Group Strategic Report, Report of the Directors and Consolidated Financial Statements for the Year Ended 31 March 2018

for

G.J.T. Limited

Contents of the Consolidated Financial Statements for the Year Ended 31 March 2018

| | Page |
|--|------|
| Company Information | 1 |
| Group Strategic Report | 2 |
| Report of the Directors | 4 |
| Report of the Independent Auditors | 6 |
| Consolidated Income Statement | 8 |
| Consolidated Other Comprehensive Income | 9 |
| Consolidated Balance Sheet | 10 |
| Company Balance Sheet | 11 |
| Consolidated Statement of Changes in Equity | 12 |
| Company Statement of Changes in Equity | 13 |
| Consolidated Cash Flow Statement | 14 |
| Notes to the Consolidated Cash Flow Statement | 15 |
| Notes to the Consolidated Financial Statements | 16 |

G.J.T. Limited

Company Information for the Year Ended 31 March 2018

| DIRECTORS: | Mr D P Nott Mr A Dunn Mr R Surtees |
|--------------------|--|
| SECRETARY: | Mr A Dunn |
| REGISTERED OFFICE: | 261 Europa Boulevard Westbrook Warrington Cheshire WA5 7TN |
| REGISTERED NUMBER: | 04125517 (England and Wales) |
| AUDITORS: | Sochall Smith Limited Chartered Accountants & Statutory Auditors 3 Park Square Leeds LS1 2NE |

Group Strategic Report for the Year Ended 31 March 2018

The directors present their strategic report of the company and the group for the year ended 31 March 2018.

GJT Limited is a supplier of soft furnishings to the UK retail market. We import and distribute curtains and accessories as well as manufacturing bespoke curtains in our production facility in Yorkshire.

Our range of products include:

- Curtain and lining fabrics
- Readymade curtains
- Made to measure curtains and accessories
- Cushions.

The market in which we operate is highly competitive and we have witnessed significant changes in distribution channels. The prominence of internet retailers has affected the traditional retail market and we have responded quickly to these changes. We currently trade with a number of successful online companies that specialise in window furnishings.

Our key objectives are:

- Focus on delivering products which generate high margins
- Extend our range of products in order to protect against market trends
- Increase our customer base
- Convert profit into cash
- Ensure the continual strengthening of our Balance Sheet

The board continues to set priorities consistent with the above objectives and reviews the group's progress against them on a monthly basis. As a result of this we are continually reviewing our range with a view to maintain our margins as well as reviewing the financial stability of our customers with the help of our credit insurance agency.

The directors are pleased with the consistent performance of the group in the financial year. Turnover for the year is consistent at slightly in excess of £10m and the margin after distribution costs is comparable to the previous financial year at approximately £1.7m.

Gross profit percentage is slightly lower (0.5%) but after distributions is consistent at 16.3%. This slight variation is explained by the acquisition of a new customer who bore their own distribution costs whilst providing the group with substantial turnover.

The net profit after administrative and interest costs exceeded £225,000 with £200,000 being the key target for minimum achievement. In a continually difficult market with tight margins and economic uncertainty, the flexibility of the group's workforce and management to achieve this result is to be applauded.

The group continues to invest in capital expenditure to maintain its quality and to drive out economies of scale. Nearly £300,000 was invested in such equipment and, rather than finance this sum which would simply increase the group's gearing ratio, the decision was taken to finance out of cashflow. This was successfully managed and whilst net current assets have decreased slightly, the group's movement in cash balances as evidenced in the cashflow statement has shown equal stability. The group's balance sheet has a strong capital base in excess of £1m (an absolute must to maintain to attract finance to the group) and the directors are pleased in these difficult times to provide results which show net assets being sustained.

The directors look forward to achieving a similar result in 2019 despite the uncertainty provided in political circles in respect of what is termed the Brexit negotiations. The board take external foreign exchange advice from its bankers in order to mitigate the risk of foreign exchange fluctuations but these are in itself difficult to anticipate in the current climate.

The whole team at GJT are focussed on servicing existing customers to ensure retention whilst constantly driving towards expanding its customer base. There is also a constant drive to trying to develop a stronger market place for higher margin products as this obviously eases the burden on overall sales drive.

Group Strategic Report for the Year Ended 31 March 2018

The directors are aware that the group's own customer base is experiencing uncertainty at the present time and certainly buying patterns have been difficult to forecast both in terms of customer and product. A wide and varied customer and product base allows the group to manage these fluctuations deftly. The directors recognise that a loyal and dedicated workforce needs to share in the success of the group to maintain morale and also to be part of the group philosophy. The increase in payroll costs will be managed by constantly reviewing overheads and economies of scale from the capital investment. In terms of the overall group strategy the directors consider that these matters, under their control, are manageable.

Overall, the group is consistent, mindful of its responsibilities to employees, financiers, trade creditors and state and is consistent in producing results to provide return on investment to the benefit of the group and its shareholders whilst maintaining the interest of its creditors.

ON BEHALF OF THE BOARD:

Mr A Dunn - Secretary

29 November 2018

Report of the Directors for the Year Ended 31 March 2018

The directors present their report with the financial statements of the company and the group for the year ended 31 March 2018.

DIVIDENDS

The total distribution of dividends for the year ended 31 March 2018 will be £ 144,000.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2017 to the date of this report.

Mr D P Nott Mr A Dunn Mr R Surtees

FINANCIAL INSTRUMENTS

The company's principal financial instruments comprise bank balances, bank overdrafts, trade creditors, trade debtors, loans to the company, and invoice discounting arrangements.

Due to the nature of financial instruments used by the company there is no exposure to price risk. The company's approach to managing other risks applicable to the financial instruments concerned is shown below.

In respect of bank balances, including invoice discounting arrangements, the liquidity risk is managed by maintaining a balance between the continuity of funding and flexibility through the use of overdrafts at floating rates of interest. The company makes use of money market facilities where funds are available.

In respect of loans these compromise loans from financial institutions. The interest rate on the loans from financial institutions is variable but monthly repayments are fixed. The company manages the liquidity risk by ensuring there are sufficient funds to meet the payments.

Trade debtors are managed in respect of credit and cash-flow risk by policies concerning the credit offered to customers and the regular monitoring of amounts outstanding for both time and credit limits.

Trade creditors liquidity risk is managed by ensuring sufficient funds are available to meet amounts due.

IMPACT OF THE EURO

The company has undertaken a review of the impact of the Euro on the business. As the company already deals substantially with turnover designated in other currencies the directors believe the Euro will have a minimum impact.

The company's accounting system is adequate to deal with any change from sterling to the Euro in the future.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Group Strategic Report, the Report of the Directors 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 the group and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company
- will continue in business.

Report of the Directors for the Year Ended 31 March 2018

STATEMENT OF DIRECTORS' RESPONSIBILITIES - continued

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The safeguarding includes the maintenance and integrity of the components and financial information on the group's website.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

AUDITORS

The auditors, Sochall Smith Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

Mr A Dunn - Secretary

29 November 2018

Report of the Independent Auditors to the Members of G.J.T. Limited

Opinion

We have audited the financial statements of G.J.T. Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 March 2018 which comprise the Consolidated Income Statement, Consolidated Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company affairs as at 31 March 2018 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

- 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 group'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.

Other information

The directors are responsible for the other information. The other information comprises the information in the Group Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion 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, 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 in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Group Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

Report of the Independent Auditors to the Members of G.J.T. Limited

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Report of the Directors.

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on pages four and five, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine 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 group's and the parent 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 group or the parent 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 a Report of the Auditors 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 Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Use of our report

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 a Report of the Auditors 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.

Andrew Charles (Senior Statutory Auditor) for and on behalf of Sochall Smith Limited Chartered Accountants & Statutory Auditors 3 Park Square Leeds LS1 2NE

29 November 2018

Consolidated Income Statement for the Year Ended 31 March 2018

| | | 2018 | | 2017 | |
|---|-------|----------------------|------------------------|----------------------|------------------------|
| | Notes | £ | £ | £ | £ |
| TURNOVER | 3 | | 10,384,317 | | 10,528,385 |
| Cost of sales GROSS PROFIT | | - | 7,417,265 2,967,052 | - | 7,631,660 2,896,725 |
| Distribution costs Administrative expenses | | 168,011 2,516,941 | | 242,981 2,383,128 | |
| OPERATING PROFIT | 5 | - | 2,684,952 282,100 | - | 2,626,109 270,616 |
| Interest payable and similar expenses PROFIT BEFORE TAXATION | 6 | - | 59,424 222,676 | - | 62,565 208,051 |
| Tax on profit PROFIT FOR THE FINANCIAL YEAR Profit attributable to: | 7 | - | 47,578 175,098 | - | 37,896 170,155 |
| Owners of the parent | | = | 175,098 | = | 170,155 |

Consolidated Other Comprehensive Income for the Year Ended 31 March 2018

| | Notes | 2018 £ | 2017 £ |
|--|-------|--------------|----------------|
| PROFIT FOR THE YEAR | | 175,098 | 170,155 |
| OTHER COMPREHENSIVE INCOME TOTAL COMPREHENSIVE INCOME FOR THE YEAR | | <u>-</u> | |
| Total comprehensive income attributable to Owners of the parent | : | 175,098 | <u>170,155</u> |

Consolidated Balance Sheet 31 March 2018

| | | 201 | 8 | 201 | 7 |
|---|-------|-----------|-------------|-----------|--------------|
| | Notes | £ | £ | £ | £ |
| FIXED ASSETS | | | | | |
| Intangible assets | 10 | | 115,580 | | 126,087 |
| Tangible assets | 11 | | 1,872,964 | | 1,674,029 |
| Investments | 12 | | | | _ |
| | | | 1,988,544 | | 1,800,116 |
| CURRENT ASSETS | | | | | |
| Stocks | 13 | 1,852,080 | | 1,955,390 | |
| Debtors | 14 | 2,123,782 | | 2,200,732 | |
| Cash at bank and in hand | | 3,360 | | 13,862 | |
| | | 3,979,222 | _ | 4,169,984 | |
| CREDITORS | | | | , , | |
| Amounts falling due within one year | 15 | 3,737,149 | | 3,916,188 | |
| NET CURRENT ASSETS | | | 242,073 | | 253,796 |
| TOTAL ASSETS LESS CURRENT | | | | | |
| LIABILITIES | | | 2,230,617 | | 2,053,912 |
| CREDITORS | | | | | |
| Amounts falling due after more than one | | | | | |
| year | 16 | | (1,026,354) | | (910,489) |
| PROVISIONS FOR LIABILITIES | 20 | | (60,204) | | (30,462) |
| NET ASSETS | | | 1,144,059 | | 1,112,961 |
| | | | | | |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital | 21 | | 90,300 | | 90,300 |
| Capital redemption reserve | 22 | | 185,000 | | 185,000 |
| Retained earnings | 22 | | 868,759 | | 837,661 |
| SHAREHOLDERS' FUNDS | | | 1,144,059 | | 1,112,961 |
| | | | | | |

The financial statements were approved by the Board of Directors on 29 November 2018 and were signed on its behalf by:

Mr D P Nott - Director

Company Balance Sheet 31 March 2018

| | | 201 | 18 | 2017 | |
|---|-------|-----------|-------------|--------------|-----------|
| | Notes | £ | £ | £ | £ |
| FIXED ASSETS | | | | | |
| Intangible assets | 10 | | - | | - |
| Tangible assets | 11 | | 1,869,085 | | 1,670,244 |
| Investments | 12 | | 310,000 | _ | 310,000 |
| | | | 2,179,085 | | 1,980,244 |
| CURRENT ASSETS | | | | | |
| Stocks | 13 | 1,822,080 | | 1,925,390 | |
| Debtors | 14 | 2,104,407 | | 2,178,025 | |
| Cash at bank and in hand | 11 | 3,360 | | 13,862 | |
| Cash at bank und in hand | | 3,929,847 | - | 4,117,277 | |
| CREDITORS | | 3,727,047 | | 7,117,277 | |
| Amounts falling due within one year | 15 | 3,772,471 | | 3,940,705 | |
| NET CURRENT ASSETS | 15 | 3,772,471 | 157,376 | 3,5 10,705 | 176,572 |
| TOTAL ASSETS LESS CURRENT | | | 1575570 | _ | 170,572 |
| LIABILITIES | | | 2,336,461 | | 2,156,816 |
| 2 | | | _,020,.01 | | 2,100,010 |
| CREDITORS | | | | | |
| Amounts falling due after more than one | | | | | |
| year | 16 | | (1,026,354) | | (910,489) |
| | | | (-) | | (,, |
| PROVISIONS FOR LIABILITIES | 20 | | (60,204) | | (30,462) |
| NET ASSETS | | | 1,249,903 | _ | 1,215,865 |
| | | | | - | |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital | 21 | | 90,300 | | 90,300 |
| Capital redemption reserve | 22 | | 185,000 | | 185,000 |
| Retained earnings | 22 | | 974,603 | _ | 940,565 |
| SHAREHOLDERS' FUNDS | | | 1,249,903 | _ | 1,215,865 |
| Company's profit for the financial year | | | 178,038 | | 170,154 |
| Company's profit for the financial year | | | 1/0,030 | = | 170,134 |

The financial statements were approved by the Board of Directors on 28 November 2018 and were signed on its behalf by:

Mr D P Nott - Director

Consolidated Statement of Changes in Equity for the Year Ended 31 March 2018

| | Called up share capital £ | Retained earnings £ | Capital redemption reserve £ | Total equity ₤ |
|----------------------------|------------------------------------|---------------------------|---------------------------------------|----------------------|
| Balance at 1 April 2016 | 90,000 | 811,506 | 185,000 | 1,086,506 |
| Changes in equity | | | | |
| Issue of share capital | 300 | - | _ | 300 |
| Dividends | - | (144,000) | _ | (144,000) |
| Total comprehensive income | _ | 170,155 | - | 170,155 |
| Balance at 31 March 2017 | 90,300 | 837,661 | 185,000 | 1,112,961 |
| Changes in equity | | | | |
| Dividends | - | (144,000) | _ | (144,000) |
| Total comprehensive income | | 175,098 | - | 175,098 |
| Balance at 31 March 2018 | 90,300 | 868,759 | 185,000 | 1,144,059 |

Company Statement of Changes in Equity for the Year Ended 31 March 2018

| | Called up share capital £ | Retained earnings £ | Capital redemption reserve £ | Total equity ₤ |
|----------------------------|------------------------------------|---------------------------|---------------------------------------|----------------------|
| Balance at 1 April 2016 | 90,000 | 914,411 | 185,000 | 1,189,411 |
| Changes in equity | | | | |
| Issue of share capital | 300 | - | - | 300 |
| Dividends | - | (144,000) | - | (144,000) |
| Total comprehensive income | - | 170,154 | - | 170,154 |
| Balance at 31 March 2017 | 90,300 | 940,565 | 185,000 | 1,215,865 |
| Changes in equity | | | | |
| Dividends | - | (144,000) | - | (144,000) |
| Total comprehensive income | - | 178,038 | - | 178,038 |
| Balance at 31 March 2018 | 90,300 | 974,603 | 185,000 | 1,249,903 |

Consolidated Cash Flow Statement for the Year Ended 31 March 2018

| | | 2018 | 2017 |
|--|-------|------------|------------|
| | Notes | £ | £ |
| Cash flows from operating activities | | | |
| Cash generated from operations | 1 | 336,402 | 462,318 |
| Interest paid | | (55,195) | (58,414) |
| Interest element of hire purchase payments | | | |
| paid | | (4,229) | (4,151) |
| Tax paid | | (28,958) | (47,564) |
| Net cash from operating activities | | 248,020 | 352,189 |
| Cash flows from investing activities | | | |
| Purchase of tangible fixed assets | | (280,335) | _(347,872) |
| Net cash from investing activities | | (280,335) | (347,872) |
| Cash flows from financing activities | | | |
| New loans in year | | 75,000 | 191,697 |
| Loan repayments in year | | (104,092) | (77,827) |
| Capital repayments in year | | 194,905 | (5,663) |
| Share issue | | - | 300 |
| Equity dividends paid | | _(144,000) | _(144,000) |
| Net cash from financing activities | | 21,813 | (35,493) |
| Decrease in cash and cash equivalents | | (10,502) | (31,176) |
| Cash and cash equivalents at beginning of | | | , , |
| year | 2 | 13,862 | 45,038 |
| Cash and cash equivalents at end of year | 2 | 3,360 | 13,862 |

Notes to the Consolidated Cash Flow Statement for the Year Ended 31 March 2018

1. $\frac{\text{RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS}}{\text{OPERATIONS}}$

| | 2018 | 2017 |
|--|-----------|-----------|
| | £ | £ |
| Profit before taxation | 222,676 | 208,051 |
| Depreciation charges | 91,906 | 67,611 |
| Finance costs | 59,424 | 62,565 |
| | 374,006 | 338,227 |
| Decrease/(increase) in stocks | 103,310 | (167,951) |
| Decrease/(increase) in trade and other debtors | 76,950 | (58,251) |
| (Decrease)/increase in trade and other creditors | (217,864) | 350,293 |
| Cash generated from operations | 336,402 | 462,318 |

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 March 2018

| | 31/3/18 £ | 1/4/17 £ |
|---------------------------|---------------|-------------|
| Cash and cash equivalents | 3,360 | 13,862 |
| Year ended 31 March 2017 | 31/3/17 | 1/4/16 |
| | £ | £ |
| Cash and cash equivalents | <u>13,862</u> | 45,038 |

Notes to the Consolidated Financial Statements for the Year Ended 31 March 2018

1. STATUTORY INFORMATION

G.J.T. Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the General Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Basis of consolidation

The financial statements contain information about GJT Limited and its subsidiaries as a whole.

Revenue recognition

Turnover, which is stated excluding Value Added Tax, is the amount receivable for goods supplied less returns, trade discounts and allowances. Sales are recognised when goods are despatched to customers as this reflects the transfer of risks and rewards of ownership, with provisions made for returns and allowances. Provisions for returns are calculated based on historical return levels.

Goodwill

Goodwill, being the amount at which consideration exceeded the fair value of net assets on acquisition is being amortised on a straight line basis over 20 years as a reasonable expectation of the benefit derived from the acquisition of the subsidiary during the year.

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Freehold property - 2% on cost

Plant and machinery - 33% on cost, 20% on cost, 15% on cost and 10% on cost

Motor vehicles - 33% on cost and 25% on cost

Computer equipment - 33% on cost

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Page 16 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

2. ACCOUNTING POLICIES - continued

Taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into Sterling at the rates of exchange at the balance sheet date. Transactions denominated in foreign currencies are translated into Sterling at the rates of exchange prevailing on the date of transaction or, for practical reasons, at average monthly rates where exchange rates do not fluctuate significantly. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to profit or loss over the relevant period. The capital element of the future payments is treated as a liability.

Pension costs and other post-retirement benefits

The group operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to profit or loss in the period to which they relate.

Operating leases

Rentals paid under operating leases are charged to the profit and loss account as incurred.

3. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the group.

An analysis of turnover by geographical market is given below:

| | | 2018 | 2017 |
|----|-------------------------|-------------|------------|
| | | £ | £ |
| | United Kingdom | 10,244,283 | 10,276,549 |
| | EU | 140,034 | 251,836 |
| | | 10,384,317 | 10,528,385 |
| | | | |
| 4. | EMPLOYEES AND DIRECTORS | | |
| | | 2018 | 2017 |
| | | £ | £ |
| | Wages and salaries | 1,590,293 | 1,488,486 |
| | Social security costs | 124,244 | 106,312 |
| | Other pension costs | 70,264 | 66,257 |
| | | 1,784,801 | 1,661,055 |
| | | | |

Page 17 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

4. EMPLOYEES AND DIRECTORS - continued

| | The average number of employees during the year was as follows: | 2018 | 2017 |
|----|--|---|---|
| | Sales, marketing and design Warehouse Administration | 12 67 8 87 | 13 66 9 88 |
| | Directors' remuneration | 2018 £ 155,534 | 2017 £ 148,476 |
| | The number of directors to whom retirement benefits were accruing was as follows: | | |
| | | _ | |
| | Money purchase schemes | 2 | 2 |
| 5. | OPERATING PROFIT | | |
| | The operating profit is stated after charging: | | |
| 6. | Depreciation - owned assets Depreciation - assets on hire purchase contracts Goodwill amortisation Auditors' remuneration Operating leases - plant and machinery INTEREST PAYABLE AND SIMILAR EXPENSES | 2018 £ 69,866 11,534 10,507 15,011 | 2017 £ 48,449 8,655 10,507 13,857 4,700 |
| | Bank loan interest Invoice finance charges Hire purchase interest | £ 30,369 24,826 4,229 59,424 | £ 35,329 23,085 4,151 62,565 |
| 7. | TAXATION | | |
| | Analysis of the tax charge The tax charge on the profit for the year was as follows: | 2018 £ | 2017 £ |
| | Current tax: UK corporation tax | 17,836 | 28,959 |
| | • | | |
| | Deferred tax Tax on profit | 29,742 47,578 | 8,937 37,896 |

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

7. TAXATION - continued

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

| | 2018 | 2017 |
|--|---------------|----------|
| | £ | £ |
| Profit before tax | 222,676 | 208,051 |
| Profit multiplied by the standard rate of corporation tax in the UK of 19% | | |
| (2017 - 20%) | 42,308 | 41,610 |
| | | |
| Effects of: | | |
| Expenses not deductible for tax purposes | 513 | 183 |
| Capital allowances in excess of depreciation | (24,985) | (12,834) |
| Deferred tax movement | <u>29,742</u> | 8,937 |
| Total tax charge | 47,578 | 37,896 |

8. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

9. **DIVIDENDS**

| | 2018 | 2017 |
|--------------------------------|---------|---------|
| | £ | £ |
| Ordinary shares of £1 each | | |
| Interim | 129,715 | 129,715 |
| Ordinary 'A' shares of £1 each | | |
| Interim | 9,000 | 9,000 |
| Ordinary 'B' shares of £1 each | | |
| Interim | 3,857 | 3,857 |
| Ordinary 'C' shares of £1 each | | |
| Interim | 1,428 | 1,428 |
| | 144,000 | 144,000 |

Page 19 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

10. INTANGIBLE FIXED ASSETS

| | *** | | • |
|---|-----|---|---|
| U | LC | u | μ |

| · | Goodwill |
|-----------------------|-----------------|
| COST | £ |
| At 1 April 2017 | |
| and 31 March 2018 | 210,143 |
| AMORTISATION | |
| At 1 April 2017 | 84,056 |
| Amortisation for year | 10,507 |
| At 31 March 2018 | 94,563 |
| NET BOOK VALUE | |
| At 31 March 2018 | <u> 115,580</u> |
| At 31 March 2017 | 126,087 |

11. TANGIBLE FIXED ASSETS

Group

| Group | Freehold property £ | Plant and machinery £ | Motor vehicles £ | Computer equipment £ | Totals £ |
|------------------------|---------------------------|-----------------------------|------------------------|----------------------------|-------------|
| COST | | | | | |
| At 1 April 2017 | 1,550,546 | 179,423 | 15,985 | 68,100 | 1,814,054 |
| Additions | - | 247,468 | 11,798 | 21,069 | 280,335 |
| Disposals | <u>-</u> | <u> </u> | <u> </u> | (26,729) | (26,729) |
| At 31 March 2018 | 1,550,546 | 426,891 | 27,783 | 62,440 | 2,067,660 |
| DEPRECIATION | | | | | |
| At 1 April 2017 | 35,099 | 61,856 | 7,659 | 35,411 | 140,025 |
| Charge for year | 30,112 | 30,315 | 5,471 | 15,502 | 81,400 |
| Eliminated on disposal | - | - | - | (26,729) | (26,729) |
| At 31 March 2018 | 65,211 | 92,171 | 13,130 | 24,184 | 194,696 |
| NET BOOK VALUE | | | | | |
| At 31 March 2018 | 1,485,335 | 334,720 | 14,653 | 38,256 | 1,872,964 |
| At 31 March 2017 | 1,515,447 | 117,567 | 8,326 | 32,689 | 1,674,029 |

Page 20 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

11. TANGIBLE FIXED ASSETS - continued

Group

Fixed assets, included in the above, which are held under hire purchase contracts are as follows:

| Tixed assets, included in the ab | ove, which are neit un | uer inte parenase ei | ontracts are as to | nows. | Plant and machinery £ |
|----------------------------------|---------------------------|-----------------------------|------------------------|----------------------------|-----------------------------|
| COST | | | | | |
| At 1 April 2017 | | | | | 86,558 |
| Additions | | | | | <u>245,278</u> |
| At 31 March 2018 | | | | | 331,836 |
| DEPRECIATION | | | | | 10.000 |
| At 1 April 2017 | | | | | 49,332 |
| Charge for year | | | | | 11,534 |
| At 31 March 2018 | | | | | <u>60,866</u> |
| NET BOOK VALUE At 31 March 2018 | | | | | 270.070 |
| At 31 March 2017 | | | | | <u>270,970</u> |
| At 31 March 2017 | | | | | <u>37,226</u> |
| Company | | | | | |
| Company | Freehold property £ | Plant and machinery £ | Motor vehicles £ | Computer equipment £ | Totals £ |
| COST | • | ~ | ~ | ~ | |
| At 1 April 2017 | 1,550,546 | 174,691 | 15,985 | 68,100 | 1,809,322 |
| Additions | · · · | 246,218 | 11,798 | 21,069 | 279,085 |
| Disposals | - | - | - | (26,729) | (26,729) |
| At 31 March 2018 | 1,550,546 | 420,909 | 27,783 | 62,440 | 2,061,678 |
| DEPRECIATION | | | | | |
| At 1 April 2017 | 35,099 | 60,909 | 7,659 | 35,411 | 139,078 |
| Charge for year | 30,112 | 29,159 | 5,471 | 15,502 | 80,244 |
| Eliminated on disposal | <u>-</u> | | <u> </u> | (26,729) | (26,729) |
| At 31 March 2018 | 65,211 | 90,068 | 13,130 | 24,184 | 192,593 |
| NET BOOK VALUE | | | | | |
| At 31 March 2018 | 1,485,335 | 330,841 | 14,653 | 38,256 | 1,869,085 |
| At 31 March 2017 | 1,515,447 | 113,782 | 8,326 | 32,689 | 1,670,244 |

Page 21 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

11. TANGIBLE FIXED ASSETS - continued

Company

Fixed assets, included in the above, which are held under hire purchase contracts are as follows:

| | Plant and machinery £ |
|------------------|-----------------------------|
| COST | |
| At 1 April 2017 | 86,558 |
| Additions | 245,278 |
| At 31 March 2018 | 331,836 |
| DEPRECIATION | |
| At 1 April 2017 | 49,332 |
| Charge for year | 11,534 |
| At 31 March 2018 | 60,866 |
| NET BOOK VALUE | |
| At 31 March 2018 | 270,970 |
| At 31 March 2017 | 37,226 |

12. FIXED ASSET INVESTMENTS

Company

| COST | Shares in group undertakings £ |
|-------------------|---|
| COST | |
| At 1 April 2017 | |
| and 31 March 2018 | 310,000 |
| NET BOOK VALUE | |
| At 31 March 2018 | <u>310,000</u> |
| At 31 March 2017 | 310,000 |

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

Subsidiaries

Gordon John Textiles Limited

Registered office:

Nature of business: dormant

Class of shares: % holding Ordinary 100.00

Aggregate capital and reserves $\begin{array}{ccc} \mathbf{2018} & \mathbf{2017} \\ \mathbf{\pounds} & \mathbf{\pounds} \\ \mathbf{10,000} & \mathbf{10,000} \end{array}$

Page 22 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

12. FIXED ASSET INVESTMENTS - continued

Style Furnishings Limited

Registered office:

Nature of business: Soft furnishings

Class of shares: holding Ordinary 100.00

 2018
 2017

 £
 £

 Aggregate capital and reserves
 88,576
 81,009

 Profit for the year
 7,567
 10,508

13. STOCKS

| | \mathbf{G} | Group | | Company | |
|----------------|--------------|-----------|-----------|-----------|--|
| | 2018 | 2017 | 2018 | 2017 | |
| | £ | £ | £ | £ | |
| Raw materials | 109,943 | 103,629 | 79,943 | 73,629 | |
| Finished goods | 1,742,137_ | 1,851,761 | 1,742,137 | 1,851,761 | |
| | 1,852,080 | 1,955,390 | 1,822,080 | 1,925,390 | |

14. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | G | Group | | Company | |
|---------------|-----------|-----------|-----------|-----------|--|
| | 2018 | 2017 | 2018 | 2017 | |
| | £ | £ | £ | £ | |
| Trade debtors | 1,884,702 | 1,992,219 | 1,884,702 | 1,992,219 | |
| Prepayments | 239,080 | 208,513 | 219,705 | 185,806 | |
| | 2,123,782 | 2,200,732 | 2,104,407 | 2,178,025 | |

Included within trade debtors are debts owed to the company upon which advances have been made by HSBC Invoice Financing Limited and disclosed as part of the creditors in note 15. At 31 March 2018 the amount advanced was £1,168,467 (2017: £1,145,720) and this sum is secured by way of a fixed and floating charge against all the company's assets.

15. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | Group | | Company | |
|---------------------------------------|-----------|-----------|-----------|-----------|
| | 2018 | 2017 | 2018 | 2017 |
| | £ | £ | £ | £ |
| Other loans (see note 17) | 135,066 | 133,068 | 135,066 | 133,068 |
| Hire purchase contracts (see note 18) | 47,949 | - | 47,949 | - |
| Trade creditors | 2,055,186 | 2,251,565 | 2,054,780 | 2,251,457 |
| Amounts owed to group undertakings | - | - | 108,429 | 95,729 |
| Corporation Tax | 17,836 | 28,958 | 17,836 | 28,958 |
| Social security and other taxes | 235,782 | 243,048 | 167,551 | 178,960 |
| Other creditors | 1,168,467 | 1,145,720 | 1,168,467 | 1,145,720 |
| Accrued and deferred income | 76,863 | 113,829 | 72,393 | 106,813 |
| | 3,737,149 | 3,916,188 | 3,772,471 | 3,940,705 |

Page 23 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

15. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR - continued

Included within other creditors is the sum of £1,168,467 (2017: £1,145,720) advanced against trade debtors by HSBC Invoice Financing Limited (see note 14).

16. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

| | Gro | up | Comp | ompany | |
|---------------------------------------|-----------|---------|-----------|---------|--|
| | 2018 | 2017 | 2018 | 2017 | |
| | £ | £ | £ | £ | |
| Other loans (see note 17) | 879,398 | 910,489 | 879,398 | 910,489 | |
| Hire purchase contracts (see note 18) | 146,956 | - | 146,956 | - | |
| | 1,026,354 | 910,489 | 1,026,354 | 910,489 | |

17. LOANS

An analysis of the maturity of loans is given below:

| | Group | | Company | |
|--|---------------------------------------|----------------|----------------|---------------------------------------|
| | 2018 | 2017 | 2018 | 2017 |
| | £ | £ | £ | £ |
| Amounts falling due within one year or on | | | | |
| demand: | | | | |
| Loan creditor | 135,066 | 133,068 | 135,066 | 133,068 |
| Amounts falling due between one and two | | | | |
| years: | | | | |
| Loan creditor | 105,530 | <u>118,300</u> | 105,530 | 118,300 |
| Amounts falling due between two and five | | | | |
| years: | | | | |
| Loan creditor | <u>306,617</u> | <u>266,292</u> | <u>306,617</u> | 266,292 |
| Amounts falling due in more than five years: | | | · | |
| Repayable by instalments | | | | |
| Property loan | 467,251 | 525,897 | 467,251 | 525,897 |
| | · · · · · · · · · · · · · · · · · · · | · | <u></u> | · · · · · · · · · · · · · · · · · · · |

The 'other loans' referred to in the above note is a fifteen year mortgage provided by HSBC Bank. Interest on the mortgage is to be charged at the annual rate of 2.75% above the Bank of England base rate.

This mortgage is secured via a fixed charge over the property to which it relates.

Page 24 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

18. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

| OLVUP | G | ro | u | p |
|-------|---|----|---|---|
|-------|---|----|---|---|

| | Hire purchase | contracts |
|----------------------------|---------------|-----------|
| | 2018 | 2017 |
| | £ | £ |
| Net obligations repayable: | | |
| Within one year | 47,949 | _ |
| Between one and five years | 146,956 | - |
| · | 194,905 | _ |
| Company | | |
| 1 0 | Hire purchase | contracts |
| | 2018 | 2017 |
| | £ | £ |
| Net obligations repayable: | | |
| Within one year | 47,949 | _ |
| Between one and five years | 146,956 | - |

19. **SECURED DEBTS**

The following secured debts are included within creditors:

| | Group | | Company | |
|--------------------------|-----------|-----------|-----------|-----------|
| | 2018 | 2017 | 2018 | 2017 |
| | £ | £ | £ | £ |
| Loan creditor | 1,014,464 | 1,043,557 | 1,014,464 | 1,043,557 |
| Hire purchase contracts | 194,905 | - | 194,905 | - |
| Invoice discounting loan | 1,168,467 | 1,145,720 | 1,168,467 | 1,145,720 |
| | 2,377,836 | 2,189,277 | 2,377,836 | 2,189,277 |

20. PROVISIONS FOR LIABILITIES

| | Gr | oup | Comp | oany |
|--------------------------------|--------|--------|--------|---------------|
| | 2018 | 2017 | 2018 | 2017 |
| Deferred tax | £ | £ | £ | £ |
| Accelerated capital allowances | 60,204 | 30,462 | 60,204 | <u>30,462</u> |

Group

| · | Deferred |
|--|----------|
| | tax |
| | £ |
| Balance at 1 April 2017 | 30,462 |
| Charge to Income Statement during year | 29,742 |
| Balance at 31 March 2018 | 60,204 |

194,905

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

20. PROVISIONS FOR LIABILITIES - continued

| | Company | | | | |
|-----|-----------------|---------------------------|----------|-------------|-------------------------|
| | | | | | Deferred |
| | | | | | tax |
| | D.1 4.1.4 | 12017 | | | £ |
| | Balance at 1 A | | | | 30,462 |
| | Balance at 31 | ome Statement during year | | | $\frac{29,742}{60,204}$ |
| | Datance at 51 | March 2018 | | | 00,204 |
| 21. | CALLED UP | SHARE CAPITAL | | | |
| | Allotted, issue | ed and fully paid: | | | |
| | Number: | Class: | Nominal | 2018 | 2017 |
| | | | value: | £ | £ |
| | 90,000 | Ordinary | £1 | 90,000 | 90,000 |
| | 100 | Ordinary 'A' | £1 | 100 | 100 |
| | 100 | Ordinary 'B' | £1 | 100 | 100 |
| | 100 | Ordinary 'C' | £1 | <u> 100</u> | 100 |
| | | | | 90,300 | 90,300 |
| 22. | RESERVES | | | | |
| | Group | | | | |
| | | | | Capital | |
| | | | Retained | redemption | |
| | | | earnings | reserve | Totals |
| | | | £ | £ | £ |
| | At 1 April 20 | 17 | 837,661 | 185,000 | 1,022,661 |
| | | | i | • | |

Company

Dividends

Profit for the year

At 31 March 2018

| • | Retained earnings £ | Capital redemption reserve £ | Totals £ |
|---------------------|---------------------------|---------------------------------------|-------------|
| At 1 April 2017 | 940,565 | 185,000 | 1,125,565 |
| Profit for the year | 178,038 | | 178,038 |
| Dividends | (144,000) | | (144,000) |
| At 31 March 2018 | 974,603 | 185,000 | 1,159,603 |

175,098

(144,000)

868,759

185,000

175,098

(144,000)

1,053,759

23. ULTIMATE CONTROLLING PARTY

The group and company are under the ultimate control of Mr D Nott.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.