

#### HOBBYCRAFT TRADING LIMITED

**Annual Report** 

For the 52 weeks ended 18 February 2018

Registered number: 00806269

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# Annual Report for the 52 weeks ended 18 February 2018

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#### **Directors and Advisors**

Directors Dominic Jordan

Katherine Paterson

Registered office 7 Enterprise Way

Aviation Park

**Bournemouth International Airport** 

Hurn, Christchurch

Dorset BH23 6HG

Independent auditors PricewaterhouseCoopers LLP

**Chartered Accountants and Statutory Auditors** 

Savannah House 3 Ocean Way Southampton SO14 3TJ

Solicitors Travers Smith LLP

10 Snow Hill London EC1A 2AL

Bankers Lloyds Banking Group plc

2 City Place

Beehive Ring Road

Gatwick West Sussex RH6 0PA

#### Strategic Report for the 52 weeks ended 18 February 2018

The directors present their Strategic Report together with the audited financial statements for the 52 weeks ended 18 February 2018.

#### **Principal activities**

Hobbycraft Trading Limited ("the Company") is a specialist retailer trading in the United Kingdom. The business conducted is principally the sale of arts and craft related products, trading under the name Hobbycraft.

#### Principal risks and uncertainties

The process of risk acceptance and risk management is addressed through a framework of policies, procedures and internal controls. All policies are subject to Board approval and on-going review by management. Compliance with regulation, health and safety, legal and ethical standards is a high priority for the Company and the finance department take on an important oversight role in this regard.

The Company has developed a framework for identifying the risks that each business sector, and the Company as a whole, are exposed to and their impact on economic capital. This process is risk based and uses Individual Capital Assessment principles to manage our capital requirements and to ensure we have the financial strength and capital adequacy to support the growth of the business and to meet the requirements of policyholders, regulators and rating agencies.

The principal risks for our business arise from supply chain disruption, product obsolescence, substandard product quality and inaccurate pricing.

#### **Business environment**

The UK retail environment remains competitive, with different elements within our categories ranged by independents but also across many multi-site competitors, including the grocers. While the majority of companies do not offer similar broad coverage, there is sufficient interest, including from online specialists within individual categories, to make continual focus on value an important differentiating factor. This focus is even more important following the post-Brexit devaluation of Sterling and the broader uncertain economic environment.

#### Strategy

The Company's success is dependent on the proper selection, pricing and merchandising of arts and craft products. We believe it is important to retain a range that meets the needs of our established customer base, who continue to benefit from our evolving specialist verticals, while also inspiring a new generation of customers through more accessible pricing and inspiring product selection coupled with an improved choice of demonstrations, workshops and video content.

Furthermore, our SKU reduction programme has helped to rationalise our range and build a simpler, better and cheaper business through the removal of more than 10,000 of our slowest-moving lines.

As we continue the evolution into a balanced, multi-channel retailer, the Group will continue to open new smaller format stores in relevant locations across the United Kingdom. We aim to maintain double digit growth online through our growing social media community, the Hobbycraft Club with 3.1 million loyal members, and the launch of an improved Click & Collect offering.

We remain focussed on driving further efficiency in all areas of our operations, retail, distribution and central functions, with the scalability of e-commerce being a top priority.

#### Strategic Report (continued) for the 52 weeks ended 18 February 2018

#### Review of the business

The Profit and Loss Account for the period is set out on page 11. Revenue for the period was £168.5m (2017: £158.3m) and EBITDA before exceptional items was £9.6m (2017: £7.2m). Operating profit was £3.1m (2017: £1.4m). At 18 February 2018, the Company had a cash position of £22.3m, net current assets of £25.5m and overall net assets of £45.4m.

During the year, we expanded our store footprint with the opening of four new stores in Merry Hill, Bath, Epping Forest and Farnborough but also closed our underperforming store at Staples Corner taking our total store network to 90 at period end and, now, 91 following the opening in early April of Lincoln. Our next new store opens in Rugby in July.

This store expansion coupled with the strength of our e-commerce channel, helped to drive like for like growth including e-commerce of 3.9% (2017: 1.0%). EBITDA before exceptional items improved to £9.6m in the year (2017: £7.2m) as improved processes in supply chain are embedded and growth initiatives helped to overcome the challenging economic conditions.

Our e-commerce channel continues to evolve with a sustained investment in the Hobbycraft Club, which has helped to boost the number of customers signed up to our e-mail and promotional programmes. This has been boosted further by the growth of both user-generated and inspirational video content coupled with an expanding and interactive Social Media community.

The Company will continue to invest for growth by increasing its footprint across the United Kingdom alongside an increasing multi-channel presence. The Board aims to increase EBITDA by both organic and new store sales growth, online growth, effective cost management and capital investment.

#### **Key performance indicators ('KPIs')**

The Board monitors the progress of the Company by reference to the following KPIs:

	2018	2017
Retail sales	£168.5m	£158.3m
Gross profit %	55.1%	54.3%
EBITDA before exceptional items	£9.6m	£7.2m
LFL growth / (decline) (excluding e-commerce)	2.3%	(1.0%)
LFL growth (including e-commerce)	3.9%	1.0%
Average net stock per store (excluding Distribution Centre)	£191.6k	£228.2k
Cash generated from operations	£11.1m	£5.4m
Cash at bank and in hand 1	£22.3m	£25.2m
Customer satisfaction (Net Promoter Score) <sup>2</sup>	82.4%	80.1%
Colleague engagement	87.7%	85.6%

<sup>&</sup>lt;sup>1</sup> The reduction in cash year on year has arisen due to a debt restructure within the Group.

#### Environmental, Social and Corporate Governance (ESG) impacts

ESG principles are central to the business and factoring these into our business decisions is important for stakeholders, employees and the communities in which we operate. As well as complying with regulatory requirements, we actively encourage our teams to make ESG considerations a part of everyday business decision making.

<sup>&</sup>lt;sup>2</sup> Net Promoter Score (NPS) is an industry-wide management tool that is used to assess the loyalty of customer relationships by asking "How likely is it you would recommend us to a friend?". The balance of responses between "Promoters" and "Detractors" gives an NPS%.

#### Strategic Report (continued) for the 52 weeks ended 18 February 2018

### **Future developments**

Our plan remains unchanged as we continue to pursue our strategy to improve the broader appeal of our brand through leveraging our broad range of products to meet the needs of our value purchaser, as well as more specialist materials and newness to satisfy the requirements of craft enthusiasts.

This plan includes working closely with our suppliers to refine our ranges to meet emerging trends whilst counteracting the headwind of Brexit and economic uncertainty.

In the coming year, our focus will be to grow revenue through our existing store estate, the opening of up to five new locations in the smaller store format, improvement in trading margin and continued double-digit growth online. We have already improved our multi-channel experience and critical supply chain metrics, whilst initial trading in the first quarter has been ahead of the prior year.

On behalf of the Board

Dominic Jordan

**July 2018** 

#### Directors' Report for the 52 weeks ended 18 February 2018

The directors present their report and the audited financial statements for the 52 weeks ended 18 February 2018. The comparative period was the 52 weeks ended 19 February 2017. A review of the business and future developments is set out in the Strategic Report.

#### Health and safety

The health and safety of our customers and colleagues in all areas of the business is of the highest importance to the Company. We ensure that all colleagues are well trained in this area and we are developing easier ways for our colleagues to keep up to date with the latest legal requirements and processes. We regularly have an independent audit of our performance to monitor any potential risks and controls and to deal with all matters as quickly and thoroughly as possible.

#### Financial risk management

The Company's operations expose it to a variety of financial risks which the directors believe are notably the effects of liquidity risk and foreign currency risk. The directors have evaluated price and credit risk and consider that these are not significant to the Company.

#### Currency risk

The majority of transactions for goods for resale purchased from overseas (which represents approximately 29% of purchases by value) are denominated in US Dollars, with a smaller proportion in Euros. The Company has a proactive hedging policy in place to manage short/medium term foreign currency requirements and limit the exposure to currency volatility between the US Dollar, Euro and Sterling which during the year have been driven by the economic uncertainty associated with Brexit. Gains and losses from forward foreign exchange contracts are recorded within finance income/costs.

#### Liquidity and cash flow risk

In order to manage the liquidity and cash flow risks the Company prepares regular forecasts and reports to the Board in order to ensure that sufficient funds are available to support both working capital needs and capital requirements as planned. The Company had access to £6.0m of banking facilities and has a net cash position of £22.3m at period end, which helps to reduce the risk.

#### **Economic downturn**

As a retailer the success of the business is reliant on consumer spending. In response to this risk, senior management closely monitors results and economic conditions and, when necessary, modifies business strategies accordingly. It is expected that a number of factors including the protracted Brexit negotiations, National Minimum/Living Wage legislation and cost inflation will have some impact on consumer spending in the short/medium term but the full impact is unknown.

#### **Corporate Governance**

A key element of our Corporate Governance is to ensure that we are compliant with all current and new legislation. There have been some notable changes during the period up to and including the signing of the Annual Report;

- General Data Protection Regulation (GDPR) The protection of both customer and colleague data is of critical importance. We have updated, with external independent support, our data protection policies and training under the guidance of a new Data Protection Officer.
- Gender Pay Reporting We have recently submitted our Gender Pay Gap report for 2017 and
  will continue to work towards reducing the gender pay gap throughout the business, which is
  driven by the majority of our roles being part time Sales Advisors in store.
- National Living & Minimum Wage We remain mindful of the continual revisions in both National
  Living and Minimum wage rates, which the directors evaluate as part of colleague wage increases
  ensuring that we offer a competitive rate to minimise colleague turnover.

#### Directors' Report (continued) for the 52 weeks ended 18 February 2018

#### **Employee policy**

It is essential to the success of the Company that the right colleagues are recruited and retained. The business has a policy to ensure every colleague is appraised annually, reviewing past performance and setting future objectives. Each colleague is then developed and supported as determined by their individual need. The appraisals play an important role in the individual's career planning and the development of training needs.

The Company has a policy of communicating openly with colleagues and provides information about the Company's performance on an on-going basis. Regular meetings are held in stores and in support offices to ensure that all colleagues achieve a common awareness of the financial and economic factors that affect the Company. These meetings also allow colleagues to share their views on matters affecting their interests.

In addition, the Company continues to operate a share option scheme for senior managers to encourage the involvement of these colleagues in the Company's performance.

The Company's policy is to recruit disabled workers for those vacancies that they are able to fill. All necessary assistance with initial training courses is given. Once employed, a career plan is developed so as to ensure suitable opportunities for each disabled person. Arrangements are made, wherever possible, for retaining colleagues who become disabled, to enable them to perform work identified as appropriate to their aptitudes and abilities.

#### Supplier payment policy

The Company's policy concerning the payment of its trade creditors is, unless otherwise agreed at the time of the contract, payment of invoices 60 days (2017: 60 days) after the month of invoice.

For all trade creditors, it is the Company's policy to;

- agree the terms of payment at the start of business with that supplier; and
- ensure that suppliers are aware of the terms of payment; and
- pay in accordance with its contractual and other legal obligations.

#### **Dividends**

A dividend of £12,276k was declared on 21 December 2017. On that date £9,070k was paid by the Company and the remaining balance is due to be paid in October 2018 (2017: no dividends declared). No final dividend for the 52 week period ended 18 February 2018 has been approved by the Directors (2017: nil).

#### **Directors**

The directors of the Company who were in office during the period and up to the date of signing the financial statements were:

Dominic Jordan Katherine Paterson Catriona Marshall

Resigned 30 June 2017 Resigned 4 May 2018

Matthew Moore John Colley

Appointed 19 April 2017; resigned 9 September 2017

# Qualifying third party indemnity provisions

A qualifying third party indemnity provision was in place throughout the period through a group policy for the benefit of one or more of the directors.

#### Directors' Report (continued) for the 52 weeks ended 18 February 2018

#### **Audit committee**

Hobbycraft Group Limited, in respect of the Group as a whole, has an audit committee in place to review the effectiveness of the Group's systems of internal financial controls. The committee meets at least once a year and receives reports from external auditors and from management.

#### Disclosure of information to auditors

Each director of the Company has confirmed that, in fulfilling their duties as a director, they have;

- taken all necessary steps in order to make themselves aware of any information relevant to the audit and to establish that the auditors are aware of that information; and
- so far as they are aware, there is no relevant audit information of which the auditors have not been made aware.

This confirmation is given and should be interpreted in accordance with the provision of section 418 of the Companies Act 2006.

#### Independent auditors

PricewaterhouseCoopers LLP have expressed their willingness to remain as auditors and it is the intention of the directors to re-appoint them for the next financial year.

#### Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial 52 week period. Under that law the directors have prepared the Company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 Company and of the profit or loss of the Company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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.

The directors 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.

# Directors' Report (continued) for the 52 weeks ended 18 February 2018

# Going concern

The Company balance sheet shows net assets of £45.4m (2017: assets £56.4m).

The directors believe that this, together with £22.3m of net cash held in the Company, a £6m Working Capital facility until May 2019 and the historic and forecast trading performance and cash generation of the Company make the preparation of the Company financial statements on a going concern basis appropriate.

Dominic Jordan

**\** July 2018

#### Independent auditors' report to the members of Hobbycraft Trading Limited

# Report on the audit of the financial statements

#### **Opinion**

In our opinion, Hobbycraft Trading Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 18 February 2018 and of its profit for the 52 week period (the "period") then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report, which comprise: the Balance Sheet as at 18 February 2018; the Profit and Loss Account, the Statement of Changes in Equity for the period then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

#### Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

#### Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

#### Independent auditors' report to the members of Hobbycraft Trading Limited (continued)

#### Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the period ended 18 February 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

#### Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements set out on page 7, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

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.

#### Other required reporting

# Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- · certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

ul an Gray (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors

Southampton

**\** July 2018

# Profit and Loss Account for the 52 weeks ended 18 February 2018

		2018	2017 (restated)
	Note	£'000	£'000
Revenue	2	168,515	158,320
Cost of sales		(75,658)	(72,419)
Gross profit		92,857	85,901
Other operating expenses excluding depreciation, amortisation and exceptional items	3	(83,219)	(78,677)
EBITDA before exceptional items		9,638	7,224
Exceptional items	3	(852)	F
EBITDA after exceptional items		8,786	7,224
Depreciation	3	(4,972)	(4,913)
Amortisation	3	(761)	(958)
Operating profit		3,053	1,353
Finance income	6	36	363
Finance costs	7	(1,906)	(185)
Profit before taxation		1,183	1,531
Tax on profit	8	89	321
Profit for the financial year		1,272	1,852

EBITDA is defined as operating profit on continuing activities before depreciation and amortisation.

All amounts relate to continuing activities.

The notes on pages 14 to 32 form part of these financial statements.

For details of the restatement, refer to note 1.

# Balance Sheet as at 18 February 2018

Note   2018   2017   2000   £ 000			18 February	19 February
Fixed assets         9         729         1,033           Tangible assets         9         729         1,033           Tangible assets         10         24,121         27,062           Current assets         Inventories         12         27,396         29,090           Debtors         13         6,804         7,976           Cash and cash equivalents         22,338         25,247           56,538         62,313         56,538         62,313           Creditors: amounts falling due within one year         14         (31,003)         (29,753)           Net current assets         25,535         32,560           Total assets less current liabilities         50,385         60,655           Creditors: amounts falling due after more than one year         15         (4,929)         (4,191)           Provision for liabilities         16         (40)         (40)           Net assets         45,416         56,424           Capital and reserves         20         8         8           Capital redemption reserve         1         1         1           Capital contribution reserve         1         1         1				2017
Intangible assets       9       729       1,033         Tangible assets       10       24,121       27,062         Current assets         Inventories       12       27,396       29,096         Debtors       13       6,804       7,976         Cash and cash equivalents       22,338       25,247         Creditors: amounts falling due within one year       14       (31,003)       (29,753)         Net current assets       25,535       32,560         Total assets less current liabilities       50,385       60,655         Creditors: amounts falling due after more than one year       15       (4,929)       (4,191)         Provision for liabilities       16       (40)       (40)         Net assets       45,416       56,424         Capital and reserves       20       8       8         Called up share capital       20       8       8         Capital redemption reserve       1       1       1         Capital contribution reserve       19       5       9		Note	£'000	£'000
Tangible assets       10       24,121       27,062         Current assets       Inventories       12       27,396       29,090         Debtors       13       6,804       7,976         Cash and cash equivalents       22,338       25,247         Creditors: amounts falling due within one year       14       (31,003)       (29,753)         Net current assets       25,535       32,560         Total assets less current liabilities       50,385       60,655         Creditors: amounts falling due after more than one year       15       (4,929)       (4,191)         Provision for liabilities       16       (40)       (40)         Net assets       45,416       56,424         Capital and reserves       20       8       8         Called up share capital       20       8       8         Capital redemption reserve       1       1       1         Capital contribution reserve       1       1       1	Fixed assets		· · · · · · · · · · · · · · · · · · ·	······································
24,850       28,095         Current assets       Inventories       12       27,396       29,095         Debtors       13       6,804       7,976         Cash and cash equivalents       22,338       25,247         56,538       62,313         Creditors: amounts falling due within one year       14       (31,003)       (29,753)         Net current assets       25,535       32,560         Total assets less current liabilities       50,385       60,655         Creditors: amounts falling due after more than one year       15       (4,929)       (4,191)         Provision for liabilities       16       (40)       (40)         Net assets       45,416       56,424         Capital and reserves         Called up share capital       20       8       8         Capital redemption reserve       1       1       1         Capital contribution reserve       19       5       9	Intangible assets	9	729	1,033
Current assets         12         27,396         29,090           Debtors         13         6,804         7,976           Cash and cash equivalents         22,338         25,247           56,538         62,313           Creditors: amounts falling due within one year         14         (31,003)         (29,753)           Net current assets         25,535         32,560           Total assets less current liabilities         50,385         60,655           Creditors: amounts falling due after more than one year         15         (4,929)         (4,191)           Provision for liabilities         16         (40)         (40)           Net assets         45,416         56,424           Capital and reserves         Called up share capital         20         8         8           Capital redemption reserve         1         1         1         1           Capital contribution reserve         19         5         9	Tangible assets	10	24,121	27,062
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Creditors: amounts falling due within one year       14       (31,003)       (29,753)         Net current assets       25,535       32,560         Total assets less current liabilities       50,385       60,655         Creditors: amounts falling due after more than one year       15       (4,929)       (4,191)         Provision for liabilities       16       (40)       (40)         Net assets       45,416       56,424         Capital and reserves       20       8       8         Capital redemption reserve       1       1         Capital contribution reserve       19       5       9	Cash and cash equivalents	•	22,338	25,247
Net current assets         25,535         32,560           Total assets less current liabilities         50,385         60,655           Creditors: amounts falling due after more than one year         15         (4,929)         (4,191)           Provision for liabilities         16         (40)         (40)           Net assets         45,416         56,424           Capital and reserves         20         8         8           Capital redemption reserve         1         1           Capital contribution reserve         19         5         9		* - *	56,538	62,313
Creditors: amounts falling due after more than one year 15 (4,929) (4,191)  Provision for liabilities 16 (40) (40)  Net assets 45,416 56,424  Capital and reserves  Called up share capital 20 8 8  Capital redemption reserve 1 1 1  Capital contribution reserve 19 5	Net current assets	. •	25,535	32,560
Provision for liabilities       16       (40)       (40)         Net assets       45,416       56,424         Capital and reserves       20       8       8         Capital redemption reserve       1       1         Capital contribution reserve       19       5       9	Total assets less current liabilities		50,385	60,655
Net assets  45,416  56,424  Capital and reserves  Called up share capital  Capital redemption reserve  1  Capital contribution reserve  19  5	Creditors: amounts falling due after more than one ye	ear 15	(4,929)	(4,191)
Capital and reserves2088Called up share capital2088Capital redemption reserve11Capital contribution reserve1959	Provision for liabilities	16	(40)	(40)
Called up share capital2088Capital redemption reserve11Capital contribution reserve1959	Net assets		45,416	56,424
Capital redemption reserve 1 1 1 Capital contribution reserve 19 5 9	Capital and reserves			
Capital contribution reserve 19 5	Called up share capital	20	8	8
	Capital redemption reserve		1	1
Profit and loss account <b>45,402</b> 56,406	Capital contribution reserve	19	5	9
	Profit and loss account		45,402	56,406

The financial statements on pages 11 to 32 were approved by the Board of Directors, authorised for issue on  $\chi^{\bullet}$  July 2018 and signed on its behalf by:

Dominic Jordan

# Statement of Changes in Equity for the 52 weeks ended 18 February 2018

	Called up share capital £'000	Capital redemption reserve	Capital contribution reserve	Profit and loss account £'000	Total shareholders' funds £'000
As at 21 February 2016	8	1	12	54,554	54,575
Profit for the financial year	-	· -	• -	1,852	1,852
Share based payment charge	-	-	(3)	<u>-</u>	(3)
As at 19 February 2017	8	1	9	56,406	56,424
Profit for the financial year	_	-	<del>-</del>	1,272	1,272
Share based payment charge	-	· · · · · · · · · · · · · · · · · · ·	(4)	-	(4)
Dividends	-		-	(12,276)	(12,276)
As at 18 February 2018	8	1	5	45,402	45,416

### **Hobbycraft Group Limited**

#### Notes to the Financial Statements for the 52 weeks ended 18 February 2018

#### 1 Accounting policies

#### Statement of compliance

Hobbycraft Trading Limited is a private company limited by shares and registered in England. The Company's financial statements have been prepared in compliance with FRS 102 and the Companies Act 2006 as it applies to the financial statements of the Company for the 52 weeks ended 18 February 2018.

#### Basis of accounting

These financial statements have been prepared under the historic cost convention in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom, drawn up for the 52 weeks to the end of each period.

The Company is a wholly-owned subsidiary of Stitch Bidco Limited and is included in the consolidated financial statements of Hobbycraft Group Limited which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing consolidated financial statements under the terms of \$400 of the Companies Act 2006.

The Company has taken advantage of the exemption, under FRS 102 para 1.12(b) from preparing a statement of cash flows, on the basis that it is a qualifying entity and its ultimate parent company, Hobbycraft Group Limited, includes the Company's cash flows in its own consolidated financial statements.

The Company has also taken advantage of the exemption, under FRS 102 paras 11.39 – 11.48A from providing certain financial instrument disclosures as the information is provided in the consolidated financial statements of Hobbycraft Group Limited.

In addition, the Company has taken advantage of the exemption, under FRS 102 para 33.7 from disclosing key management compensation, on the basis that it is a qualifying entity and its ultimate parent company, Hobbycraft Group Limited, includes the Company's key management compensation in its own consolidated financial statements.

The financial statements are prepared in Sterling which is the functional currency and rounded to the nearest £'000.

The Company's accounting policies have been applied consistently.

# **Profit and Loss Account restatement**

An adjustment has been made to the prior year Profit and Loss Account in order to reflect a change of accounting policy during the 52 weeks ended 18 February 2018.

In the prior year the Company recorded a gain from derivatives of £327k arising from forward foreign currency contracts settled during the period and a contract that was unrealised at the period end. It was the first time that the Company had experienced a material gain or loss from derivatives. The gain was recorded within cost of sales.

During the period ended 18 February 2018, the Company recorded a loss from derivatives of £1,550k arising from forward contracts settled during the period and contracts that were unrealised at the period end. The Company's accounting policy has been changed such that gains and losses from settlement of foreign exchange derivatives are now recorded within finance costs – refer to note 7.

The directors believe this policy means EBITDA better reflects the underlying trading performance.

The prior year comparatives have been restated to include the gain from derivatives within finance income – refer to note 6. This has the effect of increasing cost of sales by £327k and increasing finance income by £327k.

Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

#### Critical accounting judgements and estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Management do not consider there to be any critical accounting judgements.

### Key accounting estimates and assumptions

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

The significant judgement areas and management's approach are as follows:

#### (a) Inventory provisions

Provision is made for stock shrink at stores incurred from the date of the last full count to the period end. Provisions are made on a store by store basis as a percentage of sales, based on shrink rates observed at previous full counts, adjusted if necessary to reflect any known change in circumstances.

Provisions are made for any reduction in net realisable value of inventories by identifying clearance and disposal lines where a reduction in selling price will be required to clear through the stock lines across the stores.

#### (b) Share based payments

The Group operated two share-based payment schemes during the period: the Hobbycraft Share Offer Plan and the Executive Scheme. Each scheme is equity settled, except in respect of leaver provisions. Management is required to exercise judgement in estimating the fair value of the shares, the likely timing of 'good' and 'bad' leavers, the vesting period, and the expectation of the date of change of control of the Group.

#### Revenue

Revenue, which excludes value added tax and discounts, comprises the value of sales of goods in the normal course of business. Revenue is recognised at the point at which the goods are paid for by the customer which, in respect of e-commerce sales, is upon despatch. Provision is made for returns.

Revenue from gift vouchers and gift cards sold by the Company is recognised on the redemption of the gift voucher or gift card. Monies received are shown as deferred revenue prior to redemption.

### Finance income and finance costs

The main components of finance income and costs are gains and losses from forward foreign exchange contracts.

Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

#### Tangible assets and depreciation

Tangible assets are included at cost, less accumulated depreciation. The cost is the purchase price together with any incidental costs of acquisition.

Depreciation is calculated so as to write off the cost of tangible fixed assets on a straight-line basis over the expected useful economic lives of the assets concerned. The principal annual rates used for this purpose are:

	%
Leasehold improvements	4 - 20
Plant and machinery	10 - 33
Fixtures and fittings	10 - 33
Computer equipment	20 - 33

Leasehold improvements are depreciated over the life of the remaining term of the lease.

#### Intangible assets and amortisation

Intangible assets are included at cost, less accumulated amortisation. The cost is the purchase price together with any incidental costs of acquisition. Intangible assets are amortised on a straight line basis over their estimated useful life. The carrying value of intangible assets is reviewed for impairment if events or changes in circumstances indicate the carrying value may not be recoverable.

The useful economic lives of intangible assets are as follows:

Computer software 3 years

If there are indicators that the residual value or useful life of an intangible asset has changed since the most recent annual reporting period previous estimates will be reviewed and, if current expectations differ, the residual value, amortisation method or useful life will be amended. Changes in the expected useful life or the expected pattern of consumption of benefit will be accounted for as a change in accounting estimate.

#### Investments

Investments in subsidiary undertakings are recorded at cost plus incidental expenses, less any provision for impairment. Impairment reviews are performed by the directors when there has been an indication of potential impairment.

#### **Inventories**

Inventories are stated at the lower of weighted average cost and net realisable value. Cost includes transport and appropriate handling costs, including those overheads incurred in bringing the product to its present location and condition. Provisions are made where necessary for obsolete, slow moving and defective stocks and shown net of cost.

#### **Provision policy**

Provisions are recognised when the Company has a present obligation as a result of a past event, it is probable that a transfer of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

#### Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

#### Leased assets

At inception the Company assesses agreements that transfer the right to use assets. The assessment considers whether the arrangement is, or contains, a lease, based on the substance of the arrangement.

#### a) Operating lease assets

Leases that do not transfer all risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the Profit and Loss Account on a straight-line basis over the period of the lease.

#### b) Lease incentives

Incentives received to enter into an operating lease are credited to the Profit and Loss Account to reduce the lease expense on a straight-line basis over the period of the lease or to the break clause, whichever best reflects the economic benefit of the lease.

#### **Taxation**

The taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the Profit and Loss Account except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case tax is also recognised in other comprehensive income or directly in equity as appropriate.

#### **Current taxation**

Current tax is the amount of income tax payable in respect of the taxable profit for the financial year or prior financial years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

#### **Deferred tax**

Under FRS 102, deferred tax is recognised on a timing difference plus approach. Timing differences are the differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised as financial instruments.

Consequently deferred tax has been recognised on all fair value re-measurements and on all fair value adjustments arising on business combinations (other than goodwill). There are no adjustments required on business combinations arising prior to transition.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse. Deferred tax assets and liabilities are not discounted.

#### Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into Sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at an average rate and adjustments are made when there is significant movement. Exchange gains and losses are recognised in the Profit and Loss Account.

Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

#### Financial instruments

The Company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

#### Financial assets

Basic financial assets, including trade and other receivables, cash and bank balances, and loans to fellow group companies, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party, or (c) despite having retained some significant risks and rewards of ownership, control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

#### Financial liabilities

Basic financial liabilities, including trade and other payables, bank loans and loans from fellow group companies, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest. Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method. Derivatives, including forward foreign exchange contracts, are not basic financial instruments.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless they are included in a hedging arrangement.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

# Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

#### Pension scheme arrangements

The Company operates defined contribution pension schemes for eligible employees and directors. The Company's obligation at any point in time is restricted to the amount of contributions payable to date. The pension cost is therefore the amount of the contributions payable in respect of the particular accounting period.

#### Share based payments

The Company participates in two share based payment schemes operated by the Group: the Hobbycraft Share Offer Plan and the Executive Scheme. Each scheme is equity settled, except in respect of leaver provisions. A charge is recognised in the Profit and Loss Account in reference to the fair value at the date at which the shares are granted. The fair value of shares is measured using a Black-Scholes model. The charge in respect of awards granted is spread over the vesting period, which reflects management's expectation of the date of change of control of the Group.

#### Going concern

The Company's forecasts and projections, taking account of reasonable variations in trading performance, show that the Company will be able to operate within the level of its current cash balances and working capital facility for both working capital and capital investments in the foreseeable future. After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

#### 2 Revenue

Revenue represents the amounts derived from the provision of goods and services which fall within the Company's ordinary activities, stated net of value added tax. The Company operates in a single principal area of activity, retailing, specialising in art and craft related products.

Revenue consists almost entirely of sales made in the United Kingdom. The Company's international e-commerce sales are made via an intermediary based in the United Kingdom.

# Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

# 3 Operating profit

Other operating expenses excluding depreciation, amortisation and exceptional items are made up as follows:

	83,219	78,677
Administrative expenses	48,063	45,474
Distribution costs	35,156	33,203
	£'000	£'000
·	2018	2017

In addition to the other operating expenses for the period are the following exceptional items:

	2018	2017
	£'000	£'000
People costs (including re-structuring costs)	852	-
Total non-recurring costs	852	_

The non-recurring costs include statutory and enhanced payments arising from a restructure of senior management and a provision for an employee related matter.

	2018	2017 (restated)
	£'000	£'000
Profit before taxation is stated after (crediting)/charging:		
(Gain)/Loss on disposal of tangible assets	(181)	37
Depreciation of tangible assets	4,972	4,913
Amortisation of intangible assets	761	958
Fees payable to the Company's auditors for the audit of the Company's financial statements, including fees paid on behalf of Stitch Bidco Limited, Stitch 2 Limited and Stitch 3 Limited	59	50
Fees payable to the Company's auditors for tax compliance	18	18
Fees payable to the Company's auditors for tax advisory services	63	23
Fees payable to the Company's auditors for other services	5	-
Operating leases - plant and machinery	286	268
Operating leases - other	21,135	20,433
Loss/(Gain) on foreign exchange forward contracts	1,550	(327)
Other exchange loss	107	784
Inventory recognised as an expense	76,386	72,817

For details of the restatement, refer to note 1.

# Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

#### 4 Employees

The average monthly number of full time equivalent persons (including executive directors) employed by the Company during the period was:

		2018	2017
		Number	Number
Selling and distribution		1,082	1,076
Administration		119	110
		1,201	1,186
Staff costs (for the above pers	ons including directors):	2018	2017
	- Caracana C	£'000	£'000
Wages and salaries		28,129	25,259
Social security costs		1,855	1,728
Other pension costs (see not	e 18)	318	300
Share-based payments		(4)	(3)
Total direct costs of employm	ent	30,298	27,284

In addition to the above, costs relating to temporary and contract staff totalled £2,139k (2017: £2,572k).

#### 5 Directors' emoluments

	2018	2017
	£'000	£'000
Emoluments (including benefits in kind)	659	397
Compensation for loss of office including payment in lieu of notice	158	-
Pension contributions to money purchase schemes	30	27
	847	424

As at the period end date, three (2017: four) directors held shares under a long term incentive plan.

Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

# 5 Directors' emoluments (continued)

Directors' emoluments include amounts paid to the highest paid director:

	2018	2017
	£'000	£'000
Emoluments (including benefits in kind)	286	223
Pension contributions to money purchase schemes	16	17
	302	240

The highest paid director did not exercise any share options in the period.

During the period benefits were accruing to five (2017: four) directors under defined contribution schemes.

Catriona Marshall (resigned 30 June 2017) and Matthew Moore (resigned 4 May 2018) were employed and paid by Hobbycraft Group Limited, the Company's ultimate parent, and their emoluments are disclosed in those financial statements.

#### 6 Finance income

	2018	2017 (restated)
	£'000	£'000
Interest receivable on bank deposits	36	36
Gain on derivative financial instruments	-	327
	. 36	363

For details of the restatement, refer to note 1.

#### 7 Finance costs

2018	2017
£'000	£'000
73	185
1,550	-
283	_
1,906	185
	£'000 73 1,550 283

# Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

# 8 Tax on profit

Total tax on profit	(89)	(321)
	(198)	(403)
Effect of changes in tax rates	23	58
Adjustments in respect of previous periods	(9)	(86)
Origination and reversal of timing difference	(212)	(375)
Deferred tax:	:	
<del>-</del>	109	82
Adjustments in respect of previous periods	<del>-</del>	82
UK corporation tax on profits for the period	109	-
Current tax:		
· · · · · · · · · · · · · · · · · · ·	£'000	£'000
	2018	2017

The tax assessed for the period is lower (2017: lower) than the standard rate of corporation tax in the UK. The differences are explained below:

	2018	2017
1	£'000	£'000
Profit before taxation	1,183	1,531
Profit before taxation multiplied by standard rate of corporation tax in the UK of 19.11% (2017: 20.00%)	226	306
Effects of:		
Expenses not deductible for tax purposes	146	228
Group relief claimed not paid for	(524)	(909)
Effects of gains covered by s171A (including rollover reliefs)	49	-
Adjustments in respect of previous periods	(9)	(4)
Re-measurement of deferred tax – change in UK tax rate	23	58
Total tax credit for the period	(89)	(321)

The Finance (No. 2) Act 2015 was substantively enacted on 26 October 2015 and reduced the main rate of corporation tax in the UK to 19% from 1 April 2017. Finance Act 2016 was substantively enacted on 6 September 2016 and reduced the main rate of corporation tax in the UK to 17% with effect from 1 April 2020. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

# Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

# 9 Intangible assets

	Computer software
;	£'000
Cost	
At 19/02/2017	5,365
Additions	461
Disposals	(1,971)
At 18/02/2018	3,855
Accumulated amortisation	
At 19/02/2017	4,332
Charge for the period	761
Disposals	(1,967)
At 18/02/2018	3,126
Net book value	
At 18/02/2018	729
At 19/02/2017	1,033

Amortisation for the period is charged to administrative expenses within the Profit and Loss Account.

**Hobbycraft Trading Limited** 

# Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

10

•					
	Leasehold improvements	Plant and machinery	Computer equipment	Fixtures and fittings	Total
	£'000	£'000	£'000	£'000	£'000
Cost					
At 19/02/2017	39,306	2,586	2,779	13,288	57,959
Additions	221	108	297	1,526	2,152
Disposals	(180)	(51)	(438)	(77)	(746)
At 18/02/2018	39,347	2,643	2,638	14,737	59,365
***************************************			· · · · · · · · · · · · · · · · · · ·		<u>,                                      </u>
Accumulated depreci	ation 19,536	2,126	2,463	6,772	30,897
,	· · · · · · · · · · · · · · · · · · ·	2,126 258			
At 19/02/2017	19,536		2,463	6,772	30,897
At 19/02/2017 Charge for the period	19,536 2,402	258	2,463 222	6,772 2,090	30,897 4,972
At 19/02/2017 Charge for the period Disposals	19,536 2,402 (67)	258 (50)	2,463 222 (437)	6,772 2,090 (71)	30,897 4,972 (625)
At 19/02/2017 Charge for the period Disposals At 18/02/2018	19,536 2,402 (67)	258 (50)	2,463 222 (437)	6,772 2,090 (71)	30,897 4,972 (625)

Depreciation for the period is charged to administrative expenses within the Profit and Loss Account.

Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

#### 11 Investments

			Group companies
			£
Cost			
At 19 February 2017 ar	nd 18 February 2018		2
	,		
Net book value			
At 19 February 2017 ar	nd 18 February 2018		2

The Company has the following subsidiary:

Subsidiary undertaking	% Ownership of ordinary shares	Country of incorporation	Principal activity
Hobbycraft Superstores Limited	100	UK	Dormant

The dormant subsidiary (Hobbycraft Superstores Limited) is exempt from preparing and filing individual financial statements by virtue of s394A and s448A of the Companies Act 2006. The directors believe that the carrying value of the investment is supported by its underlying net assets.

The registered office of the subsidiary undertaking is:

7 Enterprise Way Aviation Park Bournemouth International Airport Hurn, Christchurch Dorset BH23 6HG

#### 12 Inventories

Goods for resale	27,396	29,090
	£'000	£'000
•	2018	2017

There is no significant difference between the replacement cost of the inventory and its carrying amount.

### Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

Debtors		
	2018	2017
	£,000	£'000
Trade debtors	161	546
Amounts owed by Group undertakings	405	1,188
Other debtors	568	575
Corporation tax	425	324
Deferred tax (see note 17)	552	354
Prepayments and accrued income	4,693	4,989
	6,804	7,976

Amounts owed by Group undertakings are interest free, unsecured and repayable on demand.

A deferred tax asset has been recognised in respect of fixed asset timing differences expected to be realised after more than one year.

# 14 Creditor amounts falling due within one year

13

	2018	2017
	£'000	£'000
Trade creditors	13,401	13,759
Amounts owed to Group undertakings	3,858	3,488
Taxation and social security	4,435	4,182
Other creditors	4,480	4,636
Derivative financial liabilities	1,178	-
Accruals and deferred income	3,651	3,688
	31,003	29,753

Amounts owed to Group undertakings are interest free, unsecured and repayable on demand.

#### 15 Creditor amounts falling due after more than one year

	£'000	£'000
Accruals and deferred income	4,929	4,191

Accruals and deferred income falling due after more than one year relate to lease incentives which are expected to be amortised to the Profit and Loss Account over the remaining term of the leases.

#### Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

#### 16 Provisions for liabilities

The provision in the financial statements is as follows:

	Dilapidations provision £'000
At 19 February 2017 and 18 February 2018	40

The provision for dilapidations was set up in respect of the expected costs of repair that would arise on the exit of a leased site, which is not expected to be until at least 2022.

#### 17 Deferred tax

The deferred tax asset in the financial statements is as follows:

		2018	2017
		£'000	£'000
Accelerated capital allowances	• • • • • • • • • • • • • • • • • • • •	487	340
Short term timing differences		65	14
		552	354

The movement on the deferred tax asset is as follows:

	£'000
At 19 February 2017	354
Deferred tax credit in Profit and Loss Account for the period	189
Adjustments in respect of previous periods	9
At 18 February 2018	552

The net deferred tax asset is expected to increase over the next 12 months. This primarily relates to further timing differences arising on fixed assets.

#### 18 Pensions and similar obligations

During the period the Company made contributions on behalf of a number of employees and five directors (2017: four) to defined contribution schemes. The assets of the schemes are held separately from those of the Company.

The pension charge, representing contributions payable by the Company to such schemes, including in respect of redundancy payments, amounted to £318k (2017: £300k).

Contributions totalling £49k (2017: £49k) were payable at the period end and are included in creditors.

#### Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

#### 19 Share based payments

The Company participates in two share based payment schemes operated by the Group: the Executive Scheme and the Hobbycraft Share Offer Plan. Each scheme is equity settled.

All of the shares held were issued at market value. A charge is recognised in the Profit and Loss Account in reference to the fair value at the date at which the shares are granted. The charge in respect of awards granted is spread over the vesting period, which reflects management's expectation of the date of change of control of the Group. The Profit and Loss Account is also charged with the change in expected cost relating to the estimate at the balance sheet date of the number of leavers likely to arise before any change in control of the Group. These charges to the Profit and Loss Account are recognised in equity in the capital contribution reserve.

The weighted average fair value of the shares under the schemes was calculated at the date of grant using the Black-Scholes option pricing model. Expected share price volatility was determined through the assessment of the historical volatility of a comparable group of companies over a period consistent with the expected life of the scheme. This aims to be indicative of future trends, but may not necessarily reflect the actual outcome. The expected life of the scheme is based on management's estimated date of a change of control of the Group and is not necessarily indicative of exercise patterns that may occur.

#### **Executive Scheme**

There were no shares granted to employees of the Company in the current period (2017: nil).

### **Hobbycraft Share Offer Plan**

Under the share scheme, Hobbycraft Group Limited Employee Benefit Trust (EBT) holds a certain number of shares of which certain employees have acquired the beneficial ownership since August 2010. The share scheme operates as an equity settled arrangement under which employees would be required to sell their shares in the event of a sale or listing of the Group.

There were no shares granted to employees of the Company in the current period. The following table lists the inputs to the model for a grant made in the prior period.

Date of grant	01/02/2017
Weighted average share price	0.1p
Exercise price	0.1p
Expected volatility (%)	30.28%
Expected life (years)	3
Dividend yield (%)	0.00%
Risk-free interest rate (%)	0.70%

The weighted average share price for the grants throughout the period and at the end of the period was 0.1p (2017: 0.1p).

Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

#### 19 Share based payments (continued)

#### Effect on the financial statements

The effect of accounting for share based payments relating to all schemes on the Company's profit before taxation is as follows:

	2018	2017
	£'000	£'000
Equity settled share based payment credit	4	3

Management have concluded that the use of the Black-Scholes model provides a reasonable assessment of the value of shares.

#### 20 Called up share capital

	2018	2017
	£'000	£'000
Authorised		
7,500 (2017: 7,500) ordinary shares of £1 each	8	8
1,650 (2017: 1,650) "A" ordinary shares of £1 each	2	2
	10	10
Allotted and fully paid		
6,600 (2017: 6,600) ordinary shares of £1 each	7	7
1,376 (2017: 1,376) "A" ordinary shares of £1 each	1	1
	8	8

The ordinary shares carry rights to vote and attend at general meetings and entitle the holder to receive dividends. Upon a winding up or other return of capital or assets to members of the Company, the holders of the ordinary shares are entitled to a payment of the surplus assets up to the reserved value and thereafter are entitled to a payment pro rata with the holders of the "A" ordinary shares.

The "A" ordinary shares do not entitle the holders to any right to receive notice of or to attend or to vote at any general meeting of the Company, nor to receive any dividend or other distribution of profits. Upon a winding up or other return of capital or assets to members of the Company, the holders of the "A" ordinary shares are entitled to a payment only to the extent that surplus assets exceed the reserved value.

A dividend of £12,276k was declared on 21 December 2017. On that date £9,070k was paid by the Company and the balance is due to be paid in October 2018 (2017: no dividends declared).

Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

# 21 Commitments under operating leases

The Company had minimum lease payments under non-cancellable operating leases as set out below:

	Land and buildings	Other	Total	Land and buildings	Other	Total
	2018	2018	2018	2017	2017	2017
Payment due:	£'000	£'000	£'000	£'000	£'000	£'000
Not later than 1 year	21,929	98	22,027	21,201	106	21,307
Later than 1 year and not later than 5 years	75,654	37	75,691	77,434	62	77,496
Later than 5 years	31,350	_	31,350	37,796	-	37,796
Total	128,933	135	129,068	136,431	168	136,599

# 22 Capital commitments

At 18 February 2018 the Company had no capital commitments (2017: nil).

# 23 Contingent liabilities

At 18 February 2018 the Company had no contingent liabilities (2017: nil).

Notes to the Financial Statements (continued) for the 52 weeks ended 18 February 2018

#### 24 Related party transactions

#### Transactions with shareholders

Haskins Holdings Limited and Hobbycraft Trading Limited have previously had shareholders in common.

Warren Haskins is a director of Haskins Garden Centres Limited and was a director of Hobbycraft Trading Limited until 29 April 2010.

Haskins Garden Centres Limited charged Hobbycraft Trading Limited £555k (2017: £556k) in the period in property rentals and overhead recharges.

At 18 February 2018 £25k (2017: £22k) was due to Haskins Garden Centres Limited.

At 18 February 2018 £145k (2017: £66k) was due to Inspired Thinking Group, which is ultimately owned by Bridgepoint. During the period, Hobbycraft Trading Limited made payments of £893k (2017: £880k) to Inspired Thinking Group.

At 18 February 2018 £nil (2017: £nil) was due to Estera Trust (Jersey) Limited, which is ultimately owned by Bridgepoint. During the period Hobbycraft Trading Limited made payments of £14k (2017: £8k) to Estera Trust (Jersey) Limited.

Hobbycraft Trading Limited enters into forward foreign currency contracts to mitigate the exchange rate risk for foreign currency purchases. During the period, the Company committed to buy \$20,000k for a fixed Sterling amount from Moneycorp, a company ultimately owned by Bridgepoint. This included \$12,500k of contracts that had not been settled at 18 February 2018.

#### Transactions with Private Equity investors

Monitoring fees of £150k (2017: £150k) payable to Bridgepoint Advisers Limited were charged to the Profit and Loss Account in the 52 weeks ended 18 February 2018.

Transactions with other Group companies have not been disclosed, in accordance with the exemption permitted by paragraph 33.1A of FRS 102 'Related Party Disclosures'. There were no other related party transactions which require disclosure in accordance with FRS 102 'Related Party Disclosures'.

#### 25 Controlling party

The Company's immediate parent undertaking is Stitch Bidco Limited.

Hobbycraft Group Limited is the ultimate parent and is the smallest and largest group in which the results of the Company were consolidated. The financial statements of Hobbycraft Group Limited can be obtained from 7 Enterprise Way, Aviation Park, Bournemouth International Airport, Hurn, Christchurch, Dorset, BH23 6HG.

The ultimate controlling party is the Bridgepoint Europe IV Private Equity Fund, which is in turn managed by Bridgepoint Advisers Limited.