Maplin Electronics Limited

Directors' report and financial statements Registered number 1264385 30 December 2006

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Maplin Electronics Limited Directors' report and financial statements 30 December 2006

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Directors and Company information

Directors

G N Caldwell

N L J Fawcett

D O'Reilly

K Pacey

G Hunt

D I Whittle

A Limbachiya

(appointed 1 January 2006)

S R Russell M A Oldham

(appointed 12 May 2006)

Bankers

Bank of Scotland

38 Threadneedle Street

London

EC29 2HL

Auditors

KPMG LLP

1 The Embankment

Neville Street

Leeds

LS1 4DW

Registered office

Valley Road

Wombwell

Barnsley

South Yorkshire

S73 0BS

Directors' report

The directors present their annual report and the audited financial statements for the 52 week period ended 30 December 2006

Review of the business and future developments

The principal activity of Maplin Electronics Limited is the retail of electronic and electrical products. The business operates through three channels, namely retail outlets, internet and mail order, the latter servicing both the consumer and business markets. The Maplin Electronics Catalogue is the market leading publication of its kind.

The business focused on delivering better customer solutions and driving operational efficiencies through the business. The result of this focus has been to increase Operating Profit by 31% to £21.5m (2005 £16.4m)

Trading performance was good with growth across all market segments. This reflected the focus on our multichannel retailing strategy and expansion of the store network. Total sales at £149.5m (2005 £128.3m) were 16.5% ahead of last year with the improvement delivered through a combination of like for like sales increase and a number of new store openings.

The performance of the store network was strong with total sales 17% ahead (2005 7% ahead), and like for like sales 11% ahead (2005 6% ahead). The expansion of the store network continued with the opening of 11 (2005 11) new stores. The store expansion plan is set to accelerate in 2007 with the planned opening of 20 new stores.

A number of improvements and new initiatives were undertaken on the interactive internet site (<u>www maplin co uk</u>) and this resulted in an increase in sales of 26% (2005 8%)

The mail order business improved during the period with sales 3% ahead (2005 6% ahead)

The strong trading performance has continued into 2007 with the outlook positive despite uncertainty over general economic conditions. The risks of interest rate increases and exchange rate fluctuations have been mitigated through the hedging strategies that have been implemented.

Dividends

There were no dividends paid or proposed during the period (2005 fnil)

Overseas branches

The Company continued during the period to source products through its overseas branch in Taiwan and through Maplin Electronics (HK) Limited, its subsidiary in Hong Kong and China

Employees

It is the board's policy to pursue open communication with employees and, to this end, regular meetings are held with management to convey information about the business

The Company gives full and fair consideration to applications for employment made by disabled persons, having regard to their particular aptitudes and abilities. Systems are in place to prevent discrimination. Where existing employees become disabled, it is the Company's policy, wherever practicable, to provide continuing employment under normal terms and conditions and to provide training and career development opportunities where appropriate

Directors' report (continued)

Directors and directors' interests

The directors who served during the period were as follows

G N Caldwell

N L J Fawcett

D O'Reilly

K Pacey

G Hunt

D I Whittle

A Limbachiya

S R Russell

(appointed 1 January 2006)

M A Oldham

(appointed 12 May 2006)

None of the directors had any interest in the shares of the Company

The Company is a wholly owned subsidiary of Maplin Electronics (Holdings) Limited whose parent Company is Maplin Electronics Group (Holdings) Ltd. All the directors are directors of Maplin Electronics (Holdings) Limited and their interests in its share capital are disclosed in the accounts of that Company

Policy on the payment of suppliers

The Company recognises the importance of maintaining good business relationships with its suppliers and aims to pay all invoices within agreed terms. At 30 December 2006, the Company had an average of 13 days purchases outstanding in trade creditors (2005 46 days).

Political and charitable contributions

The Company made charitable donations of £270 (2005 £nil) and no political donations (2005 £nil) during the period

Disclosure of information to auditors

Kerklacy

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information

Auditors

A resolution for the re-appointment of KPMG LLP as auditors of the Company is to be proposed at the forthcoming Annual General Meeting

By order of the board

K Pacey
Director

Valley Road Wombwell Barnsley South Yorkshire \$73 0BS

24 May 2007

Statement of directors' responsibilities in respect of the Directors' Report and the financial statements

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)

The financial statements are required by law to 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 judgments 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, 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.



KPMG LLP

1 The Embankment Neville Street Leeds LS1 4DW United Kingdom

Independent auditors' report to the members of Maplin Electronics Limited

We have audited the financial statements of Maplin Electronics Limited for the period ended 30 December 2006 which comprise the Profit and Loss Account, the Balance Sheet, the Reconciliation of movements in shareholder's funds and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the Company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 4

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's circumstances, 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.

Independent auditors' report to the members of Maplin Electronics Limited (continued)

Opinion

In our opinion the financial statements

- the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the Company's affairs as at 30 December 2006 and of its profit for the period then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

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KPMG LLP Chartered Accountants Registered Auditor J4 May 2007

Profit and Loss Account

for the 52 week period ended 30 December 2006

Note

		52 week period ended 30 December 2006	52 week period ended 31 December 2005
		£'000	£'000
Turnover	2	149,466	128,285
Cost of sales		(72,223)	(63,978)
Gross profit		77,243	64,307
Distribution costs		(18,586)	(16,140)
Administrative expenses Other operating income		(37,213) 84	(31,906) 107
Operating profit	3	21,528	16,368
Other interest receivable and similar income	6	314	150
Interest payable	7	(2)	(30)
			
Profit on ordinary activities before taxation		21,840	16,488
Tax on profit on ordinary activities	8	(7,305)	(5,235)
Profit for the financial period	18	14,535	11,253

There are no recognised gains and losses other than the profit for the financial period stated above. The profit is derived entirely from continuing operations

There is no difference between the profit on ordinary activities before taxation and the profit for the financial period stated above and their historical cost equivalents

Balance Sheet

as at 30 December 2006

	Note	30 Decen £'000	nber 2006 £'000	31 Decem £'000	nber 2005 £'000
Fixed assets					
Tangible assets	9		17,710		14,332
Investments	10		17		17
			17,727		14,349
Current assets					
Stock	11	20,032		17,038	
Debtors	12	28,409		14,585	
Cash at bank and in hand		5,036		3,471	
		53,477		35,094	
Conditions of the dynamics of the second	12	(22.462)		(25.946)	
Creditors: amounts falling due within one year	13	(33,463)		(25,846)	
Net current assets			20,014		9,248
Total assets less current liabilities			37,741		23,597
Provisions for liabilities and charges	14		(886)		(1,277)
					
Net assets			36,855		22,320
Capital and reserves					
Called up share capital	17		420		420
Share premium	18		429		429
Profit and loss account	18		36,006		21,471
Equity Shareholder's funds			36,855		22,320
			====		,

These financial statements were approved by the board of directors on 24 May 2007 and were signed on its behalf

K Pacey
Director

S R Russell
Director

Reconciliation of Movements in Shareholder's Funds for the 52 week period ended 30 December 2006

Jor the 32 week perioa enaea 30 December 2006		
	Year ended	Year ended
	30 December	31 December
	2006	2005
	£'000	£'000
Profit for the financial period	14,535	11,253
Addition to shareholder's funds	14,535	11,253
Opening shareholder's funds	22,320	11,067
	<u> </u>	
Closing shareholder's funds	36,855	22,320

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules, modified to include the revaluation of certain land and buildings

The Company is exempt by virtue of s228 of the Companies Act 1985 from the requirement to prepare group accounts. These financial statements present information about the Company as an individual undertaking and not about its group.

Under Financial Reporting Standard 1 the Company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements

As the Company is a wholly owned subsidiary of Maplin Electronics Group (Holdings) Limited, the Company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of Maplin Electronics Group (Holdings) Limited, within which this Company is included, can be obtained from Valley Road, Wombwell, Barnsley, South Yorkshire, \$73.0BS

Depreciation of tangible fixed assets

Depreciation is provided to write off the cost or valuation less the estimated residual value of tangible fixed assets over their estimated useful economic lives as follows

Freehold buildings

Long leasehold property and improvements Short leasehold property and improvements

Fixtures, fittings, tools and equipment

Computer equipment

Motor vehicles

Internet

- 2% per annum

- shorter of the break clause or end of lease term

- shorter of the break clause or end of lease term

- 15% reducing balance

- 33% on cost

- 25% on cost

- 33% on cost

No depreciation is provided on freehold land

The transitional arrangements under FRS 15 were adopted to retain the book values of the fixed assets at their revalued amounts. No further revaluations will be carried out

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction or at hedged rates, where applicable Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the period end rates or hedged rates, where applicable All exchange differences thus arising are dealt with through the profit and loss account

Post retirement benefits

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period.

1 Accounting policies (continued)

Taxation

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax is recognised without discounting in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed at the balance sheet date except as otherwise required by FRS 19

Stocks

Stocks are stated at the lower of cost and net realisable value—In determining the cost of raw materials, consumables and goods purchased for resale, the weighted average purchase price is used—Cost comprises purchase price and all other directly attributable costs

Leases

Assets acquired under finance leases are capitalised and the outstanding future lease obligations are shown in creditors. Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease.

Cash

Cash, for the purpose of the cash flow statement, comprises cash in hand and deposits repayable on demand, less overdrafts payable on demand

2 Turnover

	Total turnove		
	2006	2005	
Description	£'000	£'000	
By activity Direct business	20,841	20,555	
Stores	128,625	107,730	
	149,466	128,285	
By destination			
United Kingdom	139,147	119,416	
Other	10,319	8,869	
	149,466	128,285	
By origin			
United Kingdom	138,868	119,267	
Other	10,598	9,018	
	-		
	149,466	128,285	

3 Notes to the profit and loss account

	•		
		2006	2005
		£,000	£'000
	Profit on ordinary activities is stated after charging/ (crediting)		
	Depreciation of owned assets	2,002	1,968
	Depreciation of asset held under finance leases	28	43
	Loss on disposal of fixed assets	34	19
	Operating lease costs – land and buildings	9,797	9,141
	Hire of plant and machinery	64	76
	(Gains)/ losses on foreign exchange	(427)	441 ———
	Auditors' remuneration		
	Thursday Committee and the com	2006	2005
		£000	£000
	Amounts receivable by the auditors and their associates in respect of		
	Audit of these financial statements	78	70
	Other services relating to taxation	51	38
4	Remuneration of Directors	2006 £'000	2005 £'000
	Emoluments	1,340	842
	Company contributions paid or accrued to money purchase pension schemes	63	64
	Retirement benefits are accruing to the following number of directors as follows	2006	2005
	Members of money purchase pension schemes	8	7
		£'000	£'000
	The amounts in respect of the highest paid director are as follows Emoluments	228	189
			

Company pension contributions of £nil (2005 £21,000) were made to a money purchase scheme on his behalf

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5 Staff numbers and costs

	2006 £'000	2005 £'000
Wages and salanes	22,321	19,184
Social security costs Other pension costs	1,658 212	1,228 179
	24,191	20,591
Interest receivable		
	2006 £'000	200 £'00
Bank interest receivable from Group banking arrangements Interest on corporation tax refund	253 61	1:
, and the second	314	1:
Interest payable		
	2006 £'000	200 £'00
Bank overdraft Interest on late payments	2	2
merest on rate payments	<u>-</u>	
	2	3

8 Taxation

	20	06	2005	
Analysis of charge in period	£'000	£'000	£'000	£,000
UK corporation tax				
Current tax on income for the period	6,924		-	
Adjustments in respect of prior periods	509		19	
		7,433		19
Group relief				
Current tax on income for the period	-		4,822	
		-		4,822
Foreign tax				
Current tax on income for the period	246		186	
Adjustments in respect of prior periods	64		(160)	
		310		26
Total current tax		7,743		4,867
Deferred tax (see note 14)				
Origination/reversal of timing differences	-		234	
Adjustment in respect of previous periods	(438)		134	
		(438)		368
Tax on profit on ordinary activities		7,305		5,235

Factors affecting the tax charge for the current period

The current tax charge for the period is higher (2005 lower) than the standard rate of corporation tax in the UK (30%, 2005 30%). The differences are explained below

	2006	2005
	£'000	£,000
Current tax reconciliation		
Profit on ordinary activities before tax	21,840	16,488
Current tax at 30% (2005 30%)	6,552	4,946
Effects of		
Expenses not deductible for tax purposes (primarily non		
qualifying depreciation)	195	264
Fixed asset timing differences	454	(266)
Short term timing differences	(31)	64
Adjustments to tax charge in respect of previous periods	573	(141)
Total current tax charge (see above)	7,743	4,867

9 Tangible fixed assets

	Freehold land and buildings £'000	Leasehold property and improvements £'000	Fixtures, fittings, tools and equipment £'000	Computer equipment and motor vehicles £'000	Total £'000
Cost or valuation					
At beginning of period	1,825	12,837	9,440	3,992	28,094
Additions	-	3,046	1,824	577	5,447
Disposals	-	(102)	(77)	(47)	(226)
At end of period	1,825	15,781	11,187	4,522	33,315
Depreciation		<u> </u>			
At beginning of period	593	5,287	4,608	3,274	13,762
Charge for the period	32	669	881	448	2,030
Disposals	-	(70)	(74)	(43)	(187)
At end of period	625	5,886	5,415	3,679	15,605
				•	
Net book value At 30 December 2006	1,200	9,895	5,772	843	17,710
At 31 December 2005	1,232	7,550	4,832	718	14,332
			2		

The net book amount of fixed assets at 30 December 2006 includes an amount of £nil (2005 £27,872) in respect of assets held under finance leases. The related depreciation charge for the period was £27,872 (2005 £43,149)

Leasehold property includes a long lease with a net book value at 30 December 2006 of £144,730 (2005 £162.503)

Included within leasehold property and improvements is £459,583 (2005 £40,845) relating to assets not yet in use against which no depreciation has been charged

10 Investments

	Investment in subsidiaries £'000
Cost	
At beginning and end of period	17
Provisions	
At beginning and end of period	-
Net book value	
At 30 December 2006 and 31 December 2005	17

10 Investments (continued)

	Subsidiary	Country of registration/ Incorporation	Holding	Proportion held	A	ctivity
	Maplin Electronics (HK) Limited	Hong Kong	Ordinary shares	100%	Buying, so quality contr shipping of pro	ol and
11	Stock					
					2006 £'000	2005 £'000
	Finished goods and goods held	for resale			20,032	17,038
12	Debtors					
					2006 £'000	2005 £'000
	Trade debtors Amounts due from group under	takıngs			973 24,150	1,030 10,235
	Corporation tax recoverable Other debtors Prepayments and accrued incon	ne			37 3,249	855 205 2,260
	,				28,409	14,585
						
13	Creditors. amounts falling	due within one y	ear ear			
	•				2006 £'000	2005 £'000
	Payments on account				238	86
	Trade creditors				5,882	8,583
	Accruals and deferred income				8,623	6,809
	Corporation taxation				350	7.242
	Group relief payable Overseas taxation				14,816 35	7,242 244
	Taxation and social security				3,519	2,882
					33,463	25,846
						

14 Provisions for liabilities and charges

J	Deferred tax £'000	Other £'000	Total £'000
At beginning of period Charge in the period	438	839 242	1,277 242
Utilised in the period Amounts released unused	(438)	(158) (37)	(596) (37)
At end of period		886	886
The elements of deferred taxation are as follows			
		2006 £'000	2005 £'000
Difference between accumulated depreciation and amortisation and capital allowances Other timing differences		-	729 (291)
Deferred tax liability		-	438

The other provision relates to a dilapidation and an onerous lease provision

15 Commitments

(a) Capital commitments at the end of the financial period, for which no provision has been made, are as follows

	2006 £'000	2005 £'000
Contracted	55	250

(b) As at the period end the Company has annual commitments under non-cancellable operating leases as set out below

	Other		Lar	Land and buildings	
	2006	2005	2006	2005	
	£'000	£'000	£.000	£'000	
Operating leases which expire					
Within one year	-	•	497	490	
In two to five years	7	-	1,186	639	
In over five years	1	-	9,040	7,662	
	8	-	10,723	8,791	
	·				

16 Related party guarantees

The ultimate parent undertaking, Maplin Electronics Group (Holdings) Limited, has loans outstanding at the year end which are secured on the assets of the group. At 30 December 2006, these loans amounted to £109 5m (2005 £118 0m)

17 Share capital

	2006 £'000	2005 £'000
Authorised		
Ordinary shares of £1 each	74	74
Redeemable ordinary shares of £1 each	350	350
	424	424
Allotted, called up and fully paid		
Ordinary shares of £1 each	70	70
Redeemable ordinary shares of £1 each	350	350
•	420	420
	<u></u>	

The redeemable ordinary shares of £1 nominal value rank part passu with the ordinary shares, except that the redeemable ordinary shares may be redeemed at par at the option of either the Company or the holder at any time

18 Reserves

	Share premium £'000	Profit and loss account £'000
At beginning of period	429	21,471
Profit for the financial period	-	14,535
At end of period	429	36,006
•		

19 Pension commitments

Maplin Electronics Limited, a fully owned subsidiary of Maplin Electronics Group (Holdings) Limited, is the sponsoring employer of The Maplin Electronics Group Personal Pension Scheme, a defined contribution money purchase scheme. The pension cost charge for the period represents contributions payable by the group to the fund and amounted to £212,000 (2005 £179,000)

Previously Maplin Electronics Limited was the sponsoring employer of The Saltire Group Pension Scheme and its predecessor The Saltire Group Retirement Benefits Scheme. The former scheme was fully wound up during 2006 and the latter scheme is in the final stages of being wound up which is expected to be finalised during 2007. No costs have been incurred in respect of either of these schemes during the period and no additional liabilities are expected to be incurred on completion of the wind up of The Saltire Group Retirement Benefits Scheme.

20 Ultimate parent company and parent undertaking of larger group of which the company is a member

The ultimate controlling party is Montagu Private Equity Limited as a result of the size of their shareholding in the Group

The Company is a subsidiary undertaking of Maplin Electronics (Holdings) Limited

The largest group in which the results of the Company are consolidated is that headed by Maplin Electronics Group (Holdings) Limited The consolidated accounts of this Company are available to the public from the registered office