

Financial Statements Pantherella Limited

For the year ended 30 June 2012



Registered number: 04136274

Company Information

Directors	N P T Hall Mrs K F Hall
Company secretary	Mrs K F Hall
Company number	04136274
Registered office	57 Coventry Road Hinckley Leicestershire LE10 OJX
Auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor Regent House 80 Regent Road Leicester LE1 7NH
Bankers	Barclays Bank Plc Barclays House Dominus Way Meridian Business Park Leicester LE19 1RP

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Directors' report

For the year ended 30 June 2012

The directors present their report and the financial statements for the year ended 30 June 2012

Principal activities

The company is principally engaged in the manufacture and distribution of hosiery

Business review

The directors are pleased with the result for the year - turnover has grown by 9%, with increases in all of our geographical markets, and underlying profit performance also shows a marked improvement over the previous year

Results

The loss for the year, after taxation, amounted to £43,900 (2011 - £148,560)

Directors

The directors who served during the year were

N P T Hall
Mrs K F Hall

Directors' responsibilities statement

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and 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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Directors' report

For the year ended 30 June 2012

Provision of information to auditor

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

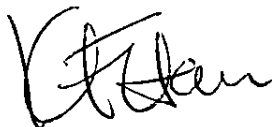
- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information

Auditor

Under section 487(2) of the Companies Act 2006, Grant Thornton UK LLP will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A on the Companies Act 2006

This report was approved by the board on 22 March 2013 and signed on its behalf



Mrs K F Hall
Director



Independent auditor's report to the members of Pantherella Limited

We have audited the financial statements of Pantherella Limited for the year ended 30 June 2012, which comprise 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 directors and auditor

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 and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (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 Auditing Practices Board's website at www.frc.org.uk/apb/scope/private.cfm.

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 June 2012 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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



Independent auditor's report to the members of Pantherella Limited

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

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

A handwritten signature in black ink, appearing to read "Grant Thornton UK LLP".

Christopher Frostwick (Senior statutory auditor)
for and on behalf of
Grant Thornton UK LLP
Chartered Accountants
Statutory Auditor
East Midlands

22 March 2013

Profit and loss account

For the year ended 30 June 2012

	Note	2012 £	2011 £
Turnover	2	4,482,323	4,106,172
Cost of sales		<u>(2,574,319)</u>	<u>(2,310,118)</u>
Gross profit		1,908,004	1,796,054
Administrative expenses		<u>(1,924,416)</u>	<u>(1,935,263)</u>
Operating loss	3	(16,412)	(139,209)
Interest receivable and similar income	6	7,717	7,349
Interest payable and similar charges	7	<u>(35,205)</u>	<u>(24,900)</u>
Loss on ordinary activities before taxation		(43,900)	(156,760)
Tax on loss on ordinary activities	8	<u>-</u>	<u>8,200</u>
Loss for the financial year		<u>(43,900)</u>	<u>(148,560)</u>

All amounts relate to continuing operations

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

The notes on pages 7 to 15 form part of these financial statements

Balance sheet

As at 30 June 2012

	Note	£	2012 £	£	2011 £
Fixed assets					
Tangible assets	9		419,997		427,436
Investments	10		135,811		135,811
			<u>555,808</u>		<u>563,247</u>
Current assets					
Stocks	11	1,209,203		1,482,298	
Debtors	12	880,886		847,899	
Cash at bank and in hand		307,394		65,178	
			<u>2,397,483</u>	<u>2,395,375</u>	
Creditors amounts falling due within one year	13	(402,782)		(529,213)	
Net current assets			<u>1,994,701</u>		<u>1,866,162</u>
Total assets less current liabilities			<u>2,550,509</u>		<u>2,429,409</u>
Creditors amounts falling due after more than one year	14		(1,605,574)		(1,440,574)
Net assets			<u><u>944,935</u></u>		<u><u>988,835</u></u>
Capital and reserves					
Called up share capital	16		100,000		100,000
Share premium account	17		1,177,261		1,177,261
Profit and loss account	17		(332,326)		(288,426)
Shareholders' funds	18		<u><u>944,935</u></u>		<u><u>988,835</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 22 March 2013.


N P T Hall
 Director

The notes on pages 7 to 15 form part of these financial statements

Notes to the financial statements

For the year ended 30 June 2012

1. Accounting policies

1.1 Basis of preparation of financial statements

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

1.2 Consolidation

The company was, at the end of the year, a wholly-owned subsidiary of another company incorporated in the EEA and in accordance with Section 400 of the Companies Act 2006, is not required to produce, and has not published, consolidated accounts

1.3 Cash flow statement

The company has not produced a cash flow statement on the basis that its results are included in the consolidated accounts of H J Hall Limited

1.4 Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year for goods supplied, exclusive of Value Added Tax

1.5 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases

Plant & machinery	-	25% reducing balance basis
Motor vehicles	-	25% reducing balance basis
Fixtures & fittings	-	25% reducing balance basis

1.6 Investments

Investments held as fixed assets are shown at cost less amounts written off

1.7 Operating leases

Rentals under operating leases are charged to the Profit and loss account on a straight line basis over the lease term

1.8 Stocks and work in progress

Stocks and work in progress are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads

Notes to the financial statements

For the year ended 30 June 2012

1. Accounting policies (continued)

1.9 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

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

1.10 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction

Exchange gains and losses are recognised in the Profit and loss account

1.11 Pensions

Defined contribution scheme

The pension costs charged against operating profits are the contributions payable to the scheme in respect of the accounting period

2. Turnover

The whole of the turnover is attributable to the business's one activity

A geographical analysis of turnover is as follows

	2012 £	2011 £
United Kingdom	2,020,802	1,762,598
Rest of European Union	478,866	453,441
Rest of world	1,982,655	1,890,133
	<u>4,482,323</u>	<u>4,106,172</u>

Notes to the financial statements

For the year ended 30 June 2012

3. Operating loss

The operating loss is stated after charging/(crediting)

	2012 £	2011 £
Depreciation of tangible fixed assets		
- owned by the company	113,569	80,300
Auditor's remuneration	8,250	8,000
Operating lease rentals		
- other operating leases	73,684	72,182
Difference on foreign exchange	(45,364)	9,991
Loss on sale of tangible assets	8,963	1,839
	<u>113,569</u>	<u>80,300</u>

4. Limited Liability Agreement

The company has entered into a liability limitation agreement with Grant Thornton UK LLP, the statutory auditor, in respect of the statutory audit for the year ended 30 June 2012. The proportionate liability agreement follows the standard terms in Appendix B to the Financial Reporting Council's June 2008 Guidance on Auditor Liability Agreements, and was approved by the shareholders on 24 September 2012.

5. Staff costs

Staff costs were as follows

	2012 £	2011 £
Wages and salaries	1,749,625	1,698,416
Social security costs	136,627	146,890
Other pension costs	35,989	34,051
	<u>1,922,241</u>	<u>1,879,357</u>

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

	2012 No.	2011 No.
Employees	<u>101</u>	<u>102</u>

There were no directors' emoluments in the year (2011 - £nil)

Notes to the financial statements

For the year ended 30 June 2012

6. Interest receivable

	2012	2011
	£	£
Interest receivable from group companies	7,236	7,243
Bank interest receivable	481	106
	<u>7,717</u>	<u>7,349</u>

7. Interest payable

	2012	2011
	£	£
On loans from group undertakings	<u>35,205</u>	<u>24,900</u>

8. Taxation

	2012	2011
	£	£
Analysis of tax (credit)/charge in the year		
Deferred tax (see note 15)		
Origination and reversal of timing differences	-	(8,200)
Tax on (loss)/profit on ordinary activities	<u>-</u>	<u>(8,200)</u>

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2011 - higher than) the standard rate of corporation tax in the UK of 25.5% (2011 - 27.5%). The differences are explained below

	2012	2011
	£	£
Loss on ordinary activities before tax	<u>(43,900)</u>	<u>(156,760)</u>
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 25.5% (2011 - 27.5%)	(11,195)	(43,109)
Effects of:		
Expenses not deductible for tax purposes	37	925
Difference between capital allowances and depreciation	5,251	(24,552)
Other timing differences leading to a increase in taxation	1,891	-
Unrelieved tax losses carried forward	4,016	66,736
Current tax charge for the year (see note above)	<u>-</u>	<u>-</u>

Notes to the financial statements

For the year ended 30 June 2012

8. Taxation (continued)**Factors that may affect future tax charges**

At 30 June 2012 the company had unrelieved tax losses, not adjusted through the deferred tax account, amounting to £158,000 (2011 - £126,000) available for relief against future taxable trading profits

9. Tangible fixed assets

	Plant & machinery £	Motor vehicles £	Fixtures & fittings £	Total £
Cost				
At 1 July 2011	1,093,453	51,389	99,789	1,244,631
Additions	-	25,000	98,517	123,517
Transfers intra group	28,694	-	-	28,694
Disposals	-	(21,999)	(7,000)	(28,999)
At 30 June 2012	1,122,147	54,390	191,306	1,367,843
Depreciation				
At 1 July 2011	721,004	24,550	71,641	817,195
Charge for the year	93,208	8,036	12,325	113,569
Transfers intra group	27,918	-	-	27,918
On disposals	-	(10,398)	(438)	(10,836)
At 30 June 2012	842,130	22,188	83,528	947,846
Net book value				
At 30 June 2012	280,017	32,202	107,778	419,997
At 30 June 2011	372,449	26,839	28,148	427,436

10. Fixed asset investments

	Investments in subsidiary companies £	Loans to subsidiaries £	Total £
Cost			
At 1 July 2011 and 30 June 2012	10,811	125,000	135,811
Net book value			
At 30 June 2012	10,811	125,000	135,811
At 30 June 2011	10,811	125,000	135,811

Notes to the financial statements

For the year ended 30 June 2012

10. Fixed asset investments (continued)

Subsidiary undertakings

The following is a subsidiary undertaking of the company

Name	Nature of business	Holding
Pantherella USA Incorporated	Distribution of hosiery	100%

Pantherella USA Incorporated is registered in the United States of America

Group accounts have not been prepared as the ultimate parent undertaking of Pantherella Limited is H J Hall Limited, incorporated in the United Kingdom, which prepares consolidated financial statements

11. Stocks

	2012	2011
	£	£
Raw materials	312,610	426,376
Work in progress	309,692	436,649
Finished goods	586,901	619,273
	<u>1,209,203</u>	<u>1,482,298</u>

12. Debtors

	2012	2011
	£	£
Due after more than one year		
Amounts owed by group undertakings	181,090	181,090
Due within one year		
Trade debtors	355,401	330,771
Amounts owed by group undertakings	227,629	211,699
Other debtors	-	9,894
Prepayments and accrued income	116,766	114,445
	<u>880,886</u>	<u>847,899</u>

Notes to the financial statements

For the year ended 30 June 2012

13. Creditors:

Amounts falling due within one year

	2012	2011
	£	£
Trade creditors	228,785	318,093
Amounts owed to group undertakings	638	709
Social security and other taxes	40,759	58,778
Accruals and deferred income	132,600	151,633
	<u>402,782</u>	<u>529,213</u>

14. Creditors:

Amounts falling due after more than one year

	2012	2011
	£	£
Amounts owed to group undertakings	<u>1,605,574</u>	<u>1,440,574</u>

15. Deferred taxation

	2012	2011
	£	£
At beginning of year	-	8,200
Released during year	-	(8,200)
	<u>-</u>	<u>-</u>
At end of year	<u>-</u>	<u>-</u>

The provision for deferred taxation is made up as follows

	2012	2011
	£	£
Excess of taxation allowances over depreciation on fixed assets	27,100	34,700
Other timing differences	(2,300)	(600)
Tax losses available	(24,800)	(34,100)
	<u>-</u>	<u>-</u>

Notes to the financial statements

For the year ended 30 June 2012

16. Share capital

	2012 £	2011 £
Allotted, called up and fully paid		
100,000 Ordinary shares of £1 each	100,000	100,000

17. Reserves

	Share premium account £	Profit and loss account £
At 1 July 2011	1,177,261	(288,426)
Loss for the year	-	(43,900)
At 30 June 2012	1,177,261	(332,326)

18. Reconciliation of movement in shareholders' funds

	2012 £	2011 £
Opening shareholders' funds	988,835	1,137,395
Loss for the year	(43,900)	(148,560)
Closing shareholders' funds	944,935	988,835

19. Contingent liabilities

The company has given an unlimited cross-guarantee to Barclays Bank PLC in respect of the bank borrowings of H J Sock Group Limited, the parent undertaking. At 30 June 2012 the liability under this guarantee was £nil (2011 - £nil)

20. Capital commitments

At 30 June 2012 the company had capital commitments as follows

	2012 £	2011 £
Contracted for but not provided in these financial statements	97,554	-

21. Pension commitments

Defined contribution scheme

The company operates a defined contribution pension scheme for the benefit of certain employees. The

Notes to the financial statements

For the year ended 30 June 2012

21. Pension commitments (continued)

assets of the scheme are administered by trustees in funds independent from those of the company

The pension cost charge for the year amounted to £35,989 (2011 - £34,501) Contributions outstanding at 30 June 2012 amounted to £6,905 (2011 - £488)

22. Operating lease commitments

At 30 June 2012 the company had annual commitments under non-cancellable operating leases as follows

	Land and buildings	
	2012	2011
	£	£
Expiry date.		
Within 1 -2 years	8,920	11,893
After more than 5 years	65,000	65,000

23. Related party transactions

The company was charged rent of £65,000 (2011 - £65,000) by Hallmark Properties (Leic) Limited, a company with the same directors as Pantherella Limited At 30 June 2012 there was an amount of £16,250 due to Hallmark Properties (Leic) Limited

As a wholly owned subsidiary of H J Sock Group Limited the company is exempt from the requirements of FRS 8 to disclose transactions with other members of the group headed by H J Hall Limited

24. Ultimate parent undertaking and controlling party

The ultimate parent undertaking of this group is H J Hall Limited The company is included in consolidated financial statements of that group

H J Sock Group Limited is the company's controlling related party under the definitions set out in FRS 8 by virtue of its shareholding in the company The ultimate controlling related party of the company under the definitions set out in FRS 8 is N P T Hall by virtue of his shareholding in H J Hall Limited