Financial statements CT Ice Limited (formerly Cooltrader Limited)

For the 52 week period ended 30 March 2013

Company No. 4173030

Company information

Company registration number	4173030
Registered office	Second Avenue Deeside Industrial Park Deeside Flintshire CH5 2NW
Directors	M C Walker T Dhaliwal N Canning
Secretary	J K Burrell
Bankers	HSBC Bank Plc 2nd Floor 100 King Street Manchester M60 2HD
	Barclays Corporate PO BOX 3333 1 Snowhill Snow Hill Queensway Birmingham B3 2WN
Auditor	Grant Thornton UK LLP Statutory Auditor Chartered Accountants Royal Liver Building Liverpool L3 1PS

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Report of the directors

The directors present their report and the financial statements of the company for the 52 week period ended 30 March 2013

Principal activity and business review

The principal activity of the company is the operation of frozen food retail outlets On 29 September 2012, the trade and assets were sold and the company ceased to trade

On 28 September 2012 the company name was changed from Cooltrader Limited to CT Ice Limited

During the year, the company operated in a highly competitive value sector, offering major brands at prices below the major supermarkets

Results and dividends

The profit for the period amounted to £980,000 (2012 £753,000) after taxation The directors have not recommended a dividend

Financial risk management objectives and policies

The company uses various financial instruments these include loans, cash and various items, such as trade debtors and trade creditors that arise directly from its operations The main purpose of these financial instruments is to raise finance for the company's operations

The existence of these financial instruments exposes the company to a number of financial risks, which are described in more detail below

The main risks arising from the company's financial instruments are liquidity risk and credit risk The directors review and agree policies for managing these risks and they are summarised below These policies have remained unchanged from previous years

Liquidity risk

The company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably The company policy throughout the year has been to ensure continuity of funding Short-term flexibility is achieved by overdraft facilities

Credit risk

The company's principal financial asset is cash The credit risk associated with the cash is limited as the counterparties have high credit ratings assigned by international credit-rating agencies Due to the nature of the company trade debtors are not significant

Directors

The directors who served the company during the period were as follows

M C Walker
T Dhaliwal
A Errington - resigned 29 September 2012
N Canning
C Watts - resigned 29 September 2012

Report of the directors

Directors' responsibilities for the financial statements

The directors are responsible for preparing 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 laws) 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 and profit or loss of the company for that period In preparing these financial statements, the directors are required to

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

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

In so far as each of the directors is aware

- there is no relevant audit information of which the company's auditor 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 auditor is aware of that information

Disabled employees

Applications for employment by disabled persons are given full and fair consideration in accordance with their particular aptitudes and abilities

In the event of an employee becoming disabled, every effort is given to retrain them in order that their employment with the company may continue

Report of the directors

Employee involvement

The company has continued its practice of keeping employees informed of matters affecting them as employees and the financial and economic factors affecting the performance of the company

This is achieved through consultations with employees

Auditor

Grant Thornton UK LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006

ON BEHALF OF THE BOARD

T.S. Dhaliwal

T Dhaliwal
Director
6 June 2013

Grant Thornton

Independent auditor's report to the members of CT Ice Limited (formerly Cooltrader Limited)

We have audited the financial statements of CT Ice Limited (formerly Cooltrader Limited) for the 52 week period ended 30 March 2013 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 directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, 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 APB'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 March 2013 and of the company's profit for the 52 week period 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 matters prescribed by the Companies Act 2006

In our opinion the information given in the Report of the directors for the financial period for which the financial statements are prepared is consistent with the financial statements

Independent auditor's report to the members of CT Ice Limited (formerly Cooltrader Limited) (continued)

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

Carl Williams
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Liverpool
6 June 2013

Principal accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006 and applicable UK accounting standards (United Kingdom Generally Accepted Accounting Practice)

The company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare group accounts The results of the company are included in the consolidated accounts of Oswestry Topco Limited, a company incorporated in England and Wales These financial statements present information about the company as an individual undertaking and not about its group

The principal accounting policies of the company are set out below The policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its ultimate parent publishes a consolidated cash flow statement

Related party transactions

Advantage has been taken of the exemption in paragraph 3(c) of Financial Reporting Standard No 8, 'Related Party Transactions' in respect of the disclosure of transactions and balances with other wholly owned group companies

Turnover

The turnover shown in the profit and loss account represents the value of goods sold in the ordinary course of business, excluding sales incentives and value added tax Turnover is recognised at the point of sale within the stores

Goodwill

Positive purchased goodwill arising on acquisitions is capitalised, classified as an asset on the balance sheet and amortised over its estimated useful life up to a maximum of 20 years This length of time is presumed to be the maximum useful life of purchased goodwill because it is difficult to make projections beyond this period Goodwill is reviewed for impairment at the end of the first full financial year following each acquisition and subsequently as and when necessary if circumstances emerge that indicate that the carrying value may not be recoverable

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Goodwill - 20 years

Tangible fixed assets

All fixed assets are recorded at cost, net of depreciation and any provision for impairment

Principal accounting policies

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Freehold property	-	2% on straight line
Leasehold property	-	over the period of the lease
Plant and machinery	-	from 7% to 20% on straight line
Motor vehicles	-	from 14% to 20% on straight line
Equipment	-	from 14% to 33% on straight line

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items Net realisable value is the estimated selling price

Leasing and hire purchase commitments

Assets held under finance leases, which are leases where substantially all the risks and rewards of ownership of the asset have passed to the company, and hire purchase contracts, are capitalised in the balance sheet as a tangible fixed asset at the present value of the minimum lease payments and are depreciated over their useful lives The capital elements of future obligations under the leases and hire purchase contracts are included as liabilities in the balance sheet

The interest elements of the rental obligations are charged in the profit and loss account over the periods of the leases or hire purchase contracts and represent a constant proportion of the balance of capital repayments outstanding

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term

Investments

Investments are recorded at cost, less any provision for impairment

Pension costs

The company operates a defined contribution pension scheme for employees The assets of the scheme are held separately from those of the company The annual contributions payable are charged to the profit and loss account

Taxation

The charge for taxation is based on the result for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen, but not reversed at the balance sheet date, except as otherwise required by Financial Reporting Standard No. 19 Deferred tax is measured using rates of tax that have been enacted or substantially enacted by the balance sheet date

Principal accounting policies

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into

A financial liability exists where there is a contractual obligation to deliver cash or another financial asset to another entity, or to exchange financial assets or financial liabilities under potentially unfavourable conditions

Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account The carrying amount of the liability is increased by the finance cost and reduced by payments made in respect of that liability Finance costs are calculated so as to produce a constant rate of charge on the outstanding liability

An equity instrument is any contract that evidences a residual interest in the assets of the entity, after deducting all of its financial liabilities Dividends and distributions relating to equity instruments are debited directly to reserves

Profit and loss account

	Note	52 weeks ended 30 March 2013 £'000	53 weeks ended 31 March 2012 £'000
Turnover	1	**26,944**	53,763
Cost of sales		**(19,123)**	(38,514)
Gross profit		**7,821**	15,249
Other operating charges	2	**(7,236)**	(14,129)
Operating profit	3	**585**	1,120
Exceptional items	7	**2,881**	-
Interest receivable		**1**	3
Interest payable and similar charges	6	**(1)**	(3)
Profit on ordinary activities before taxation		**3,466**	1,120
Tax on profit on ordinary activities	8	**(2,486)**	(367)
Profit for the financial period	20	**980**	753

All of the activities of the company are classed as discontinued

The company has no recognised gains or losses other than the results for the period as set out above

Balance sheet

	Note	30 March 2013 £'000	31 March 2012 £'000
Fixed assets			
Intangible assets	9	-	759
Tangible assets	10	-	6,592
Investments	11	-	200
		-	7,551
Current assets			
Stocks	12	-	4,018
Debtors	13	**10,643**	1,280
Cash at bank		**51**	1,382
		10,694	6,680
Creditors: amounts falling due within one year	15	**(1,536)**	(6,895)
Net current assets /(liabilities)		**9,158**	(215)
Total assets less net current assets/(liabilities)		**9,158**	7,336
Creditors: amounts falling due after more than one year	16	**(3,907)**	(5,551)
Provisions for liabilities	14	**(2,670)**	(184)
Net assets		**2,581**	1,601
Capital and reserves			
Called up equity share capital	19	**4,600**	4,600
Profit and loss account	20	**(2,019)**	(2,999)
Shareholders' funds	21	**2,581**	1,601

These financial statements were approved and authorised for issue by the board of directors on 6 June 2013, and signed on its behalf by

T.S. Dhaliwal

T Dhaliwal
Director

Notes to the financial statements

1 Turnover

The turnover and profit before tax are attributable to one principal activity of the company All turnover arises from activities in the United Kingdom

2 Other operating charges

	52 weeks ended 30 March 2013 £'000	53 weeks ended 31 March 2012 £'000
Distribution costs	**1,164**	5,358
Administrative expenses	**6,072**	8,771
	7,236	14,129

3 Operating profit

Operating profit is stated after charging:

	52 weeks ended 30 March 2013 £'000	53 weeks ended 31 March 2012 £'000
Amortisation of goodwill	**29**	57
Depreciation of owned fixed assets	**435**	848
Depreciation of assets held under hire purchase agreements	**-**	7
Loss on disposal of fixed assets	**-**	47
Operating leases		
Land and buildings	**1,222**	2,435
Plant and machinery	**56**	99

Auditor's remuneration in both the current and preceding period was borne by another group undertaking

Notes to the financial statements

4 Directors and employees

The average number of staff employed by the company during the financial period amounted to

	52 weeks ended 30 March 2013 £'000	53 weeks ended 31 March 2012 £'000
Number of sales staff	642	577
Number of management staff	29	27
	671	604

The aggregate payroll costs of the above were

	52 weeks ended 30 March 2013 £'000	53 weeks ended 31 March 2012 £'000
Wages and salaries	5,088	5,753
Social security costs	422	388
Other pension costs	-	5
	5,510	6,146

Included within wages and salaries and social security costs are amounts totalling £1,979,000 (2012 £Nil) and £232,000 (2012 £Nil) respectively which are included within exceptional items (note 7)

5 Directors

Remuneration in respect of directors was as follows

	52 weeks ended 30 March 2013 £'000	53 weeks ended 31 March 2012 £'000
Directors' emoluments	153	418
Compensation for loss of office	1,761	-
Total emoluments receivable	1,914	418

Notes to the financial statements

5 Directors (continued)

Emoluments of highest paid director

	52 weeks ended 30 March 2013 £'000	53 weeks ended 31 March 2012 £'000
Compensation for loss of office	1,657	-
Director's emoluments	94	312
Total emoluments (excluding pension contributions)	1,751	312

6 Interest payable and similar charges

	52 weeks ended 30 March 2013 £'000	53 weeks ended 31 March 2012 £'000
Finance charges payable under hire purchase agreements	1	3

7 Exceptional items

	52 weeks ended 30 March 2013 £'000	53 weeks ended 31 March 2012 £'000
Impairment of investment	200	-
Profit on the sale of trade and assets	3,081	-

The amounts above represent the profit in relation to the sale of the trade and assets of the company during the period and subsequent impairment in its investment Details of the profit on sale of trade are given in note 25

Notes to the financial statements

8 Taxation

(a) Analysis of charge in the period

	52 weeks ended 30 March 2013 £000	53 weeks ended 31 March 2012 £000
Current tax		
Corporation tax	-	-
Deferred tax		
Origination and reversal of timing differences	2,486	367
Tax on profit on ordinary activities	2,486	367

At the period end, there were corporation tax losses of £Nil (2012 £410,691) available for relief against future trading profits

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the period is lower (2012 lower) than the standard rate of corporation tax in the UK of 24% (2012 26%)

	52 weeks ended 30 March 2013 £000	53 weeks ended 31 March 2012 £000
Profit on ordinary activities before taxation	3,466	1,120
Current tax at 24% (2012 26%)	832	291
Expenses not deductible for tax purposes	41	75
Depreciation on ineligibles	28	-
Depreciation for period in excess of capital allowances	(48)	2
Utilisation of tax losses	-	(367)
Profit on sale of ineligible fixed assets	(1,582)	-
Impairment of investments	48	-
Group relief surrendered not paid for	681	(1)
Total current tax (note 8(a))	-	-

Notes to the financial statements

9 Intangible fixed assets

	Goodwill £'000
Cost	
At beginning of the period	1,174
Disposals	(1,174)
At end of the period	-
Amortisation	
At beginning of period	415
Charge for year	29
Provided during the period	730
On disposals	(1,174)
At end of period	-
Net book value	
At 30 March 2013	-
At 31 March 2012	759

10 Tangible fixed assets

	Freehold property £000	Leasehold property £000	Plant and machinery £000	Motor vehicles £000	Equipment £000	Total £000
Cost						
At beginning of period	292	3,500	7,013	87	805	11,697
Additions	-	47	580	9	25	661
Disposals	(292)	(3,547)	(7,593)	(96)	(830)	(12,358)
At end of period	-	-	-	-	-	-
Depreciation						
At beginning of period	58	1,597	2,799	27	624	5,105
Charge for the period	3	114	280	5	34	436
On disposals	(61)	(1,711)	(3,079)	(32)	(658)	(5,541)
At end of period	-	-	-	-	-	-
Net book value						
At 30 March 2013	-	-	-	-	-	-
At 31 March 2012	234	1,903	4,214	60	181	6,592

Included within the net book value of £Nil (2012 £6,592,000) is £Nil (2012 £18,000) relating to assets held under hire purchase agreements The depreciation charged to the financial statements in the period in respect of such assets amounted to £Nil (2012 £7,000)

Notes to the financial statements

11 Investments

	Shares in Subsidiary undertakings £'000
Cost	
At beginning and end of period	1,374
Amounts written off	
At beginning of period	1,174
Provided during the period	200
At end of period	1,374
Net book value	
At 30 March 2013	-
At 31 March 2012	200

The company owns 100% of the issued ordinary share capital of Kingdom Inland Trading Limited incorporated in England and Wales

12 Stock

	30 March 2013 £'000	31 March 2012 £'000
Goods for resale	-	4,018

13 Debtors

	30 March 2013 £'000	31 March 2012 £'000
Trade debtors	35	25
VAT recoverable	22	244
Other debtors	109	119
Prepayments and accrued income	-	716
Amounts due from group undertakings	10,477	176
	10,643	1,280

Included in other debtors are rent deposits totalling £108,900 (2012 £108,900) which are secured against amounts owing to the landlords concerned

Notes to the financial statements

14 Deferred taxation

The deferred tax included in the balance sheet is as follows

	30 March 2013 £'000	31 March 2012 £'000
Deferred tax provision	2,670	184

The movement in the deferred taxation account during the period was

	30 March 2013 £'000	31 March 2012 £'000
Balance brought forward	184	(183)
Profit and loss account movement during the period	2,486	367
Balance carried forward	2,670	184

The balance of the deferred taxation account consists of the tax effect of timing differences in respect of

	30 March 2013 £'000	31 March 2012 £'000
Accelerated capital allowances	283	290
Short term timing differences	(1)	-
Capital gains	2,489	-
Tax losses carried forward	(103)	(106)
	2,668	184

15 Creditors: amounts falling due within one year

	30 March 2013 £'000	31 March 2012 £'000
Trade creditors	9	4,979
Social security and other taxes	-	112
Amounts due under hire purchase agreements	-	6
Other creditors	-	89
Amounts owed to group undertakings	-	382
Accruals and deferred income	1,527	1,327
	1,536	6,895

The amounts owed to group undertakings are unsecured

Notes to the financial statements

16 Creditors: amounts falling due after more than one year

	30 March 2013 £'000	31 March 2012 £'000
Amounts owed to group undertakings	3,907	5,537
Amounts due under hire purchase agreements	-	14
	3,907	5,551

17 Commitments under hire purchase agreements

Future commitments under hire purchase agreements net of future finance lease charges are as follows

	30 March 2013 £'000	31 March 2012 £'000
Amounts payable within 1 year	-	6
Amounts payable between 2 to 5 years	-	14
	-	20

Hire purchase liabilities are secured on the assets to which they relate

18 Leasing commitments

At 30 March 2013 the company had annual commitments under non-cancellable operating leases as set out below

	30 March 2013		31 March 2012	
	Land and buildings £'000	Other items £'000	Land and buildings £'000	Other items £'000
Operating leases which expire				
Within 1 year	-	-	325	-
Within 2 to 5 years	-	-	879	54
After more than 5 years	-	-	1,110	-
	-	-	2,314	54

Notes to the financial statements

19 Share capital

Authorised share capital

	30 March 2013 £'000	31 March 2012 £'000
4,600,000 Ordinary shares of £1 each	**4,600**	4,600

Allotted, called up and fully paid

	30 March 2013 No	30 March 2013 £'000	31 March 2012 No	31 March 2012 £'000
Ordinary shares of £1 each	**4,600,000**	**4,600**	4,600,000	4,600

20 Reserves

	Profit and loss account £'000
At beginning of period	**(2,999)**
Profit for the financial period	**980**
At end of period	**(2,019)**

21 Reconciliation of movements in shareholders' funds

	31 March 2013 £'000	31 March 2012 £'000
Profit for the financial period	**980**	753
Opening shareholders' funds	**1,601**	848
Closing shareholders' funds	**2,581**	1,601

22 Capital commitments

The company had no capital commitments at 30 March 2013 or 31 March 2012

23 Contingent liabilities

The company is party to a cross-guarantee between certain fellow group undertakings in respect of bank loans The amount outstanding at the end of the period was £781 3 million (2012 £860 million)

Notes to the financial statements

24 Ultimate parent undertaking and parent undertaking

The immediate parent undertaking of this company is CT Ice (Holdings) Limited, a company incorporated in England and Wales

The ultimate parent undertaking and ultimate controlling related party is Oswestry Topco Limited a company incorporated in England and Wales

The smallest and largest group in which these financial statements are consolidated is headed by Oswestry Topco Limited The consolidated financial statements of Oswestry Topco Limited are available to the public and may be obtained from Companies House

25 Disposal

On 29 September 2012 CT Ice Limited (formerly Cooltrader Limited) sold its trade and assets The assets and liabilities sold were

	Book value and fair value £000s
Fixed assets	6,593
Satisfied by	
Consideration	13,300
Associated costs of sale	(3,626)
	9,674
Profit on sale of trade and assets	3,081