

**Company Registration No. 04434550**

**Fashion Box UK Limited**

**Report and Financial Statements**

**For the year ended 31 December 2021**

## **Fashion Box UK Limited**

### **Report and financial statements for the year ended 2021**

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## **Fashion Box UK Limited**

### **Report and financial statements for the year ended 2021**

#### **Officers and professional advisers**

##### **Directors**

R.Moresco  
J.Tecuw  
E Volpi

##### **Registered Office**

47-48 Berners Street  
London  
United Kingdom  
W1T 3NF

##### **Bankers**

HSBC Bank Plc  
13 Chapel Street  
Stratford-Upon-Avon  
Warwickshire  
CV37 6ET

UniCredit Bank AG  
Moor House  
120 London Wall  
London  
EC2Y 5ET

##### **Solicitors**

Fieldfisher LLP  
Riverbank House  
2 Swan Lane  
London  
EC4 3TT

##### **Auditor**

Moore Kingston Smith LLP  
6th Floor  
9 Appold Street  
London  
EC2A 2AP

## **Fashion Box UK Limited**

### **Strategic report**

#### **For the year ended 31 December 2021**

The directors present their Strategic report and the financial statements of Fashion Box UK Limited ('the company') for the year ended 31 December 2021.

#### **Principal activity and review of business and key performance indicators**

The company was incorporated on 9 May 2002 and is a wholly owned subsidiary of Fashion Box S.p.A.

During the year, the principal activity of the company was the distribution of key Fashion Box S.p.A. brands within the UK and Ireland.

As shown in the company's Statement of comprehensive income on page 8, sales decreased by 4.7% over the prior year and the operating loss to £875,502. This performance is due to the impact Covid-19 had on the business, reduction of support from parent company and closure of points of sale. The directors consider the year-end financial position to be satisfactory and that the company is well placed to recover the loss and develop its activities in the foreseeable future.

The balance sheet on page 9 of the financial statements shows that at the end of the year the company had a net liabilities position.

The performance of Fashion Box S.p.A., which includes this company, is discussed in the group's annual report, which does not form part of these financial statements.

#### **Future Developments**

Wholesale orders are expected to show a substantial increase in comparison to previous seasons, which will have a positive impact on the 2022 sales. We also expect continuation of the strong recovery in our retail operations which started in the last quarter of 2021.

#### **Financial risk management**

The directors consider that they have the policies in place to ensure all potential financial risks are managed effectively. The company has receivable balances from third party customers and group companies. The directors considers that any credit risk the company is exposed to is mitigated as the majority of debtors are insured and there is no reliance on an individual customer.

The directors' have reviewed the potential financial risks and believe no further action is required.

#### **Liquidity risk**

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the company uses a short-term debt finance with Group entities.

Approved and signed on behalf of the Board by:

E. Volpi  
Director

2022

**Fashion Box UK Limited**  
**Company Registration No. 04434550**

**Directors' report**

**For the year ended 31 December 2021**

The directors present the annual report and the audited financial statements of Fashion Box UK Limited for the year ended 31 December 2021.

**Results and dividends**

The company made a loss after tax of £875k (2021: £476k). The directors do not recommend the payment of a dividend (2020: £nil).

**Directors**

The directors who served during the year are as follows:

R.Moresco  
J.Teeuw  
E.Volpi

**Future Developments**

The future developments of the company is detailed within the Strategic report on Page 2.

**Going concern**

As set out in note 1 to these financial statements the directors are satisfied that, given the support available from the parent company, the going concern assumption is the appropriate basis for the preparation of the financial statements.

The Covid-19 pandemic has impacted the company as non-essential retail shops were closed during the first quarter of 2021. The company utilised government support via the Coronavirus Job Retention Scheme (CJRS). The group has continued to support the company throughout the period and since year end and will continue to do so as required to ensure the company meets its liabilities as they fall due.

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

Further details regarding the adoption of the going concern basis can be found in the Statement of accounting policies in the financial statements.

## **Fashion Box UK Limited**

### **Directors' report (continued)**

**For the year ended 31 December 2020**

#### **Auditor**

The directors at the date of approval of this report confirm that:

- \* as far as the directors are aware, there is no relevant audit information of which the company's auditor is unaware; and
- \* the directors have taken all the steps that they ought to have taken as directors in order to make them aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Moore Kingston Smith LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved and signed on behalf of the Board by:

E. Volpi  
Director

02 July 2022

## **Fashion Box UK Limited**

### **Statement of directors' responsibilities**

The directors are responsible for preparing the Annual 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland. Under company law the director 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 accounting estimates that are reasonable and prudent; and
- \* prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and to 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.

## **Independent auditor's report to the members of Fashion Box UK Limited**

### **Opinion**

We have audited the financial statements of Fashion Box UK Limited (the 'company') for the year ended 31 December 2021 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 13, 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 FRS 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 company's affairs as at 31 December 2021 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.

### **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 Auditor's responsibilities for the audit of the financial statements section of our report below. We are independent of the company 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**

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

### **Other information**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, 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 we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

### **Opinions 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 directors' report and the strategic report for the financial year for which the financial statements are prepared is consistent with the financial statements; and

the directors' report and the strategic report have been prepared in accordance with applicable legal requirements.

### **Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement set out on page 5, 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 is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

### **Auditor's responsibilities for the audit of the financial statements**

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

### **Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud**

The objectives of our audit in respect of fraud, are; to identify and assess the risks of material misstatement of the financial statements due to fraud; to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud, through designing and implementing appropriate responses to those assessed risks; and to respond appropriately to instances of fraud or suspected fraud identified during the audit. However, the primary responsibility for the prevention and detection of fraud rests with both management and those charged with governance of the company.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory requirements applicable to the company and considered that the most significant are the Companies Act 2006, UK financial reporting standards as issued by the Financial Reporting Council, and UK taxation legislation.

- We obtained an understanding of how the company complies with these requirements by discussions with management and those charged with governance.

We assessed the risk of material misstatement of the financial statements, including the risk of material misstatement due to fraud and how it might occur, by holding discussions with management and those charged with governance.

We inquired of management and those charged with governance as to any known instances of non-compliance or suspected non-compliance with laws and regulations.

Based on this understanding, we designed specific appropriate audit procedures to identify instances of non-compliance with laws and regulations. This included making enquiries of management and those charged with governance and obtaining additional corroborative evidence as required.

As part of an audit in accordance with ISAs (UK) we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the company's internal control.

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

#### **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 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.

Guy Richardson (Senior Statutory Auditor)  
for and on behalf of Moore Kingston Smith LLP, Statutory Auditor

12 August 2022

9 Appold Street  
London  
EC2A 2AP

## Fashion Box UK Limited

### Statement of comprehensive income Year ended 31 December 2021

	Notes	2021 £'000	2020 £'000
<b>Turnover</b>	1, 2	10,188	10,696
Cost of sales		(8,252)	(8,468)
<b>Gross profit</b>		1,936	2,228
Other operating expenses		(2,933)	(2,880)
Other operating income		122	176
Exceptional income	3	-	640
<b>Operating (loss)/profit</b>		(875)	(476)
<b>(Loss)/profit on ordinary activities before taxation</b>	4	(875)	(476)
Tax on (loss)/profit on ordinary activities	6	-	-
<b>(Loss)/profit and total comprehensive expense for the financial year</b>		(875)	(476)
<b>Total comprehensive (loss)/profit attributable to equity shareholders of the company</b>		(875)	(476)

All transactions are derived from continuing operations. There are no recognised gains or losses other than as shown above. Accordingly, no statement of other comprehensive income is presented.

## Fashion Box UK Limited

### Balance sheet As at 31 December 2021

	Notes	2021 £'000	2020 £'000
<b>Fixed assets</b>			
Tangible assets	6	79	97
		79	97
<b>Current assets</b>			
Stock	7	1,953	1,280
Debtors	8	4,195	3,738
Cash at bank and in hand		2,133	2,907
		<hr/>	<hr/>
		8,281	7,925
<b>Creditors: amounts falling due within one year</b>	9	(15,133)	(13,919)
<b>Net current liabilities</b>		(6,852)	(5,994)
<b>Total assets less current liabilities</b>		(6,773)	(5,897)
<b>Net liabilities</b>		(6,773)	(5,897)
<b>Capital and reserves</b>			
Share capital	10	950	950
Capital contribution		6,300	6,300
Profit and loss account		(14,023)	(13,147)
<b>Shareholder's deficit</b>		(6,773)	(5,897)

The financial statements of Fashion Box UK Limited, registered number 04434550 were approved and signed on behalf of the Board 22 July 2022

E Volpi  
Director

## **Fashion Box UK Limited**

### **Statement of changes in equity As at 31 December 2021**

	<b>Called Up Share capital £'000</b>	<b>Capital Contrib. £'000</b>	<b>Profit and loss account £'000</b>	<b>Total £'000</b>
<b>At 1 January 2020</b>	950	6,300	(12,671)	(5,421)
Loss for the financial period 2020	-	-	(476)	(476)
<b>At 31 December 2020</b>	950	6,300	(13,147)	(5,897)
<b>At 1 January 2021</b>	950	6,300	(13,147)	(5,897)
Loss for the financial period 2021	-	-	(875)	(875)
<b>At 31 December 2021</b>	950	6,300	(14,023)	(6,773)

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## **Fashion Box UK Limited**

### **Notes to the financial statements** **Year ended 31 December 2021**

#### **1. Accounting policies**

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and to the preceding year.

##### **General information and basis of accounting**

Fashion Box UK Limited is a company incorporated in England and Wales under the Companies Act 2006. The address of the registered office is given on page 1. The nature of the company's operations and its principal activities are set out in the directors' report on page 3.

The financial statements have been prepared in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates. Monetary amounts in these financial statements are rounded to the nearest £1,000.

Fashion Box UK Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements, which are presented alongside the consolidated financial statements of Fashion Box S.p.A. Details of the parent entity are given in note 13 to the financial statements. Exemptions have been taken in relation to presentation of a cash flow statement, the financial instruments disclosure, intra-group transactions and remuneration of key management personnel.

##### **Going concern**

After making enquiries and taking into consideration the profitability and financial position of the company, the directors have prepared the financial statements on a going concern basis. The Covid-19 pandemic has impacted the company through the closure of non-essential retail stores but the directors are confident in a strong recovery in 2022 in the wholesale and retail operations of the business. The directors consider that the business has access to sufficient funding from its bank combined with its ultimate parent company, Fashion Box S.p.A., to continue in operation. Fashion Box S.p.A. has provided a written commitment of financial support to provide sufficient funding to the company, to enable it to meet its liabilities as they fall due, for at least the next twelve months from the date of signing these financial statements.

##### **Turnover**

Turnover comprises the value of sales invoiced on despatch and store takings.

Turnover is stated net of VAT and trade discounts and is recognised when the significant risks and rewards are considered to have been transferred to the buyer. Turnover from the sale of goods is recognised when the goods are physically delivered to the customer.

##### **Tangible fixed assets**

Tangible fixed assets are stated at cost or valuation, net of depreciation and any provision for impairment.

Depreciation has been provided in order to write off the cost of depreciable fixed assets over their useful lives, as follows:

Showroom fixtures and fittings	20% straight-line
Plant and machinery	25% straight-line

##### **Stocks**

Stocks are stated at lower of cost and estimated selling price less cost to complete and sell. Stocks represent finished goods only. Cost is calculated using the FIFO (first-in, first-out) method. Provision is made for obsolete, slow-moving or defective items where appropriate.

## **Fashion Box UK Limited**

### **Notes to the financial statements** **Year ended 31 December 2021**

#### **Impairment of assets**

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss.

#### **1. Accounting policies (continued)**

##### **Taxation**

Current UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset, or on unremitted earnings of subsidiaries and associates where there is no commitment to remit these earnings. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: a) the company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

##### **Foreign currency**

Transactions in foreign currency are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date.

##### **Finance costs**

Finance costs of debt are recognised in the Statement of Comprehensive Income over the term of such instruments at a constant rate on the carrying amount.

##### **Leases**

Rentals under operating leases are charged to the Statement of Comprehensive Income on a straight-line basis over the lease term. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term, except where the period to the review date on which the rent is first expected to be adjusted to the prevailing market rate is shorter than the full lease term, in which case the shorter period is used.



## **Fashion Box UK Limited**

### **Notes to the financial statements** **Year ended 31 December 2021**

#### **1. Accounting policies (continued)**

##### **Financial instruments**

###### *(i) Trade debtors*

Trade debtors are amounts due from customers for goods sold in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of receivables.

###### *(ii) Trade creditors*

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

##### **Pension costs**

The company provides pensions to certain employees through a number of defined contribution pension schemes. The amounts charged to the Statement of Comprehensive Income are the contributions payable in the year.

##### **Critical accounting judgements and key sources of estimation uncertainty**

In the application of the Company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

###### ***Critical judgements in applying the Company's accounting policies***

No critical judgements have been made in the current year.

###### ***Key sources of estimation uncertainty***

##### **Bad debt provision**

The company reviews the ageing analysis of trade debtors on a regular basis. A considerable amount of judgement is required in assessing the recoverability of debtors, including credit worthiness and collection history of customers. Deterioration in the customer's financial conditions may affect the bad debt provision.

##### **Estimation of net realisable value of stock**

Stock is stated at the lower of cost and net realisable value (NRV) and judgement is required to assess the extent of stock provisions in order to reflect discounts and certain lines of stock that the company may be unable to sell in the future. The directors have used their experience in the industry as well as stock movements since the balance sheet date in order to make this judgement.

## Fashion Box UK Limited

### Notes to the financial statements Year ended 31 December 2021

#### 2. Turnover

Turnover represents amounts derived from the provision of goods and services which fall within the company's ordinary activities after deduction of trade discounts and Value Added Tax and any other tax based on the amounts so derived.

	2021 £'000	2020 £'000
<i>Principal activities</i>		
Wholesale business	7,864	8,601
Retail business	2,505	2,095
	10,188	10,696
<i>Geographical analysis</i>		
UK	10,137	10,251
Ireland	51	445
	10,188	10,696

#### 3. Exceptional income

Exceptional income in 2020 consists of an extraordinary Covid19 contribution granted by the parent company

#### 4. Loss on ordinary activities before taxation

Is stated after charging:

	2021 £'000	2020 £'000
Depreciation of fixed assets	39	74
Operating lease rentals:		
- Plant and machinery	14	9
- Land and buildings	664	975
Auditor's remuneration – fees payable to the company's auditor for the audit of the company's annual financial statements	28	19
Auditor's remuneration – non audit fees (tax compliance services)	5	4
Cost of stock recognised as an expense	8,252	8,468

## Fashion Box UK Limited

### Notes to the financial statements Year ended 31 December 2021

#### 5. Staff numbers and costs

	2021	2020
	No.	No.
<b>Average number of persons employed (including directors) was:</b>		
Stores	28	37
Wholesale distribution	5	4
Administration	2	2
Total staff	35	44
	<b>£'000</b>	<b>£'000</b>
<b>Staff costs during the year (including directors')</b>		
Aggregate salaries and wages	1,119	1,201
Social security costs	91	93
Pension costs	18	19
	1,228	1,313

The Company operates a defined contribution scheme for which the pension cost charge in the year amounted to £18,470 (2020: £18,693).

The Company received £122,175 in relation to the Coronavirus Job Retention Scheme (2020: £176,048) which has been disclosed within other operating income in accordance with UK accounting treatment.

The directors received no remuneration in respect of their services to the company in the current year (2020: £nil).

#### 6. Tax on loss on ordinary activities

	2021	2020
	£'000	£'000
<b>Current tax</b>		
United Kingdom corporation tax	-	-
Deferred tax	-	-
Total tax change per statement of comprehensive income	-	-

## Fashion Box UK Limited

### Notes to the financial statements Year ended 31 December 2021

#### 6. Tax on loss on ordinary activities (continued)

The differences between the total tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the loss before tax is as follows:

	2021 £'000	2020 £'000
Loss on ordinary activities before taxation	(875)	(476)
Tax on loss at standard UK rate of 19% (2020: 19%)	(166)	(90)
Expenses not deductible for tax purposes	8	15
Capital allowances in excess of depreciation	(48)	(51)
Utilised tax losses carried forward	206	126
Total tax charge	-	-

#### 7. Tangible fixed assets

	fixtures and fittings £'000	Plant and Machinery £'000	Total £'000
<b>Cost</b>			
At 1 January 2021	1,297	48	1,345
Additions	15	18	33
Disposals	(181)	(0)	(181)
At 31 December 2021	1,131	66	1,197
<b>Depreciation</b>			
At 1 January 2021	1,209	40	1,249
Charge for the year	34	5	39
Disposals	(169)	(0)	(169)
At 31 December 2021	1,075	45	1,118
<b>Net book value</b>			
At 31 December 2021	58	21	79
At 31 December 2020	88	9	97

## Fashion Box UK Limited

### Notes to the financial statements Year ended 31 December 2021

#### 8. Stocks

	2021 £'000	2020 £'000
Finished goods	1,953	1,280

#### 8. Debtors: amounts falling due within one year

	2021 £'000	2020 £'000
Trade debtors	3,172	1,957
Amounts owed by group undertakings	627	1,453
Other debtors	286	272
Prepayments and accrued income	110	56
	4,195	3,738

#### 9. Creditors: amounts falling due within one year

	2021 £'000	2020 £'000
Trade creditors	429	450
Amounts owed to group undertakings	13,005	12,521
Other creditors including taxation and social security	1,539	684
Accruals and deferred income	160	264
	15,133	13,919

#### 10. Called up share capital

	2021 £'000	2020 £'000
<b>Called up, allotted and fully paid:</b>		
950,000 ordinary shares of £1 each	950	950

The Company's other reserves are as follows:

The contribution reserve contains the capital contributed by the parent company.

The profit and loss reserve represents cumulative profits or losses.

## **Fashion Box UK Limited**

### **Notes to the financial statements Year ended 31 December 2021**

#### **13. Lease commitments**

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases as follows:

	<b>2021</b>	<b>2020</b>
	<b>Land and</b>	<b>Land and</b>
	<b>buildings</b>	<b>buildings</b>
	<b>£'000</b>	<b>£'000</b>
Within one year	924	788
Between two and five years	2,577	2,412
After five years	-	-
	3,501	3,200

#### **14. Related party transactions**

The company has taken advantage of the exemption as per FRS 102.33 "Related party disclosures" from disclosing related party transactions with entities owned wholly by the Group.

#### **15. Ultimate parent company**

The company's immediate parent company is Fashion Box International SA. The directors regard Equibox S.p.A, a company incorporated in Italy, as the ultimate parent company and the ultimate controlling party.

Fashion Box S.p.A. is the parent company of the largest and smallest group of which the company is a member and for which group financial statements are drawn up. Copies of the financial statements are available from its registered office at Fashion Box S.p.A Via Marcoai 1, 31010 Casella d'Asolo Treviso, Italy.

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.