

STATUTORY COPY

Company Registration No. 03754276 (England and Wales)

YEOVIL V.E. LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2011



YEOVIL V.E. LIMITED

COMPANY INFORMATION

Directors Abbeyfield V E Limited
Linkmel V E Limited
David Smith
Jon Prideaux

Company Secretary Abbeyfield V E Limited

Company number 03754276

Registered office Abbeyfield Road
Lenton Industrial Estate
Lenton
Nottingham
NG7 2SP

Independent Auditors UHY Hacker Young
22 The Ropewalk
Nottingham
NG1 5DT

Solicitors Harvey Ingram LLP
20 New Walk
Leicester
LE1 6TX

Geldards LLP
The Arc
Enterprise Way
Nottingham
NG2 1BN

YEOVIL V.E. LIMITED

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YEOVIL V.E. LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2011

The directors present their report and financial statements for the year ended 31 December 2011

Principal activities and review of the business

The company's principal activity during the year was the provision of optical goods and services. No change is planned to these activities.

Results and dividends

The results for the year are set out on page 5.

Dividends of £5,000 were paid during the year (2010 - £6,000).

Directors

The following directors have held office since 1 January 2011:

Abbeyfield V E Limited

Linkmel V E Limited

David Smith

Jon Prideaux

Auditors

The auditors, UHY Hacker Young, 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.

YEOVIL V.E. LIMITED

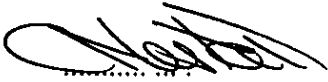
DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 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.

On behalf of the board



Carolyn Hesketh
Company Secretary
Abbeyfield V E Limited
24/8/2012

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF YEOVIL V.E. LIMITED

We have audited the financial statements of Yeovil V E Limited for the year ended 31 December 2011 set out on pages 5 to 17. 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.

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 December 2011 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.

INDEPENDENT AUDITORS' REPORT (CONTINUED)
TO THE MEMBERS OF YEOVIL V.E. 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
- 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
- we have not received all the information and explanations we require for our audit, or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report


Philip Oliver BSc FCA (Senior Statutory Auditor)
for and on behalf of UHY Hacker Young

24/8/2012

Chartered Accountants
Statutory Auditor

YEOVIL V.E. LIMITED**PROFIT AND LOSS ACCOUNT****FOR THE YEAR ENDED 31 DECEMBER 2011**

	Notes	2011 £ 000	2010 £ 000
Turnover	2	774	732
Cost of sales		(187)	(172)
Gross profit		587	560
Administrative expenses		(574)	(549)
Operating profit	5	13	11
Other interest receivable and similar income	6	1	-
Interest payable and similar charges	7	-	(4)
Profit on ordinary activities before taxation		14	7
Tax on profit on ordinary activities	8	(5)	(2)
Profit for the year	16	9	5

There were no recognised gains or losses in either the current or preceding year other than those disclosed in the profit and loss account, and therefore no separate statement of total recognised gains and losses has been presented.

All results derive from continuing operations.

There are no material differences between the profit/(loss) on ordinary activities before taxation and the profit/(loss) for the financial years stated above and their historical cost equivalents

YEOVIL V.E. LIMITED**BALANCE SHEET****AS AT 31 DECEMBER 2011**

		2011		2010	
	Notes	£ 000	£ 000	£ 000	£ 000
Fixed assets					
Tangible assets	9		19		11
Current assets					
Stocks	10	48		47	
Debtors	11	102		119	
		<u>150</u>		<u>166</u>	
Creditors: amounts falling due within one year	12	<u>(88)</u>		<u>(84)</u>	
Net current assets			62		82
Total assets less current liabilities			<u>81</u>		<u>93</u>
Provisions for liabilities	14		-		(16)
Net assets			<u>81</u>		<u>77</u>
Capital and reserves					
Called up share capital	15		-		-
Profit and loss account	16		81		77
Shareholders' funds/(deficit)	17		<u>81</u>		<u>77</u>

Approved by the Board and authorised for issue on 24/8/12

David Smith
DirectorJon Prideaux
Director**Company Registration No. 03754276**

YEOVIL V.E. LIMITED**CASH FLOW STATEMENT****FOR THE YEAR ENDED 31 DECEMBER 2011**

	Notes	2011 £ 000	2010 £ 000
Net cash inflow from operating activities	18	2	21
Returns on investments and servicing of finance			
Interest received		1	-
Interest paid		-	(4)
Net cash inflow/(outflow) for returns on investments and servicing of finance		1	(4)
Taxation		(6)	(16)
Capital expenditure			
Payments to acquire tangible assets		(12)	-
Net cash outflow for capital expenditure		(12)	-
Equity dividends paid		(5)	(6)
Net cash outflow before management of liquid resources and financing		(20)	(5)
Decrease in cash in the year	19	(20)	(5)

As discussed in note 1, Abbeyfield V E Limited acts as the Company's bankers

The decrease in cash in the year is represented within the movement in amounts owed by the controlling party as disclosed in debtors

YEOVIL V.E. LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

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 the invoiced amount of optical goods sold and services provided, excluding value added tax. Turnover received in respect of warranty agreements has been spread over the period of warranty. Payments received for goods not collected by the year end have been excluded from turnover.

1.4 Tangible fixed assets and depreciation

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

Leasehold improvements	10 years
Fixtures, fittings & equipment	3-10 years

1.5 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

1.6 Stocks

Stocks are valued at the lower of cost and net realisable value

1.7 Pensions

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable

1.8 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted. Any deferred tax asset is recognised to the extent that it is regarded as recoverable

YEOVIL V.E. LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2011

1 Accounting policies

(Continued)

1.9 Provisions

Provisions are recognised when

- the company has a present legal or constructive obligation as a result of past events,
- it is more likely than not that an outflow of resources will be required to settle the obligation, and
- the amount can be reliably estimated

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

1.10 Banking Arrangements

Abbeyfield V E Limited, the controlling party, has control over the company's banking arrangements and hence the company's cash balance is included in amounts owed by/(to) the controlling party.

2 Turnover

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

YEOVIL V.E. LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 DECEMBER 2011****3 Employees****Number of employees**

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

	2011 Number	2010 Number
Management	1	1
Store retail	5	5
Opticians	2	1
	<u>8</u>	<u>7</u>

Employment costs

	2011 £ 000	2010 £ 000
Wages and salaries	251	219
Social security costs	23	22
Other pension costs	4	4
	<u>278</u>	<u>245</u>

4 Directors' emoluments

	2011 £ 000	2010 £ 000
Emoluments for qualifying services	161	140
Company pension contributions to money purchase schemes	4	4
	<u>165</u>	<u>144</u>

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 2 (2010 - 2)

5 Operating profit

	2011 £ 000	2010 £ 000
Operating profit is stated after charging		
Depreciation of tangible assets	4	4
Operating lease rentals	56	56
Auditors' remuneration	<u>1</u>	<u>1</u>

YEOVIL V.E. LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2011

6	Interest receivable and similar income	2011	2010
		£ 000	£ 000
	Other interest	1	-
		<u>1</u>	<u>-</u>
7	Interest payable and similar charges	2011	2010
		£ 000	£ 000
	Other interest	-	4
		<u>-</u>	<u>4</u>
8	Taxation	2011	2010
		£ 000	£ 000
	Domestic current year tax		
	U K corporation tax	3	1
	Adjustment for prior years	1	-
		<u>4</u>	<u>1</u>
	Total current tax	4	1
	Deferred tax		
	Deferred tax charge/(credit) current year	1	1
		<u>1</u>	<u>1</u>
		<u>5</u>	<u>2</u>
	Factors affecting the tax charge for the year		
	The current tax charge for the year differs to the standard average rate of corporation tax in the UK due to the factors explained below		
	Profit on ordinary activities before taxation	14	7
		<u>14</u>	<u>7</u>
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 26.50% (2010 - 28.00%)	4	2
		<u>4</u>	<u>2</u>
	Effects of		
	Excess depreciation over capital allowances	(1)	(1)
	Adjustments to prior years	1	-
		<u>-</u>	<u>-</u>
		<u>-</u>	<u>(1)</u>
	Current tax charge	4	1
		<u>4</u>	<u>1</u>

YEOVIL V.E. LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 DECEMBER 2011****9 Tangible fixed assets**

	Leasehold imp'ments	Fixtures, fittings & equipment	Total
	£ 000	£ 000	£ 000
Cost			
At 1 January 2011	128	179	307
Additions	-	12	12
At 31 December 2011	128	191	319
Depreciation			
At 1 January 2011	125	171	296
Charge for the year	1	3	4
At 31 December 2011	126	174	300
Net book value			
At 31 December 2011	2	17	19
At 31 December 2010	3	8	11

10 Stocks

	2011	2010
	£ 000	£ 000
Finished goods and goods for resale	48	47

YEOVIL V.E. LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2011

11 Debtors	2011	2010
	£ 000	£ 000
Trade debtors	11	9
Amounts owed by controlling party	55	75
Corporation tax	4	2
Other debtors	9	10
Prepayments and accrued income	20	19
Deferred tax asset (see note 13)	3	4
	<u>102</u>	<u>119</u>

12 Creditors: amounts falling due within one year	2011	2010
	£ 000	£ 000
Trade creditors	41	39
Amounts owed to controlling party	12	12
Taxes and social security costs	7	7
Other creditors	3	2
Accruals and deferred income	25	24
	<u>88</u>	<u>84</u>

13 Deferred taxation

Deferred tax is provided as follows:

	2011	
	£ 000	
Balance at 1 January 2011	(4)	
Net movement	1	
	<u>(3)</u>	
Balance at 31 December 2011		
	<u>(3)</u>	
	2011	2010
	£ 000	£ 000
Decelerated capital allowances	(3)	(4)

YEOVIL V.E. LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2011

14 Provisions for liabilities

	Disallowed VAT Provision
	£ 000
Balance at 1 January 2011	16
Profit and loss account	(10)
Utilised	(6)
Balance at 31 December 2011	-

The company has been holding a provision in respect of the Special Method Override Notice served by Her Majesty's Revenue and Customs (HMRC), regarding the partial exemption method used by the company. An agreement was reached with HMRC during the year to amend the methodology used and all outstanding liabilities were settled. After settlement of all liabilities, any remaining provisions have been released to the profit and loss account in full during the year.

15 Share capital

	2011 £	2010 £
Authorised, allotted, called up and fully paid		
50 'A' Ordinary shares of £1 each	50	50
50 'B' Ordinary shares of £1 each	50	50
	100	100

Both the 'A' and 'B' ordinary shares have voting rights

The 'B' ordinary shares entitle the holders to appoint a 'B' director who will be chairman of all board and members' meetings

The 'A' ordinary shares entitle the holders to receive a dividend

On a winding up the 'A' and 'B' ordinary shares rank pari passu

YEOVIL V.E. LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2011

16 Statement of movements on profit and loss account

	Profit and loss account £ 000
Balance at 1 January 2011	77
Profit for the year	9
Dividends paid	(5)
Balance at 31 December 2011	81

17 Reconciliation of movements in shareholders' funds/(deficit)

	2011 £ 000	2010 £ 000
Profit for the financial year	9	5
Dividends	(5)	(6)
Net addition to/(depletion in) shareholders' funds	4	(1)
Opening shareholders' funds/(deficit)	77	78
Closing shareholders' funds/(deficit)	81	77

18 Reconciliation of operating profit to net cash inflow from operating activities

	2011 £ 000	2010 £ 000
Operating profit	13	11
Depreciation of tangible assets	4	4
Increase in stocks	(1)	(1)
Increase in debtors	(2)	(2)
Increase in creditors within one year	4	23
Disallowed VAT provision movement (note 14)	(16)	(14)
Net cash inflow from operating activities	2	21

YEOVIL V.E. LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2011

19 Analysis of net funds/(debt)	1 January 2011	Cash flow	Other non- cash changes	31 December 2011
	£ 000	£ 000	£ 000	£ 000
Amounts owed by/(to) controlling party	75	(20)	-	55
Net funds/(debt)	75	(20)	-	55

20 Dividends	2011 £ 000	2010 £ 000
Dividends paid on 'A' ordinary shares - £100 per share (2010 - £120)	5	6

Dividends paid in the year were made equally to David Smith and Jon Prideaux, directors

21 Financial commitments

At 31 December 2011 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 December 2012

	Land and buildings	
	2011 £ 000	2010 £ 000
Operating leases which expire Within five years	56	56

YEOVIL V.E. LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2011

22 Related party transactions

During the year, the company entered into transactions with other members of the Vision Express (UK) Limited group and Abbeyfield V E Limited, the controlling party. Abbeyfield V E Limited is a wholly owned subsidiary of Vision Express (UK) Limited.

	2011 £ 000	2010 £ 000
The value of the intercompany trading for the resale of stock items and the invoicing of service fees amounted to	288	260
At each respective year end the amounts listed below were owed by/(to) the company to/(by) the relevant party, as follows		
Vision Express (UK) Limited	20	18
Abbeyfield V E Limited	(43)	(63)
Vision Express (CLS) Limited	6	6
Vision Express Group Limited	7	8

23 Control

The company is controlled by Abbeyfield V E Limited, a company registered in the UK. The ultimate controlling party and ultimate parent company of Abbeyfield V E Limited is HAL Trust, a trust under Bermuda Law. HAL Trust's financial statements are available to the public from Millennium Tower, Weena 696, 3012, CN Rotterdam, The Netherlands.