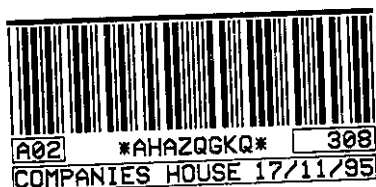


**CURRYS GROUP plc**

**REGISTERED NO. 222379**

**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**52 weeks ended 29 April 1995**



**CURRYS GROUP plc**

**ANNUAL REPORT AND FINANCIAL STATEMENTS 1995**

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## **CURRYS GROUP plc**

### **DIRECTORS' REPORT**

The directors present their report and the audited financial statements of the Company for the 52 weeks ended 29 April 1995. Comparative figures are for the 52 weeks ended 30 April 1994.

#### **Principal Activity**

The principal activity of the Company is the exploitation of the brand name and trade marks "Currys". The directors anticipate that this activity and the financial position of the Company will be maintained.

#### **Results**

Turnover was £8,000,000 (£7,025,000). Profit before taxation was £8,038,000 (£6,957,000). After charging taxation of £8,145,000 (£7,331,000), the amount carried from reserves was £107,000 (£374,000). Shareholders' funds at 29 April 1995 were £51,614,000 (£51,721,000).

#### **Fixed assets**

Details of the intangible fixed assets of the Company are shown in note 7 to the financial statements.

#### **Directors**

The directors of the Company during the period were:

G D Budd		
G R Fairweather	-	resigned 29 July 1994
I P Livingston	-	appointed 29 July 1994
M J Souhami	-	resigned 10 April 1995

During the period, the Articles of Association of the Company were amended inter alia to remove the requirement for directors to have a qualification shareholding in the Company.

The beneficial and family interests of the directors in the share capital of the ultimate parent company, Dixons Group plc, at 29 April 1995 were:

	<b>Ordinary shares</b>	
	<b>29 April 1995</b>	<b>30 April 1994*</b>
G D Budd	54,960	42,500
I P Livingston	-	-

	<b>Share option schemes</b>			
	<b>30 April 1994*</b>	<b>Granted</b>	<b>Exercised</b>	<b>29 April 1995</b>
G D Budd	195,094	22,438	29,960	187,572
I P Livingston	87,500	20,320	-	107,820

\* Date of appointment, if later.

Directors' interests in shares were unchanged at 4 July 1995.

**CURRYS GROUP plc**  
**DIRECTORS' REPORT**

The directors had no non-beneficial interests in the share capital of the Company.

Each of the directors is interested as a potential beneficiary in 300,000 Ordinary shares held by Dixons TSR Trust Limited. The particulars of the Trust are disclosed in the financial statements of Dixons Group plc.

No director had a beneficial interest in the shares of the Company or any other group company, except as disclosed above, or in any contract or arrangement (apart from contracts of service and in relation to directors' liability insurance) to which the Company or any other group company was a party during or at the end of the financial period.

**Directors' and officers' liability insurance**

During the period, the Company maintained insurance cover for directors' and officers' liability as permitted by section 310(3)(a) of the Companies Act 1985

**Close company status**

The close company provisions of the Income and Corporation Taxes Act 1988 do not apply to the Company. The Company's status has not changed since the end of the period.

**Auditors**

Touche Ross & Co are willing to continue in office as auditors to the Company. A resolution for their reappointment and to authorise the directors to agree their remuneration will be proposed at the annual general meeting.

4 July 1995  
Registered Office  
Maylands Avenue  
Hemel Hempstead  
Herts HP2 7TG

By Order of the Board



**G D Budd**  
Secretary

**CURRYS GROUP plc**  
**DIRECTORS' RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS**

The directors are required by UK company law to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the Company as at the end of the financial period and of the profit or loss for that period. In preparing the financial statements, suitable accounting policies have been used and applied consistently, and reasonable and prudent judgements and estimates have been made. Applicable accounting standards have been followed. The financial statements have been prepared on the going concern basis. The directors are also responsible for maintaining adequate accounting records and sufficient internal controls to safeguard the assets of the Company and to prevent and detect fraud or any other irregularities.

**CURRYS GROUP plc**  
**AUDITORS' REPORT**

**To the members of Currys Group plc**

We have audited the financial statements on pages 5 to 10 which have been prepared under the accounting policies set out on page 7.

**Respective responsibilities of directors and auditors**

As described on page 3, the Company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

**Basis of opinion**

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the circumstances of the Company, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

**Opinion**

In our opinion the financial statements give a true and fair view of the state of affairs of the Company at 29 April 1995 and of its loss for the 52 weeks ended on that date and have been properly prepared in accordance with the Companies Act 1985.

4 July 1995  
Hill House  
1 Little New Street  
LONDON EC4A 3TR



**Touche Ross & Co**  
Chartered Accountants  
and Registered Auditors

**CURRYS GROUP plc**  
**PROFIT AND LOSS ACCOUNT**  
for the fifty two weeks ended 29 April 1995

	<i>Note</i>	<u>1994/95</u> <u>£'000</u>	<u>1993/94</u> <u>£'000</u>
<b>Turnover</b>		<u>8,000</u>	<u>7,025</u>
<b>Operating profit</b>	2	7,994	7,030
Interest	3	<u>44</u>	<u>(73)</u>
<b>Profit on ordinary activities before taxation</b>		8,038	6,957
Taxation on profit on ordinary activities	4	<u>(8,145)</u>	<u>(7,331)</u>
<b>Retained loss for the period</b>	13	<u><u>(107)</u></u>	<u><u>(374)</u></u>

All turnover and operating profits derive from continuing operations in the United Kingdom.

There are no recognised gains or losses other than the loss for the current and preceding period and there are no movements in shareholders' funds other than the recognised gains or losses for the period.

**CURRYS GROUP plc**  
**BALANCE SHEET**  
as at 29 April 1995

	Note	<u>£'000</u>	<u>1995</u> <u>£'000</u>	<u>£'000</u>	<u>1994</u> <u>£'000</u>
<b>Fixed assets</b>					
Intangible assets	7		54,750		54,750
<b>Current assets</b>					
Debtors	8	4,858		4,608	
Cash at bank and in hand		-		2	
		<u>4,858</u>		<u>4,610</u>	
<b>Creditors - due within one year</b>	9	<u>(7,994)</u>		<u>(7,639)</u>	
<b>Net current liabilities</b>			<u>(3,136)</u>		<u>(3,029)</u>
			<u>51,614</u>		<u>51,721</u>
<b>Equity shareholders' funds</b>					
Ordinary share capital	11		12,389		11,729
Share premium	12		398		398
Profit and loss account	13		<u>38,827</u>		<u>38,934</u>
			<u>51,614</u>		<u>51,061</u>
<b>Non-equity shareholders' funds</b>					
Preference share capital	11		-		660
			<u>51,614</u>		<u>51,721</u>

The financial statements were approved by the Board of Directors on 4 July 1995 and signed on its behalf by:

  
I P Livingston



**CURRYS GROUP plc**  
**NOTES TO THE FINANCIAL STATEMENTS**

**1. ACCOUNTING POLICIES**

The financial statements have been prepared in accordance with applicable accounting standards. The principal accounting policies adopted are set out below.

**1.1 Accounting convention**

The financial statements are prepared in accordance with the historical cost convention. The financial statements include the results from continuing operations of the Company for the 52 weeks ended 29 April 1995. Comparative figures are for the 52 weeks ended 30 April 1994.

**1.2 Turnover**

Turnover comprises royalty income from a group company for use of the "Currys" brand name and trade marks.

**1.3 Intangible fixed assets**

No depreciation is provided since, in the opinion of the directors, the brand name and trade marks do not have a finite useful economic life.

**1.4 Deferred taxation**

Provision is made or recovery is anticipated for all timing differences likely to reverse in the foreseeable future at rates at which the liability or the asset is anticipated to crystallise.

	1994/95 £'000	1993/94 £'000
<b>2. OPERATING PROFIT</b>		
Turnover	8,000	7,025
Gross profit	8,000	7,025
Administration expenses	(6)	-
Other operating income	-	5
	<u>7,994</u>	<u>7,030</u>
<b>3. INTEREST</b>		
Interest receivable and similar income from group companies	44	-
Interest payable and similar charges to other companies	-	(73)
	<u>44</u>	<u>(73)</u>

**CURRYS GROUP plc**  
**NOTES TO THE FINANCIAL STATEMENTS**

	1994/95 £'000	1993/94 £'000
<b>4. TAXATION ON PROFIT ON ORDINARY ACTIVITIES</b>		
Group relief	7,986	7,639
Deferred taxation	18	(227)
	<u>8,004</u>	<u>7,412</u>
Adjustment in respect of earlier periods		
Corporation tax	142	(85)
Group relief	3	4
Deferred taxation	(4)	-
	<u>8,145</u>	<u>7,331</u>

The taxation charge of 101% differs from the UK corporation tax rate of 33% mainly as a result of group relief being surrendered at a rate in excess of the UK corporation tax rate.

**5. DIVIDENDS**

Dividends on the 4.55% Cumulative Preference shares have been waived for the last 6 years and total £210,000 (1993/94 £180,000).

**6. EMPLOYEES AND DIRECTORS**

The directors did not receive any remuneration from the Company during the period (1993/94 £nil). The Company had no employees during the period (1993/94 none).

Each of the directors is interested as a potential beneficiary in 300,000 Ordinary shares held by Dixons TSR Trust Limited. The particulars of the Trust are disclosed in the financial statements of Dixons Group plc.

	Currys brand and trade marks £'000
<b>7. INTANGIBLE FIXED ASSETS</b>	
Cost and net book value	
At 29 April 1995 and 30 April 1994	<u>54,750</u>

	1995 £'000	1994 £'000
<b>8. DEBTORS - due within one year</b>		
Amounts due from other group companies	3,051	2,641
Corporation tax recoverable	1,406	1,552
Prepayments and accrued income	400	400
Deferred tax asset (see note 10)	1	15
	<u>4,858</u>	<u>4,608</u>

**CURRYS GROUP plc**  
**NOTES TO THE FINANCIAL STATEMENTS**

	1995 £'000	1994 £'000
<b>9. CREDITORS - due within one year</b>		
Amounts due to other group companies	7,994	7,639

	£'000
<b>10. PROVISIONS FOR LIABILITIES AND CHARGES</b>	
Deferred taxation	
At 30 April 1994	(15)
Charge for the period	14
At 29 April 1995	(1)

The deferred taxation asset at 29 April 1995 and 30 April 1994 is included within debtors (note 8).

	1995 £'000	1994 £'000
<b>Additional information on deferred taxation</b>		
Other timing differences	(1)	(15)

There are no unprovided amounts of deferred taxation.

	1995 £'000	1994 £'000
<b>11. SHARE CAPITAL</b>		
<b>Ordinary share capital</b>		
Authorised		
60,000,000 (56,000,000) Ordinary shares of 25 pence each	15,000	14,000
Allotted and fully paid		
49,556,942 (45,556,942) Ordinary shares of 25 pence each	12,389	11,729
<b>Preference share capital</b>		
Authorised		
1,000,000 4.55% Cumulative Preference shares of £1 each	-	1,000
Allotted and fully paid		
660,386 4.55% Cumulative Preference shares of £1 each	-	660

On 17 March 1995 each of the 1,000,000 authorised and 660,386 issued 4.55% Cumulative Preference shares of £1 was sub-divided and redesignated as four Ordinary shares of 25p each.

**CURRYS GROUP plc**  
**NOTES TO THE FINANCIAL STATEMENTS**

	<u>£'000</u>
<b>12. SHARE PREMIUM</b>	
At 29 April 1995 and 30 April 1994	<u>398</u>

	<u>£'000</u>
<b>13. PROFIT AND LOSS ACCOUNT</b>	
At 30 April 1994	38,934
Retained loss for the period	<u>(107)</u>
At 29 April 1995	<u>38,827</u>

**14. CONTINGENT LIABILITIES**

The Company has given guarantees in respect of certain group companies' bank facilities.

**15. ULTIMATE PARENT COMPANY**

The Company's ultimate parent company is Dixons Group plc which is registered in England and Wales. Copies of that company's accounts can be obtained from its registered office at Maylands Avenue, Hemel Hempstead, Herts HP2 7TG.