

Company Registration No. 2739957 (England and Wales)

**SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)**  
**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 APRIL 2010**

MONDAY



\*L9717S1J\*

L10

28/02/2011

267

COMPANIES HOUSE

# **SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)**

## **COMPANY INFORMATION**

---

### **Directors**

M J W Ashley  
R F Mellors  
K Byers  
S M Nevitt  
D M Forsey (Appointed 18 October 2009)

### **Secretary**

R L Tylee-Birdsall

### **Company number**

2739957

### **Registered office**

Unit A  
Brook Park East  
Shirebrook  
NG20 8RY

### **Auditor**

Grant Thornton UK LLP  
Grant Thornton House  
Melton Street  
Euston Square  
London  
NW1 2EP

---

# **SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)**

## **CONTENTS**

---

	<b>Page</b>
Directors' report	1
Independent auditor's report	2 - 3
Profit and loss account	4
Balance sheet	5
Notes to the financial statements	6 - 9

---

# **SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)**

## **DIRECTORS' REPORT**

**FOR THE YEAR ENDED 30 APRIL 2010**

The directors present their report and financial statements for the year ended 30 April 2010

### **Principal activities**

The principal activity of the company continued to be that of holding property for use within the Group

The financial statements are prepared on a going concern basis because the company's working capital is financed by Sports Direct International plc. Sports Direct International plc have agreed not to withdraw finance for the foreseeable future.

### **Directors**

The following directors have held office since 1 May 2009

M J W Ashley

R F Mellors

K Byers

S M Nevitt

D M Forsey

(Appointed 18 October 2009)

### **Directors' responsibilities**

The directors are responsible for preparing the Annual Report and the accounts in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

Company law requires the directors to prepare accounts for each financial year which 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 accounts, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts, and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business

In so far as the directors are aware

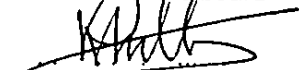
- there is no relevant audit information of which the company's auditors are unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the accounts 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.

### **Auditors**

In accordance with the Companies Act a resolution to appoint Grant Thornton UK LLP will be proposed at the Annual General Meeting

On behalf of the board



R F Mellors

Director

22/02/11

# **SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)**

## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE SHAREHOLDERS OF SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)**

---

We have audited the financial statements of SDI (Berwick) Limited (formerly Sport & Ski (MK) Limited) for the year ended 30 April 2010 which comprise the principal accounting policies, the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 auditor's 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 the directors and auditors**

As explained more fully in the Directors' Responsibilities Statement, 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 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 (APB's) Ethical Standards for Auditors.

#### **Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the APB's website at [www.frc.org.uk/apb/scope/UKNP](http://www.frc.org.uk/apb/scope/UKNP).

# **SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)**

## **INDEPENDENT AUDITOR'S REPORT (CONTINUED)**

### **TO THE SHAREHOLDERS OF SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)**

---

#### **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 30 April 2010 and of its profit for the year then ended,
- have been prepared in accordance with the requirements of the Companies Act 2006, and
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice

#### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

#### **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

*Grant Thornton UK LLP*

#### **Marc Summers**

Senior Statutory Auditor

for and on behalf of Grant Thornton UK LLP

Statutory Auditor, Chartered Accountants

London

*22/02/11*

# **SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)**

## **PROFIT AND LOSS ACCOUNT**

**FOR THE YEAR ENDED 30 APRIL 2010**

		<b>2010</b>	<b>2009</b>
	<b>Notes</b>	<b>£</b>	<b>£</b>
<b>Turnover</b>	<b>1</b>	77,130	68,981
Administrative expenses		(30,752)	(29,878)
<b>Profit on ordinary activities before taxation</b>	<b>2</b>	46,378	39,103
Tax on profit on ordinary activities	<b>3</b>	-	-
<b>Profit for the year</b>	<b>9</b>	46,378	39,103

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

There are no recognised gains and losses other than the profit for the financial period

# SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)

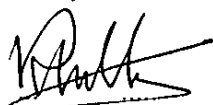
## BALANCE SHEET

AS AT 30 APRIL 2010

	Notes	2010 £	£	2009 £	£
<b>Fixed assets</b>					
Tangible assets	4	2,148,063		2,177,191	
<b>Current assets</b>					
Debtors	5	2		82,513	
Creditors amounts falling due within one year	6	-		(2,220,599)	
<b>Net current assets/(liabilities)</b>			2		(2,138,086)
<b>Total assets less current liabilities</b>		2,148,065			39,105
<b>Creditors amounts falling due after more than one year</b>	7	(2,062,582)			-
		85,483			39,105
<b>Capital and reserves</b>					
Called up share capital	8	2		2	
Profit and loss account	9	85,481		39,103	
<b>Shareholders' funds</b>	10	85,483		39,105	

Approved by the Board and authorised for issue on

22/02/11



R F Mellors  
Director

Company No 2739957

# SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 APRIL 2010

### 1 Principal accounting policies

#### 1.1 Accounting convention

The accounts are prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards

The principal accounting policies of the company remain unchanged from the previous period and are set out below

The financial statements are prepared on a going concern basis because the company's working capital is financed by Sports Direct International plc. Sports Direct International plc have agreed not to withdraw finance for the foreseeable future.

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 not to prepare a cash flow statement on the grounds that the ultimate parent undertaking produces a consolidated cash flow statement.

#### 1.2 Turnover

Turnover represents amounts receivable for rents and charges, net of VAT.

#### 1.3 Tangible fixed assets and depreciation

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

Land and buildings Freehold - Straight line 50 years

#### 1.4 Deferred taxation

Deferred tax is recognised on all timing differences where the transactions or events that give the company an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance sheet date.

### 2 Operating profit

	2010 £	2009 £
Operating profit is stated after charging		
Depreciation of tangible assets	29,128	29,128
Auditor's remuneration	950	750

No directors received remuneration through this company (2009: None)

# SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2010

3	Taxation	2010	2009
	Current tax charge	-	-
	<b>Factors affecting the tax charge for the year</b>		
	Profit on ordinary activities before taxation	46,378	39,103
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 28.00% (2009 - 28.00%)	12,986	10,949
	Effects of		
	Capital allowances	8,156	8,156
	Group relief	(12,236)	8,678
	Notional transfer pricing adjustment	(8,906)	(27,783)
		(12,986)	(10,949)
	<b>Current tax charge</b>	-	-

Notional transfer pricing adjustments in respect of interest on inter-company loan balances and royalties are imputed in the corporation tax returns of the Sports Direct group of companies in accordance with UK transfer pricing legislation

4	Tangible fixed assets	Land and buildings £
	<b>Cost</b>	
	At 1 May 2009 & at 30 April 2010	2,206,319
	<b>Depreciation</b>	
	At 1 May 2009	29,128
	Charge for the year	29,128
	At 30 April 2010	58,256
	<b>Net book value</b>	
	At 30 April 2010	2,148,063
	At 30 April 2009	2,177,191
	Buildings are depreciated as they are for use within the Group	

# SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2010

5	Debtors	2010 £	2009 £
	Amounts owed by group undertakings	-	82,511
	Other debtors	2	2
		<u>2</u>	<u>82,513</u>
6	Creditors amounts falling due within one year	2010 £	2009 £
	Amounts owed to group undertakings	-	2,206,319
	Taxation and social security	-	10,347
	Other creditors	-	3,933
		<u>-</u>	<u>2,220,599</u>
7	Creditors amounts falling due after more than one year	2010 £	2009 £
	Amounts owed to group undertakings	<u>2,062,582</u>	<u>-</u>
8	Share capital	2010 £	2009 £
	Authorised		
	100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>
	Allotted, called up and fully paid		
	2 Ordinary shares of £1 each	<u>2</u>	<u>2</u>

# SDI (BERWICK) LIMITED (FORMERLY SPORT & SKI (MK) LIMITED)

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2010

### 9 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 May 2009	39,103
Profit for the year	46,378
Balance at 30 April 2010	85,481

### 10 Reconciliation of movements in shareholders' funds

	2010 £	2009 £
Profit for the financial year	46,378	39,103
Opening shareholders' funds	39,105	2
Closing shareholders' funds	85,483	39,105

### 11 Control

The ultimate controlling party is M J W Ashley, by virtue of his 100% ownership of Mash Holdings Limited, the ultimate parent company. Mash Holdings Limited holds the majority of shares in Sports Direct International plc, who own 100% of the share capital of Sportsdirect.com Retail Limited (the immediate parent company).

Sports Direct International plc is the smallest company and MASH Holdings Limited is the largest company to consolidate these accounts. Sports Direct International plc is a company registered in England and Wales. A copy of the group accounts can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

### 12 Related party transactions

The company has taken advantage of the exemption in Financial Reporting No 8 "Related party disclosures" and has not disclosed transactions with group undertakings.

There are no other related party transactions.