

Registered number: 00052412

HARDYS & HANSONS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

For the 52 weeks Ended 29 April 2012



HARDYS & HANSONS LIMITED

DIRECTORS' REPORT

For the 52 weeks Ended 29 April 2012

The directors present their report and the financial statements for the 52 weeks ended 29 April 2012

Principal activities

The company's principal activity is the employment and subsequent secondment of employees to fellow Greene King group companies under a service agreement.

Business review

The company's performance in the year has met directors' expectations and no significant change to the operations of the business is expected in future years. As a 100% owned subsidiary of the Greene King plc group, the principal risks faced by the company are consistent with those disclosed within the Greene King plc financial statements for the period ended 29 April 2012.

Results and dividends

The profit for the 52 weeks, after taxation, amounted to £7,431,000 (2011 - £6,558,000)

The directors do not recommend the payment of an ordinary dividend (2011 - £Nil)

Directors

The directors who served during the 52 weeks were

R Anand
I Bull (resigned 30 June 2011)
M Fearn (appointed 9 September 2011)
J Lawson (resigned 13 May 2011)
S Longbottom
J Webster

None of the directors held any interest in the share capital of the company during the period

The interests of the directors in the shares of the ultimate parent company, Greene King plc, are shown in the accounts of that company, where they are directors of Greene King plc

Employee involvement

Internal communications

The company is committed to involving employees in its activities and believes that effective communication brings important business benefits. This is achieved through regular briefings, internal news announcements and access to an intranet for all computer-using employees, whilst information about the business is published in a range of in-house magazines and the annual report.

HARDYS & HANSONS LIMITED

DIRECTORS' REPORT

For the 52 weeks Ended 29 April 2012

Employee benefits

The company operates a sharesave option scheme in which all employees can participate. The scheme is intended to enhance commitment to the success of the company. All employees are offered access to a stakeholder-compliant defined contribution pension scheme.

Training and development

The company is committed to developing its people. Training and development opportunities are provided for all employees, and range from bar skills training to MBA programmes. By giving employees the skill and knowledge essential to perform their jobs effectively, the group believes it will create a professional and highly motivated workforce that will take the business forward.

Equal opportunities

We recruit, develop, reward and promote our staff on the basis of their skills and suitability for the role. We are committed to ensuring that all employees receive equal treatment regardless of their colour, nationality, race, religion/belief, ethnic origin, sex, marital status, disability, part-time or fixed term status, parental responsibilities, sexual orientation or age. Our flexible benefits enable employees to tailor their benefits to what is important to them, including childcare and healthcare, as well as offering flexible working hours and working from home options where practicable.

Qualifying third party indemnity provisions

The company has indemnified the directors of the company in respect of proceedings brought by third parties. Such qualifying third party indemnity provision remains in place at the date of this report.

Going concern

At the balance sheet date the company had net current assets of £345,142,000. After making enquiries the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future.

Provision of information to auditors

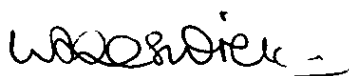
Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- 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.

Auditors

The auditors, Ernst & Young LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 9 October 2012 and signed on its behalf



Mrs L A Keswick
Secretary

HARDYS & HANSONS LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

For the 52 weeks Ended 29 April 2012

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 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.

HARDYS & HANSONS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HARDYS & HANSONS LIMITED

We have audited the financial statements of Hardys & Hansons Limited for the 52 weeks ended 29 April 2012, which comprise the profit and loss account, balance sheet and the related notes 1 to 15. 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 page 3, 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 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.

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 29 April 2012 and of its profit for the 52 weeks 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 52 week period for which the financial statements are prepared is consistent with the financial statements.

HARDYS & HANSONS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HARDYS & HANSONS 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.



Bob Forsyth (Senior statutory auditor)

for and on behalf of
Ernst & Young LLP

Statutory Auditor
Cambridge

11 October 2012

HARDYS & HANSONS LIMITED

PROFIT AND LOSS ACCOUNT

For the 52 weeks Ended 29 April 2012

		52 weeks ended 29 April 2012 £000	52 weeks ended 1 May 2011 £000
Turnover	2	2,025	2,228
Administrative expenses		(2,020)	(2,223)
Operating profit	3	5	5
Interest receivable and similar income	6	7,539	6,655
Interest payable and similar charges	7	(113)	(100)
Profit on ordinary activities before taxation		7,431	6,560
Tax on profit on ordinary activities	8	-	(2)
Profit for the financial period		7,431	6,558

All amounts relate to continuing operations

There were no recognised gains and losses for 2012 or 2011 other than those included in the Profit and loss account.

The notes on pages 8 to 13 form part of these financial statements

HARDYS & HANSONS LIMITED
Registered number: 00052412

BALANCE SHEET
As at 29 April 2012

		29 April 2012 £000	1 May 2011 £000
Current assets			
Debtors	9	350,410	342,866
Creditors: amounts falling due within one year	10	<u>(5,268)</u>	<u>(5,155)</u>
Net current assets		<u>345,142</u>	<u>337,711</u>
Net assets		<u>345,142</u>	<u>337,711</u>
Capital and reserves			
Called up share capital	11	1,250	1,250
Capital redemption reserve	12	425	425
Profit and loss account	12	<u>343,467</u>	<u>336,036</u>
Shareholders' funds	13	<u>345,142</u>	<u>337,711</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 9 October 2012



M Fearn
Director

The notes on pages 8 to 13 form part of these financial statements

HARDYS & HANSONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks Ended 29 April 2012

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

Cash flow

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 FRS 1

Pensions

The company participates in a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the 52 weeks

The company also participates in the Hardy & Hansons defined benefit scheme which was closed to new entrants on 1 July 2003. Further disclosure of the defined benefit pension scheme can be found in the accounts of Greene King Plc, the ultimate parent company

Interest

Interest receivable or payable under the company's various investments and financial instruments is accrued so as to impute a constant periodic rate of return in the profit and loss account.

Inter-company balances

Amounts owed by or to group undertakings are classified as short term assets or liabilities unless there is a loan arrangement in place that specifies repayment over a period longer than one year from the balance sheet date

2. TURNOVER

Turnover, which is stated net of value added tax, is derived from the provision of services which fall within the company's continuing ordinary activities. The principal business activity is employment and secondment

All turnover arose within the United Kingdom

HARDYS & HANSONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks Ended 29 April 2012

3. OPERATING PROFIT

During the 52 weeks, no director received any emoluments (2011 - £NIL)

The directors who held office during the year were also directors of fellow group companies. Total emoluments, including any company pension contributions, received by these directors totalled £2,590,000 (2011 £3,030,000) paid by the ultimate parent company or by other subsidiaries. The directors do not believe that it is practicable to apportion this amount between services as directors to the company and of fellow subsidiary companies. The number of directors who received or exercised share options during the year was 4 (2011 6)

Auditors' remuneration for both audit and non-audit services has been borne by other group companies

4. STAFF COSTS

Staff costs were as follows

	52 weeks ended 29 April 2012 £000	52 weeks ended 1 May 2011 £000
Wages and salaries	1,730	1,907
Social security costs	141	149
Other pension costs	149	167
	<u>2,020</u>	<u>2,223</u>

The average monthly number of employees, including the directors, during the 52 weeks was as follows

	52 weeks ended 29 April 2012 No.	52 weeks ended 1 May 2011 No
Management, sales and administration	0	15
Brewing and distribution	0	15
Retailing	52	31
	<u>52</u>	<u>61</u>

HARDYS & HANSONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks Ended 29 April 2012

5. PENSION SCHEME CONTINGENT LIABILITY

The company participates in a defined contribution scheme, which is open to all new employees, and a Hardy & Hansons defined benefit scheme for former Hardy & Hansons employees which was closed to new entrants on 1 July 2003. Further disclosure of the defined benefit pension scheme can be found in the accounts of Greene King Brewing and Retailing Limited, a fellow subsidiary company.

Under the terms of the secondment agreement, whereby employees are seconded to Greene King Brewing and Retailing Limited, the £4,076,000 (2011 £1,100,000) pension scheme net deficit will ultimately be met by that company. The directors consider the risk of Greene King Brewing and Retailing Limited being unable to meet the deficit as improbable, and have therefore not provided for this liability.

6. INTEREST RECEIVABLE

	52 weeks ended 29 April 2012 £000	52 weeks ended 1 May 2011 £000
Interest receivable from group companies	7,539	6,655

7. INTEREST PAYABLE

	52 weeks ended 29 April 2012 £000	52 weeks ended 1 May 2011 £000
On loans from group undertakings	113	100

8. TAXATION

	52 weeks ended 29 April 2012 £000	52 weeks ended 1 May 2011 £000
UK corporation tax charge on profit for the period	-	2

HARDYS & HANSONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks Ended 29 April 2012

8. TAXATION (continued)

Factors affecting tax charge for the period

The tax assessed for the period is lower than (2011 - lower than) the standard rate of corporation tax in the UK of 25.8% (2011 - 27.8%). The differences are explained below

	52 weeks ended 29 April 2012 £000	52 weeks ended 1 May 2011 £000
Profit on ordinary activities before tax	<u>7,431</u>	<u>6,560</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 25.8% (2011 - 27.8%)	1,917	1,824
Effects of:		
Tax relief on interest received	<u>(1,917)</u>	<u>(1,822)</u>
Current tax charge for the period (see note above)	<u>-</u>	<u>2</u>

Finance Act 2011, enacted on 19 July 2011, reduced the UK corporation tax rate to 26% from 1 April 2011 and to 25% from 1 April 2012

The Budget on 21 March 2012 announced that the UK corporation tax rate will reduce by a further 1% from 25% to 24% from 1 April 2012. The additional reduction in the UK corporation tax rate from 25% to 24% was substantively enacted on 26 March 2012

Factors that may affect future tax charges

In addition to the reduction in corporation tax during the period it is proposed to reduce the rate by 1% per annum to 22% by 1 April 2014. These further reductions had not been substantively enacted at the balance sheet date and consequently not included in these accounts

9. DEBTORS

	29 April 2012 £000	1 May 2011 £000
Amounts owed by group undertakings	<u>350,410</u>	<u>342,866</u>

HARDYS & HANSONS LIMITED**NOTES TO THE FINANCIAL STATEMENTS**
For the 52 weeks Ended 29 April 2012**10. CREDITORS:**

Amounts falling due within one year

	29 April 2012 £000	1 May 2011 £000
Amounts owed to group undertakings	<u>5,268</u>	<u>5,155</u>

11. SHARE CAPITAL

	29 April 2012 £000	1 May 2011 £000
Allotted, called up and fully paid		
20,000,000 Ordinary shares of £0.05 each	1,000	1,000
5,000,000 Deferred ordinary shares of £0.05 each	250	250
	<u>1,250</u>	<u>1,250</u>

12. RESERVES

	Capital redemption reserve £000	Profit and loss account £000
At 2 May 2011	425	336,036
Profit for the 52 weeks	-	7,431
At 29 April 2012	<u>425</u>	<u>343,467</u>

13. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	29 April 2012 £000	1 May 2011 £000
Opening shareholders' funds	337,711	331,153
Profit for the period	7,431	6,558
Closing shareholders' funds	<u>345,142</u>	<u>337,711</u>

HARDYS & HANSONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks Ended 29 April 2012

14. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption permitted by FRS8 from the requirement to disclose transactions with the ultimate parent company, Greene King plc, or with any fellow subsidiaries within the group

15. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The directors regard Greene King plc, a company incorporated in Great Britain and registered in England and Wales, to be its ultimate parent company. Consolidated financial statements of Greene King plc for the 52 week period ended 29 April 2012 are available from Westgate Brewery, Bury St Edmunds, Suffolk, IP33 1QT

The company's immediate parent undertaking and controlling party is Greene King Acquisitions (No 3) Limited, a company incorporated in Great Britain and registered in England and Wales