.

SME FAST FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 27 MARCH 2011

15 Share capital	2011 £	2010 £
Allotted, called up and fully paid 100 Ordinary shares of £1 each	100	100

16 Statement of movements on reserves	Revaluation reserve £	Profit and loss account £
Balance at 29 March 2010	197,862	1,260,532
Profit for the period	-	283,243
Balance at 27 March 2011	197,862	1,543,775

17 Reconciliation of movements in shareholders' funds	2011 £	2010 £
Profit for the financial period	283,243	210,695
Dividends	-	(1,100,000)
Net addition to/(depletion in) shareholders' funds	283,243	(889,305)
Opening shareholders' funds	1,458,495	2,347,800
Closing shareholders' funds	1,741,737	1,458,495

18 Contingent liabilities

The company has given cross guarantees to the bankers of the holding company and group subsidiary undertakings

SME FAST FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 27 MARCH 2011

19 Employees

Number of employees

The average monthly number of employees (including directors) during the period was

	2011 Number	2010 Number
Management staff	2	2
Operational staff	26	23
	<u>28</u>	<u>25</u>

Employment costs

	2011 £	2010 £
Wages and salaries	350,702	345,022
Social security costs	21,428	23,235
	<u>372,130</u>	<u>368,257</u>

20 Control

In the opinion of the directors, the immediate parent company is SME Investments Ltd and the ultimate parent company is SME Group Plc, both companies are registered in England and Wales

The smallest group for which SME Fast Foods Limited is a member for which group financial statements are prepared is SME Investments Limited. The largest such group is SME Group Plc, whose copies can be obtained from Charlwood House, The Runway, South Ruislip, Middlesex HA4 6SE

21 Related party relationships and transactions

The company has taken advantage of the exemptions conferred by Financial Reporting Standard Number 8 from the requirements to make disclosures of transactions with entities that are part of the group on the grounds that voting rights in the company are 100% controlled within the group headed by SME Group Plc and the company is included in the consolidated financial statements