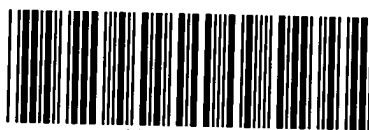


REGISTERED NUMBER: 06753944 (England and Wales)

**STRATEGIC REPORT,
REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013
FOR
ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

GBJ LLP
Sterling House
27 Hatchlands Road
Redhill
Surrey
RH1 6RW

TUESDAY



A3HHWY41

A61

30/09/2014

#207

COMPANIES HOUSE

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**COMPANY INFORMATION
FOR THE YEAR ENDED 31 DECEMBER 2013**

DIRECTORS:

G D Seth
Mrs J Seth
R D Seth

SECRETARY:

Mrs J Seth

REGISTERED OFFICE:

Kingfisher House
Restmor Way
Hackbridge Road
Wallington
Surrey
SM6 7AH

REGISTERED NUMBER:

06753944 (England and Wales)

AUDITORS:

GBJ LLP
Sterling House
27 Hatchlands Road
Redhill
Surrey
RH1 6RW

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2013**

The directors present their strategic report for the year ended 31 December 2013.

REVIEW OF BUSINESS

Growth levelled as during the year, economic recovery showed little signs in our market place.

Volumes and margins were as predicted. We are expecting the consumer led recovery to become more evident in the months to come.

ON BEHALF OF THE BOARD:

A handwritten signature in black ink, appearing to read 'G D Seth', written in a cursive style.

G D Seth - Director

18 September 2014

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2013**

The directors present their report with the financial statements of the company for the year ended 31 December 2013.

DIVIDENDS

No dividends will be distributed for the year ended 31 December 2013.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2013 to the date of this report.

G D Seth
Mrs J Seth
R D Seth

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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;
- 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.

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2013**

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:

A handwritten signature in black ink, appearing to read 'G D Seth', is written over a horizontal line.

G D Seth - Director

18 September 2014

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF ASCOT INTERNATIONAL SPORTS & FOOTWEAR LIMITED

We have audited the financial statements of Ascot International Sports & Footwear Limited for the year ended 31 December 2013 on pages seven to seventeen. 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).

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 a Report of the Auditors 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

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

Scope of the audit of the financial statements

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 Strategic Report and the Report of the Directors 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 financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2013 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where 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.

GBJ LLP

Mr N I Green (Senior Statutory Auditor)
for and on behalf of GBJ LLP
Sterling House
27 Hatchlands Road
Redhill
Surrey
RH1 6RW

18 September 2014

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2013**

	Notes	31.12.13 £	31.12.12 £
TURNOVER	2	12,707,762	12,075,146
Cost of sales		10,200,690	10,055,894
GROSS PROFIT		2,507,072	2,019,252
Administrative expenses		1,874,371	1,950,395
		632,701	68,857
Other operating income		2,000	8,500
OPERATING PROFIT	4	634,701	77,357
Interest payable and similar charges	5	114,378	66,513
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		520,323	10,844
Tax on profit on ordinary activities	6	125,181	4,846
PROFIT FOR THE FINANCIAL YEAR		395,142	5,998

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current year or previous year.

The notes form part of these financial statements

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED (REGISTERED NUMBER: 06753944)**

**BALANCE SHEET
31 DECEMBER 2013**

	Notes	31.12.13 £	31.12.12 £
FIXED ASSETS			
Tangible assets	7	135,237	78,926
CURRENT ASSETS			
Stocks	8	2,333,712	1,974,046
Debtors	9	2,581,867	2,056,953
Cash in hand		1,626	1,874
		<u>4,917,205</u>	<u>4,032,873</u>
CREDITORS			
Amounts falling due within one year	10	<u>4,229,477</u>	<u>3,683,976</u>
NET CURRENT ASSETS		<u>687,728</u>	<u>348,897</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u><u>822,965</u></u>	<u><u>427,823</u></u>
CAPITAL AND RESERVES			
Called up share capital	13	1	1
Profit and loss account	14	<u>822,964</u>	<u>427,822</u>
SHAREHOLDERS' FUNDS	18	<u><u>822,965</u></u>	<u><u>427,823</u></u>

The financial statements were approved by the Board of Directors on 18 September 2014 and were signed on its behalf by:



G D Seth - Director

The notes form part of these financial statements

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2013**

	Notes	31.12.13 £	31.12.12 £
Net cash outflow from operating activities	1	(235,034)	(350,143)
Returns on investments and servicing of finance	2	(114,378)	(66,513)
Taxation		-	(107,652)
Capital expenditure	2	(85,528)	(53,898)
Decrease in cash in the period		<u>(434,940)</u>	<u>(578,206)</u>
Reconciliation of net cash flow to movement in net debt	3		
Decrease in cash in the period		<u>(434,940)</u>	<u>(578,206)</u>
Change in net debt resulting from cash flows		<u>(434,940)</u>	<u>(578,206)</u>
Movement in net debt in the period		(434,940)	(578,206)
Net (debt)/funds at 1 January		<u>(510,658)</u>	<u>67,548</u>
Net debt at 31 December		<u>(945,598)</u>	<u>(510,658)</u>

The notes form part of these financial statements

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**NOTES TO THE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2013**

1. RECONCILIATION OF OPERATING PROFIT TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES

	31.12.13	31.12.12
	£	£
Operating profit	634,701	77,357
Depreciation charges	30,217	23,104
Profit on disposal of fixed assets	(1,000)	(800)
Increase in stocks	(359,666)	(82,058)
Increase in debtors	(537,895)	(661,549)
(Decrease)/increase in creditors	(1,391)	293,803
Net cash outflow from operating activities	<u>(235,034)</u>	<u>(350,143)</u>

2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	31.12.13	31.12.12
	£	£
Returns on investments and servicing of finance		
Interest paid	<u>(114,378)</u>	<u>(66,513)</u>
Net cash outflow for returns on investments and servicing of finance	<u>(114,378)</u>	<u>(66,513)</u>
Capital expenditure		
Purchase of tangible fixed assets	<u>(86,528)</u>	<u>(58,898)</u>
Sale of tangible fixed assets	<u>1,000</u>	<u>5,000</u>
Net cash outflow for capital expenditure	<u>(85,528)</u>	<u>(53,898)</u>

The notes form part of these financial statements

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**NOTES TO THE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2013**

3. ANALYSIS OF CHANGES IN NET DEBT

	At 1.1.13 £	Cash flow £	At 31.12.13 £
Net cash:			
Cash at bank and in hand	1,874	(248)	1,626
Bank overdraft	<u>(512,532)</u>	<u>(434,692)</u>	<u>(947,224)</u>
	<u>(510,658)</u>	<u>(434,940)</u>	<u>(945,598)</u>
 Total	 <u><u>(510,658)</u></u>	 <u><u>(434,940)</u></u>	 <u><u>(945,598)</u></u>

The notes form part of these financial statements

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention.

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Office improvements and fixtures	- 25% on cost
Motor vehicles	- 25% on cost
Computer equipment	- 25% on cost

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

2. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the company.

An analysis of turnover by geographical market is given below:

	31.12.13	31.12.12
	£	£
United Kingdom	12,100,762	11,732,146
Europe	491,000	298,000
Rest of the World	116,000	45,000
	<u>12,707,762</u>	<u>12,075,146</u>

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2013**

3. STAFF COSTS

	31.12.13	31.12.12
	£	£
Wages and salaries	564,278	480,961

The average monthly number of employees during the year was as follows:

31.12.13	31.12.12
24	21

4. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

	31.12.13	31.12.12
	£	£
Depreciation - owned assets	30,217	23,104
Profit on disposal of fixed assets	(1,000)	(800)
Auditors' remuneration	18,350	11,102
Directors' remuneration	21,361	19,061

5. INTEREST PAYABLE AND SIMILAR CHARGES

	31.12.13	31.12.12
	£	£
Bank interest	70,628	38,613
Other interest payable	43,750	27,900
	114,378	66,513

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2013**

6. TAXATION

Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows:

	31.12.13 £	31.12.12 £
Current tax:		
UK corporation tax	130,027	-
Deferred tax	(4,846)	4,846
Tax on profit on ordinary activities	<u>125,181</u>	<u>4,846</u>

7. TANGIBLE FIXED ASSETS

	Office improvements and fixtures £	Motor vehicles £	Computer equipment £	Totals £
COST				
At 1 January 2013	9,620	118,430	15,545	143,595
Additions	72,528	14,000	-	86,528
Disposals	-	(11,600)	-	(11,600)
At 31 December 2013	<u>82,148</u>	<u>120,830</u>	<u>15,545</u>	<u>218,523</u>
DEPRECIATION				
At 1 January 2013	4,754	55,063	4,852	64,669
Charge for year	5,652	21,114	3,451	30,217
Eliminated on disposal	-	(11,600)	-	(11,600)
At 31 December 2013	<u>10,406</u>	<u>64,577</u>	<u>8,303</u>	<u>83,286</u>
NET BOOK VALUE				
At 31 December 2013	<u>71,742</u>	<u>56,253</u>	<u>7,242</u>	<u>135,237</u>
At 31 December 2012	<u>4,866</u>	<u>63,367</u>	<u>10,693</u>	<u>78,926</u>

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2013**

8. STOCKS

	31.12.13 £	31.12.12 £
Finished goods	<u>2,333,712</u>	<u>1,974,046</u>

9. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.12.13 £	31.12.12 £
Trade debtors	2,303,829	1,753,387
Amounts owed by group undertakings	270	270
Other debtors	250,249	115,457
Deferred tax asset	-	12,981
Prepayments	27,519	174,858
	<u>2,581,867</u>	<u>2,056,953</u>

10. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.12.13 £	31.12.12 £
Bank loans and overdrafts (see note 11)	947,224	512,532
Trade creditors	31,429	41,825
Amounts owed to group undertakings	568,619	267,691
Corporation tax	130,027	-
Social security and other taxes	11,866	11,323
VAT	105,276	64,544
Other creditors	836,460	635,191
Amounts due to related parties	1,061,678	1,692,657
Accrued expenses	536,898	458,213
	<u>4,229,477</u>	<u>3,683,976</u>

11. LOANS

An analysis of the maturity of loans is given below:

	31.12.13 £	31.12.12 £
Amounts falling due within one year or on demand:		
Bank overdrafts	<u>947,224</u>	<u>512,532</u>

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2013**

12. SECURED DEBTS

The following secured debts are included within creditors:

	31.12.13	31.12.12
	£	£
Bank overdrafts	<u>947,224</u>	<u>512,532</u>

The bank overdraft and letter of credit facilities are secured by way of a fixed and floating charge over all the assets of the group both present and future.

The company is also subject to an unlimited multilateral guarantee with respect to all fellow group companies.

13. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	31.12.13	31.12.12
			£	£
1	Ordinary	£1	<u>1</u>	<u>1</u>

14. RESERVES

	Profit and loss account £
At 1 January 2013	427,822
Profit for the year	<u>387,058</u>
At 31 December 2013	<u>814,880</u>

15. ULTIMATE PARENT COMPANY

The company is a wholly owned subsidiary of Ascot TM Limited, a company registered in England and Wales.

**ASCOT INTERNATIONAL SPORTS & FOOTWEAR
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2013**

16. RELATED PARTY DISCLOSURES

During the period the company made purchases totalling £7,879,000 (2012: £7,622,527) from Atom Limited, a company registered in Hong Kong and controlled by G D Seth. At the balance sheet date £1,157,219 (2012: £1,692,657) was owed by the company to Atom Limited. Interest of £43,750 (2012: £27,900) was paid to Atom Limited during the year.

Management charges of £542,000 (2012: £536,900) were charged to the company by the parent company Ascot TM Limited during the year. These charges included rent and the use of the trademarks held by Ascot TM Limited.

At the balance sheet date, £105,624 (2012: £104,715) was owed from Aruna Seth Shoes Limited, a company registered in England and Wales, in which G D Seth owns 50% of the share capital.

At the balance sheet date, £134,125 (2012: £2,242) was owed from Protein World Limited, a company registered in England and Wales, in which G D Seth is a director and owns 50% of the share capital.

17. ULTIMATE CONTROLLING PARTY

Throughout the period the company was controlled by G D Seth.

18. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31.12.13	31.12.12
	£	£
Profit for the financial year	387,058	5,998
Net addition to shareholders' funds	387,058	5,998
Opening shareholders' funds	427,823	421,825
Closing shareholders' funds	814,881	427,823