

C-RETAIL LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 26 APRIL 2014

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C-RETAIL LIMITED

COMPANY INFORMATION

DIRECTORS

Julian Dunkerton
Shaun Wills
Susanne Given (appointed 22 October 2013)

REGISTERED NUMBER

07139142

REGISTERED OFFICE

Unit 60
The Runnings
Cheltenham
Gloucestershire
GL51 9NW

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Cornwall Court
19 Cornwall Street
Birmingham
B3 2DT

C-RETAIL LIMITED

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C-RETAIL LIMITED

DIRECTORS' REPORT FOR THE PERIOD ENDED 26 APRIL 2014

The directors present their report and the financial statements for the period ended 26 April 2014.

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the strategic report, 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 period. Under that law the directors have prepared 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 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.

RESULTS AND DIVIDENDS

The loss for the financial period amounted to £1,009,000 (2013: loss £1,695,000).

The directors do not propose that a dividend be paid (2013: £nil).

GOING CONCERN

The directors have received written representation from SuperGroup Plc, the ultimate parent company and controlling party of C-Retail Limited, that it will provide financial support to C-Retail Limited as necessary to enable C-Retail Limited to meet its liabilities as they fall due. This support is effective for twelve months from the date of signing the financial statements for the company for the period ended 26 April 2014.

FUTURE DEVELOPMENTS

The external commercial environment is expected to remain competitive in 2014/15 as the retail market remains challenging and the group continues to invest in its Internet offering. However, the directors remain confident that the company will maintain the current level of performance in the future and see the potential for a year of growth for the business.

C-RETAIL LIMITED

DIRECTORS' REPORT FOR THE PERIOD ENDED 26 APRIL 2014

FINANCIAL RISK MANAGEMENT

The company's activities expose it to a variety of financial risks including: market risk (including foreign currency risk, fixed interest rate risk and cash flow interest rate risk), credit risk and liquidity risk. From the perspective of the company, the financial risk management is managed at a group level within SuperGroup Plc and not managed separately. Accordingly, the financial risk management policies of SuperGroup Plc, which includes those financial risks of the company, are disclosed on pages 128 to 132 of the group's annual report.

DIRECTORS

The directors of the company who were in office during the period and up to the date of signing the financial statements were:

Julian Dunkerton
Shaun Wills
Susanne Given (appointed 22 October 2013)

DIRECTORS' INDEMNITIES

As permitted by the Articles of Association, the directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the financial period and is currently in force. The company also purchased and maintained throughout the period, directors' and officers' liability insurance in respect of itself and its directors.

EMPLOYEE PRACTICES

The company operates within the employee practices of SuperGroup Plc, which are managed at a group level and not managed separately. Accordingly, the employee practices of SuperGroup Plc, which includes those of the company, are disclosed on pages 27 to 28 of the group's annual report which does not form part of this report.

PROVISION OF INFORMATION TO AUDITORS

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 auditors are 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 auditors in connection with preparing their report and to establish that the company's auditors are aware of that information.

INDEPENDENT AUDITORS

The auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on

27th November 2014

and signed on its behalf.


Shaun Wills
Director

C-RETAIL LIMITED

STRATEGIC REPORT FOR THE PERIOD ENDED 26 APRIL 2014

INTRODUCTION

The directors present their strategic report for C-Retail Limited for the period ended 26 April 2014.

BUSINESS REVIEW

C-Retail Limited (the "company") operates a number of Superdry stores in the UK which sells own brand clothing, footwear and accessories. It operates as part of the retail segment of its parent entity, SuperGroup Plc. The company has a growing number of Superdry branded retail outlets in the UK.

The results for the company show a profit on ordinary activities before taxation of £1,260,000 (2013: £590,000) for the period after including the exceptional items of £3,329,000 (2013: £494,000) and intercompany royalties of £14,804,000 (2013: £13,246,000). Turnover for the period was £194,543,000 (2013: £170,667,000) which was driven by the continued popularity of the Superdry brand and product offering.

This period has seen further significant investment with £14,428,000 (2013: £10,742,000) invested into tangible fixed assets, with the majority of the investment being in new stores, which opened during the period or shortly after the period end.

PRINCIPAL RISKS AND UNCERTAINTIES

From the perspective of the company, the principal risks and uncertainties are integrated with the principal risks of the group and are not managed separately. Accordingly, the principal risks and uncertainties of SuperGroup Plc, which include those of the company, are disclosed on pages 32 to 35 of the group's annual report which does not form part of this report.

FINANCIAL KEY PERFORMANCE INDICATORS

The directors of SuperGroup Plc manage the group's operations on a segmental basis. For this reason, the company's directors believe that analysis using key performance indicators for the company is not necessary or appropriate for an understanding of the development, performance or position of the business of C-Retail Limited. The development, performance and position of the retail segment of SuperGroup Plc, which includes the company, is discussed on pages 20 to 26 of the group's annual report which does not form part of this report.

This report was approved by the board on *27th November 2014* and signed on its behalf.



Shaun Wills
Director

C-RETAIL LIMITED

Independent auditors' report to the members of C-Retail Limited

Report on the financial statements

Our opinion

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the company's affairs as at 26 April 2014 and of its loss for the 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.

This opinion is to be read in the context of what we say in the remainder of this report.

What we have audited

The financial statements, which are prepared by C-Retail Limited, comprise:

- the profit and loss account for the period ended 26 April 2014;
- the balance sheet as at 26 April 2014; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

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).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

What an audit of financial statements involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Annual Report and Financial Statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

C-RETAIL LIMITED

Independent auditors' report to the members of C-Retail Limited

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

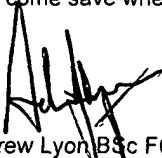
Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Directors' Responsibilities Statement set out on page 1, 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 ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.



Andrew Lyon BSc FCA (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Birmingham

4 December 2014

C-RETAIL LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE PERIOD ENDED 26 APRIL 2014**

	Note	Period ended 26 April 2014 £000	Year ended 28 April 2013 £000
TURNOVER	1, 2	194,543	170,667
Cost of sales		(63,987)	(59,052)
GROSS PROFIT		130,556	111,615
Administrative expenses - excluding exceptional items		(126,123)	(111,107)
Administrative expenses - exceptional items	3	(3,329)	(494)
Total administrative expenses		(129,452)	(111,601)
Other operating income		52	540
OPERATING PROFIT	3	1,156	554
Interest receivable and similar income		133	78
Interest payable and similar charges	5	(29)	(42)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		1,260	590
Tax on profit on ordinary activities	6	(2,269)	(2,285)
LOSS FOR THE FINANCIAL PERIOD	18	(1,009)	(1,695)

All amounts relate to continuing operations.

There were no recognised gains and losses for 2014 or 2013 other than those included in the profit and loss account and so no statement of total recognised gains and losses has been presented.

There are no material differences between the profit on ordinary activities before taxation and the loss for the financial periods stated above and their historical cost equivalents.

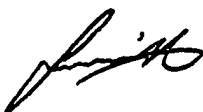
The notes on pages 8 to 19 form part of these financial statements.

C-RETAIL LIMITED
REGISTERED NUMBER: 07139142

BALANCE SHEET
AS AT 26 APRIL 2014

	Note	£000	26 April 2014 £000	£000	28 April 2013 £000
FIXED ASSETS					
Intangible assets	7		46,917		50,611
Tangible assets	8		48,853		49,365
			<u>95,770</u>		<u>99,976</u>
CURRENT ASSETS					
Stocks	9	49,451		48,322	
Debtors	10	24,000		18,579	
Cash at bank and in hand		14,952		11,227	
		<u>88,403</u>		<u>78,128</u>	
CREDITORS: amounts falling due within one year	11	(106,704)		(95,156)	
NET CURRENT LIABILITIES			<u>(18,301)</u>		<u>(17,028)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>77,469</u>		<u>82,948</u>
CREDITORS: amounts falling due after more than one year	12		(8,701)		(13,205)
PROVISIONS FOR LIABILITIES					
Deferred tax	13	(494)		(598)	
Other provisions	14	(1,042)		(904)	
			<u>(1,536)</u>		<u>(1,502)</u>
NET ASSETS			<u>67,232</u>		<u>68,241</u>
CAPITAL AND RESERVES					
Called up share capital	17		-		-
Profit and loss account	18		67,232		68,241
TOTAL SHAREHOLDERS' FUNDS	19		<u>67,232</u>		<u>68,241</u>

The financial statements on pages 6 to 18 were approved by the Board of Directors on *27th November 2014* and signed on its behalf by



Shaun Wills
Director

The notes on pages 8 to 19 form part of these financial statements.

C-RETAIL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 26 APRIL 2014

1. ACCOUNTING POLICIES

A summary of the company's principal accounting policies, which have been consistently applied, is set out below:

1.1 Basis of preparation of financial statements

The financial statements have been prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting and financial reporting standards in the United Kingdom.

The current period is for the 51 weeks and 6 days ended 26 April 2014 ('2014'). The prior period is for the 52 weeks ended 28 April 2013 ('2013').

1.2 Going Concern

The directors have received written representation from SuperGroup Plc, the ultimate parent company and controlling party of C-Retail Limited, that it will provide financial support to C-Retail Limited as necessary to enable C-Retail Limited to meet its liabilities as they fall due. This support is effective for twelve months from the date of signing the financial statements for the company for the period ended 26 April 2014.

1.3 Cash flow

The company is a wholly-owned subsidiary of SuperGroup Plc and is included in the consolidated financial statements, which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS1 (revised 1996).

1.4 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the period, exclusive of Value Added Tax and trade discounts.

Revenue from the provision of sale of goods is recognised at the point of sale of a product to the customer. Store sales are settled in cash or by credit or payment card. It is company policy to sell its products to the customer with a right to exchange within 28 days.

C-RETAIL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 26 APRIL 2014

1. ACCOUNTING POLICIES (continued)

1.5 Intangible fixed assets and amortisation

Intangible assets acquired separately from a business are recognised initially at cost. An intangible asset acquired as part of a business combination is recognised outside goodwill if the asset is identifiable and is controlled by the entity through custody of legal rights and its fair value can be measured reliably. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and impairment losses. Intangible assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. When it is determined that the carrying value exceeds the recoverable amount, the excess is written off to the profit and loss account. Intangible assets with a finite life have no residual value and are amortised on a straight line basis over their expected useful lives as follows:

Lease premiums	-	over the life of the lease on a straight line basis
Brands	-	10 years
Goodwill	-	20 years

Brands comprise the fair value of identifiable brands included within the acquired trade and assets. Goodwill represents the excess of the costs of an acquisition over the fair value of the company's share of the net identifiable assets acquired at the date of acquisition. Lease premiums comprise the amount paid to the previous tenant to acquire the lease.

1.6 Tangible fixed assets and depreciation

Tangible fixed assets are stated at historical cost less accumulated depreciation and reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Cost includes the original purchase price and the costs attributable to bringing the asset into its working condition but excludes interest.

Depreciation is provided at rates calculated to write down the cost of the assets, less their estimated residual values, over their remaining useful economic lives as follows:

Leasehold improvements	-	5-7 years straight line
Furniture, fixtures and fittings	-	5-7 years straight line
Computer equipment	-	3-5 years straight line
Motor vehicles	-	25% reducing balance

1.7 Stocks

Stocks are valued at the lower of cost or net realisable value. Cost comprises costs associated with the purchase and bringing of stocks to their current location and condition and is based on the weighted average principle. Provisions are made for obsolescence, mark-downs and shrinkage.

C-RETAIL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 26 APRIL 2014

1. ACCOUNTING POLICIES (continued)

1.8 Operating leases

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged to the profit and loss account on a straight line basis over the lease term.

Lease incentives are received in the form of cash contributions and rent-free periods.

Cash contributions

Cash contributions from landlords for store fit-outs are initially recognised as a deferred income liability on the balance sheet at the point the recognition criteria in the lease is met, and credited to administrative expenses in the profit and loss account on a straight-line basis over the shorter of the life of the lease or the first rent review or break date in the lease. Cash contributions are not discounted.

Rent free periods

A deferred income liability is built up on the balance sheet during the rent-free period, which is then credited to the profit and loss account on a straight-line basis over the shorter of the life of the lease, or the first rent review or break date in the lease. Rent free periods are not discounted.

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.

C-RETAIL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 26 APRIL 2014

1. ACCOUNTING POLICIES (continued)

1.11 Derivative financial instruments and hedging activity

The company uses derivative financial instruments to hedge its exposure to fluctuations in foreign exchange rates. The company has not adopted FRS 26 and therefore no fair value measurements are included in the financial statements. Gains and losses on foreign currency hedges are recognised in the profit and loss account on maturity of the underlying transaction. Gains or losses arising on hedging instruments which are cancelled due to the termination of underlying exposure are taken to the profit and loss account immediately.

1.12 Provisions

A provision is recognised in the balance sheet when the company has a present legal or constructive obligation as a result of a past event, it is more likely than not that an outflow of economic benefits will be required to settle the obligation and the obligation can be estimated reliably. Provisions are discounted where the impact is significant.

Provisions for dilapidations are provided when the company becomes obliged and the liability can be reliably estimated.

1.13 Pensions

The company operates a defined contribution pension scheme for the benefit of its employees. The company pays contributions into an independently administered fund via a salary sacrifice arrangement.

1.14 Exceptional items

Items that are material in size, unusual or infrequent in nature, are disclosed separately as exceptional items in the profit and loss account. The separate reporting of exceptional items, which are presented as exceptional within the relevant category in the profit and loss account, helps to provide an indication of the company's underlying business performance.

2. TURNOVER

The whole of the turnover is attributable to the retail of clothing, footwear and accessories.

All turnover arose within the United Kingdom.

C-RETAIL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 26 APRIL 2014

3. OPERATING PROFIT

The operating profit is stated after charging:

	2014 £000	2013 £000
Amortisation - intangible fixed assets	3,794	3,796
Depreciation of tangible fixed assets:		
- owned by the company	13,318	11,881
Operating lease rentals:		
- land and buildings	26,432	21,894
Difference on foreign exchange	315	-
	<u>315</u>	<u>-</u>

Auditors' remuneration of £34,000 (2013: £30,000) for C-Retail Limited has been borne by SuperGroup plc, a related party, and is not recharged to this entity.

Included in the current period operating profit are exceptional items of £3,329,000 (2013: £494,000) in relation to costs incurred as a result of setting up the new retail distribution centre.

4. STAFF COSTS

Staff costs were as follows:

	2014 £000	2013 £000
Wages and salaries	30,090	29,511
Social security costs	1,654	1,666
Pension costs	107	63
	<u>31,851</u>	<u>31,240</u>

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

	2014 No.	2013 No.
Administration	112	78
Warehouse	46	148
Retail	1,243	1,154
	<u>1,401</u>	<u>1,380</u>

The emoluments of three (2013: two) directors are paid by the parent company which makes no recharge to the company. They are all directors of the parent company and a number of fellow subsidiaries and it is not possible to make an accurate apportionment of their emoluments in respect of each of the subsidiaries. Accordingly, the above details include no emoluments in respect of these directors. Their total emoluments are included in the aggregate of directors' emoluments disclosed in the financial statements of the parent company.

C-RETAIL LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 26 APRIL 2014**

5. INTEREST PAYABLE AND SIMILAR CHARGES

	2014	2013
	£000	£000
On bank loans and overdrafts	29	35
Other interest	-	7
	29	42

6. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2014	2013
	£000	£000
Analysis of tax charge in the period		
Current tax (see note below)		
UK corporation tax charge on profit for the period	2,590	2,541
Adjustments in respect of prior periods	(217)	(5)
Total current tax	2,373	2,536
Deferred tax		
Origination and reversal of timing differences	(427)	(527)
Adjustments in respect of prior periods	323	276
Total deferred tax (see note 13)	(104)	(251)
Tax on profit on ordinary activities	2,269	2,285

The standard rate of corporation tax in the UK changed from 23% to 21% with effect from 1 April 2014. Accordingly, the company's profits for the accounting period are taxed at an effective rate of 22.83% (2013: 23.92%).

In addition to the changes in rates of Corporation tax disclosed above further changes to the UK Corporation tax rates were substantively enacted as part of the Finance Bill 2013 on 2 July 2013. These include reductions to 20% from 1 April 2015. Deferred tax balances at the balance sheet date have therefore been translated at 20%.

C-RETAIL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 26 APRIL 2014

6. TAX ON PROFIT ON ORDINARY ACTIVITIES (continued)

The tax assessed for the period is higher than (2013 - *higher than*) the standard rate of corporation tax in the UK of 22.83% (2013: 23.92%). The differences are explained below:

	2014 £000	2013 £000
Profit on ordinary activities before tax	1,260	590
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 22.83% (2013: 23.92%)	288	141
Effects of:		
Expenses not deductible for tax purposes	1,947	1,900
Depreciation for the period in excess of capital allowances	405	500
Adjustments in respect of prior periods	(217)	(5)
Other timing differences	(50)	-
Current tax charge for the period (see note above)	2,373	2,536

7. INTANGIBLE FIXED ASSETS

	Lease premiums £000	Brands £000	Goodwill £000	Total £000
Cost				
At 29 April 2013	15,000	10,000	58,672	83,672
Additions	100	-	-	100
At 26 April 2014	15,100	10,000	58,672	83,772
Accumulated amortisation				
At 29 April 2013	1,542	3,153	28,366	33,061
Charge for the period	995	1,000	1,799	3,794
At 26 April 2014	2,537	4,153	30,165	36,855
Net book value				
At 26 April 2014	12,563	5,847	28,507	46,917
At 28 April 2013	13,458	6,847	30,306	50,611

C-RETAIL LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 26 APRIL 2014**

8. TANGIBLE FIXED ASSETS

	Leasehold improvements £000	Furniture, fixtures and fittings £000	Computer equipment £000	Motor vehicles £000	Total £000
Cost					
At 29 April 2013	56,508	16,245	2,927	3	75,683
Additions	12,575	1,698	155	-	14,428
Disposals	(1,092)	(2,529)	-	-	(3,621)
At 26 April 2014	67,991	15,414	3,082	3	86,490
Accumulated depreciation					
At 29 April 2013	18,915	5,540	1,861	2	26,318
Charge for the period	9,200	3,524	593	1	13,318
On disposals	(611)	(1,388)	-	-	(1,999)
At 26 April 2014	27,504	7,676	2,454	3	37,637
Net book value					
At 26 April 2014	40,487	7,738	628	-	48,853
At 28 April 2013	37,593	10,705	1,066	1	49,365

9. STOCKS

	2014 £000	2013 £000
Finished goods	49,451	48,322

C-RETAIL LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 26 APRIL 2014**

10. DEBTORS

	2014	2013
	£000	£000
Trade debtors	303	1,862
Amounts owed by group undertakings	6,806	1,196
Other debtors	948	2,241
Prepayments and accrued income	15,943	13,280
	<u>24,000</u>	<u>18,579</u>

Amounts owed by group undertakings are repayable on demand. No amounts accrue interest.

Other debtors include £400,000 (2013: £2,009,000) of cash contributions receivable from landlords.

Prepayments and accrued income include £14,592,000 (2013: £11,510,000) of prepaid rent and rates.

11. CREDITORS:
Amounts falling due within one year

	2014	2013
	£000	£000
Bank loans and overdrafts	42,037	39,539
Trade creditors	22,905	20,766
Amounts owed to group undertakings	27,571	21,824
Corporation tax	2,016	1,644
Taxation and social security	358	391
Other creditors	586	475
Accruals and deferred income	11,231	10,517
	<u>106,704</u>	<u>95,156</u>

The company is party to an unlimited cross-guarantee with the other group entities.

Amounts owed to group undertakings are repayable on demand. No amounts accrue interest.

The bank overdraft for the company is included within the balance offset agreement with HSBC. Interest is not paid on the overdraft when it can be fully offset against cash balances held within the Group.

C-RETAIL LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 26 APRIL 2014**

12. CREDITORS:

Amounts falling due after more than one year

	2014	2013
	£000	£000
Accruals and deferred income due 1 to 2 years	4,576	6,708
Accruals and deferred income due 2 to 5 years	4,125	6,497
	<u>8,701</u>	<u>13,205</u>

13. DEFERRED TAX

	2014	2013
	£000	£000
At beginning of period	598	849
Credit for period (note 6)	(427)	(527)
Adjustments in respect of prior period	323	276
	<u>494</u>	<u>598</u>

The provision for deferred taxation is made up as follows:

	2014	2013
	£000	£000
Accelerated capital allowances	<u>494</u>	<u>598</u>

14. OTHER PROVISIONS

	2014	2013
	£000	£000
At 29 April 2013	904	588
Charge in period	138	316
	<u>1,042</u>	<u>904</u>

Other provisions principally comprise of dilapidations provisions for leasehold properties.

Dilapidations provisions will be utilised upon the exit or expiry of a property lease which is expected to be between 2014 and 2026.

C-RETAIL LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 26 APRIL 2014**

15. OPERATING LEASE COMMITMENTS

At 26 April 2014 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings	
	2014	2013
	£000	£000
Expiry date:		
Within 1 year	912	577
Between 2 and 5 years	4,389	2,056
After more than 5 years	27,370	24,567

16. CAPITAL COMMITMENTS

At 26 April 2014, the company had capital commitments, which have not been provided for in these financial statements, of £1,664,000 (2013: £895,000).

17. CALLED UP SHARE CAPITAL

	2014	2013
	£000	£000
Allotted and fully paid		
2 (2013: 2) Ordinary shares of £1 each	-	-

18. PROFIT AND LOSS ACCOUNT

	Profit and loss account £000
At 29 April 2013	68,241
Loss for the financial period	(1,009)
At 26 April 2014	67,232

19. RECONCILIATION OF MOVEMENTS IN TOTAL SHAREHOLDERS' FUNDS

	2014	2013
	£000	£000
Opening shareholders' funds	68,241	69,936
Loss for the financial period	(1,009)	(1,695)
Closing shareholders' funds	67,232	68,241

C-RETAIL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 26 APRIL 2014

20. DERIVATIVE FINANCIAL INSTRUMENTS

The company's foreign currency exposure arises from purchases denominated in foreign currencies; and monetary items denominated in foreign currencies.

The company is mainly exposed to US dollar and Euro currency risks. The company policy is to hedge a portion of foreign exchange risk associated with highly probable forecast transactions and monetary items denominated in foreign currencies. The company policy is to hedge the risk of changes in the relevant spot exchange rate. The company uses forward contracts to hedge foreign exchange risk. As at 26 April 2014, the company had entered into a number of foreign exchange forward contracts to hedge part of the aforementioned translation risk. Any remaining amount remains unhedged.

At 26 April 2014, the fair value liability of the forward contracts were £1,626,000 (2013: asset £426,000). The company does not apply FRS 26 and therefore no fair value gains or losses are recognised in the profit and loss account.

21. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption under FRS 8 from reporting transactions entered into with fellow wholly owned companies within the SuperGroup Plc group since the company's results are included within the consolidated financial statements which are publicly available.

22. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

At 26 April 2014, the immediate and ultimate parent undertaking and controlling party was SuperGroup Plc, a public limited company registered in the United Kingdom. This is the smallest and largest company to consolidate the company's financial statements. A copy of the latest financial statements can be obtained from the Registrar of Companies, Cardiff. Consolidated group financial statements are prepared by SuperGroup Plc.