

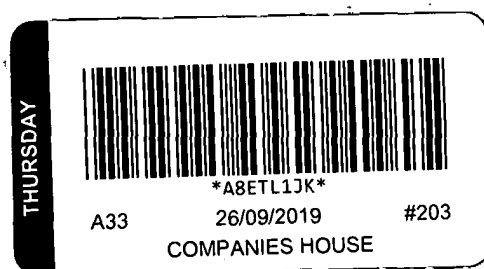
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Aurora Guaranteeco Limited (a company limited by guarantee)

Directors' Report and Financial Statements

For the period 1 January 2018 to 31 December 2018



Company registered number: 09790052 (England and Wales)

Aurora Guaranteeco Limited (a company limited by guarantee)

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Aurora Guaranteeco Limited (a company limited by guarantee)

Company information

Directors	Jóhann Pétur Reyndal John Philip Madden III
Secretary	Heatons Secretaries Limited
Company number	9790052
Registered office	The Triangle Stanton Harcourt Industrial Estate Stanton Harcourt Witney Oxfordshire OX29 5UT
Auditor	Grant Thornton UK LLP The Colmore Building 20 Colmore Circus Birmingham, B4 6AT
Bankers	Barclays Bank plc 1 Churchill Place London E14 5HP
Solicitors	Field Fisher Waterhouse LLP 5th Floor, Free Trade Exchange 37 Peter Street Manchester M2 5GB White & Case LLP 5 Old Broad Street London EC2N 1DW

Aurora Guaranteeco Limited (a company limited by guarantee)

Directors' Report

For the period 1 January 2018 to 31 December 2018

The directors present their report and the audited financial statements of Aurora Guaranteeco Limited ("the Company") for the period 1 January 2018 to 31 December 2018.

The current period relates to the year from 1 January 2018 to 31 December 2018. The prior period covers the period from 1 January 2017 to 31 December 2017.

The principal activity of the Company is to act as a holding company of the Aurora Fashions Group Limited (together with its subsidiaries "the Aurora Group").

Results and dividends

The Company's results are set out on page 7.

The Directors do not recommend the payment of a dividend.

Political contributions

The Company made no political contributions during the period.

Directors

The current Directors of the Company are listed on page 2.

The changes in Directors since the start of the period are:

Matthew Charles Turner
John Philip Madden III

resigned 14 September 2018
appointed 14 September 2018

Disclosure of information to auditor

The directors who held office at the date of approval of this report of the board confirm that, so far as they 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 a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

Following the resignation as auditor of KPMG LLP on 25 January 2019, it was agreed that Grant Thornton UK LLP would be appointed in its place in accordance with section 485 of the Companies Act 2006.

Small Company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small company's exemption.

By Order of the Board


Jóhann Pétur Reyndal
Director

23 Sept 2019

Aurora Guaranteeco Limited (a company limited by guarantee)

Statement of Directors' Responsibilities in respect of the directors' report and financial statements

For the period 1 January 2018 to 31 December 2018

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

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

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 judgements and 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;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; 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 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.

The directors confirm that:

- so far as each director is 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 themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent auditor's report to the members of Aurora Guaranteeco Limited

Opinion

We have audited the financial statements of Aurora Guaranteeco Limited (the 'company') for the period ended 31 December 2018 which comprise the Profit and Loss account and other comprehensive income, balance sheet, statement of changes in equity and related notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

in our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its result 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.

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. 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.

Going concern

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

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our 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 this 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 for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matter on which we are required to report under the Companies Act 2006

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.

Independent auditor's report to the members of Aurora Guaranteeco Limited (continued)

Matters on which we are required to report by exception

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 for the financial statements

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, 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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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.

Grant Thornton UK LLP

Rebecca C Eagle
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Birmingham

24 September 2019

Aurora Guaranteeco Limited (a company limited by guarantee)

Profit and loss account

For the period 1 January 2018 to 31 December 2018

	1 January 2018 to 31 December 2018	1 January 2017 to 31 December 2017
Note	Total £	Total £m
Administrative expenses	-	-
Profit for the financial year	-	-
Other comprehensive income	-	-
Total comprehensive income for the year	-	-

The notes on pages 10 to 11 also form part of these financial statements.

Aurora Guaranteeco Limited (a company limited by guarantee)

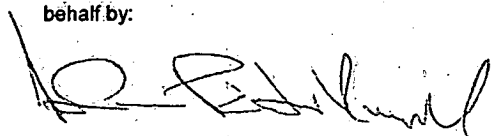
Balance sheet

As at 31 December 2018

	Note	31 December 2018 £	31 December 2017 £m
Fixed assets			
Investments	5	<u>73</u>	<u>73</u>
Net assets		<u>73</u>	<u>73</u>
Capital and reserves			
Capital and reserves	6	<u>73</u>	<u>73</u>
Shareholder's funds		<u>73</u>	<u>73</u>

The notes on pages 10 to 11 also form part of these financial statements.

These financial statements were approved by the board of directors on 23 Sept 2019 and signed on its behalf by:



Jóhann Pétur Reyndal
Director

Aurora Garantéeco Limited (a company limited by guarantee)

Statement of changes in equity

For the period 1 January 2018 to 31 December 2018

	Note	Capital and reserves £
Balance at 1 January 2017		73
Members contributions	6	<u>-</u>
Balance at 31 December 2017		<u>73</u>
Balance at 1 January 2018		73
Members contributions	6	<u>-</u>
Balance at 31 December 2018		<u>73</u>

The notes on pages 10 to 11 also form part of these financial statements.

Aurora Guaranteeco Limited (a company limited by guarantee)

Notes forming part of the financial statements

For the period 1 January 2018 to 31 December 2018

1. Accounting policies

Aurora Guaranteeco Limited (the "Company") is a private company limited by guarantee which is incorporated, domiciled and registered in England and Wales. The registered number is 9790052 and the registered address is The Triangle, Stanton Harcourt Industrial Estate, Stanton Harcourt, Witney, Oxfordshire, OX29 5UT, UK.

1.1 Basis of Preparation - Accounting Convention

The financial statements of the Company have been prepared in compliance with United Kingdom Accounting Standards, including FRS 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

The presentational currency of these financial statements is sterling.

Compliance with accounting standards

The Company has applied the exemptions available under FRS 102 Section 1A in respect of the following disclosures:

- Cash Flow Statement and related notes

1.2 Measurement convention

The financial statements are prepared on the historical cost basis.

2. Auditor's Remuneration

In the current period, the remuneration payable in relation to audit services for the Company of £2,000 (2017: £2,570), was borne by and included in the fees of Oasis and Warehouse Limited, a fellow Group subsidiary.

3. Staff numbers and costs

Apart from the directors, the Company had no employees during the period.

4. Remuneration of directors

The directors received no remuneration for their services to this company

5. Investments

Cost

Subsidiary
undertakings
£

At 1 January 2018 and 31 December 2018

73

The investment represents 72,624 "B" ordinary shares of £0.001 each in Aurora Fashions Group Limited (AFGL), the holding company for the Aurora group of companies, registered in England and Wales. The company holds 51% of the issued ordinary share capital of AFGL, however it is not the controlling party. The remaining 49% of the shares are "A" shares which have 1 vote per share compared with no votes per "B" share. Therefore the controlling party of AFGL is Kaupthing ehf., a company incorporated in Iceland.

Aurora Guaranteeco Limited (a company limited by guarantee)

Notes forming part of the financial statements (continued)

For the period 1 January 2018 to 31 December 2018

6. Capital and reserves

	31 December 2018 £	31 December 2017 £
At the beginning of the period	73	73
Members contributions		
At the end of the period	<u>73</u>	<u>73</u>

7. Liability of the members

The company is a private company limited by guarantee and consequently does not have share capital. The member is liable to contribute an amount not exceeding £1 towards the assets of the company in the event of liquidation.

8. Immediate and ultimate parent company and parent undertaking of larger group

The ultimate parent company and ultimate controlling party is Kaupthing ehf., a company incorporated in Iceland.

The registered address of Kaupthing ehf. is Borgartun 26, IS-105 Reykjavik, Iceland.

9. Post balance sheet events

There are no significant post balance sheet events which affect the financial statements.