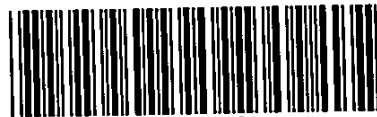


HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)

**ANNUAL REPORT & FINANCIAL STATEMENTS
FOR THE 52 WEEKS ENDED 25 JUNE 2011**

Registered number 40754

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HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
OFFICERS AND PROFESSIONAL ADVISERS

Directors

P J Diepenink
S J Grobler
M J Jooste
F J Nel
I D Sussman
J H Robins
H Odendaal

Company secretary

J H Robins

Registered office

Steinhoff UK Group
Fifth Floor
Festival House
Jessop Avenue
Cheltenham
Gloucestershire
GL50 3SH

Auditor

Deloitte LLP
Chartered Accountant and Statutory Auditor
2 Hardman St
Manchester, United Kingdom

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
DIRECTORS' REPORT

The directors present their annual report on the affairs of the company together with the financial statements and independent auditor's report, for the 52 weeks ended 25 June 2011

Principal activity

On 24 December 2010, the company acquired the trade and assets of a fellow group company in order to consolidate the retail divisions of Steinhoff UK under one statutory company. The divisions acquired were Harveys Reid Furniture, Bensons for Beds, Sleepmasters and Bedshed. Following the transfer, on 5 January 2011 the company changed its name to Homestyle Operations Limited.

The company's principal business activity remains the retailing of furniture and beds. The company now trades under the following fasciae:
- Harveys Cargo, Reid Furniture, Bensons for Beds, Sleepmasters and Bed Shed.

The company is a wholly-owned subsidiary undertaking of Steinhoff UK Holdings Limited, the parent of the Steinhoff UK group. The ultimate parent company is Steinhoff International Holdings Limited, a company incorporated in The Republic of South Africa.

Results and dividends

The audited financial statements for the 52 weeks ended 25 June 2011 are set out on pages 7 to 27. The profit after taxation for the period was £8,248,000 (52 weeks ended 26 June 2010: £924,000).

The directors do not recommend payment of a dividend (52 weeks to 26 June 2010: same).

Enhanced business review

The directors consider revenue, gross profit margin, profit before taxation, net assets, tangible net assets and cash flows from operating activities to be the key performance indicators of the business.

The acquisition of the trade and assets of a fellow group company has resulted in all the retail operations of the Steinhoff UK Group being consolidated in this company post 25 December 2010. This has had a positive impact on this company's results, with a substantial increase in activity. This acquisition has resulted in the increase in revenue and operating profit.

Due to the company acquiring the trade and assets of a fellow group company midway through the period, the results for the current and prior periods are not directly comparable.

During the 52 weeks ended June 2011, the UK retail market remained under pressure, especially with regards to discretionary spend. This has resulted in the company reassessing all aspects of its business to ensure that its offering remains relevant in the changing market environment. Where possible, back offices have and are being merged and we are continuing to evaluate each fascia's existing footprint. The latter exercise has fortunately resulted in a number of the less successful stores being closed or marketed.

Management are continuously focussing on reducing the cost of sales and all other cost categories to ensure that profits are maximised.

Interest receivable on related party loans totalled £2 million (2010: £0.1 million), and interest payable £0.6m (2010: £Nil). The increases were as a result of the trade and assets acquisition and the increased principal loan values.

The taxation charge of £1.3 million (2010: £0.1 million) increased due to the higher taxable profit. Unrecognised deferred tax assets brought forward ensured that the tax charge for the year was lower than the current UK corporation tax rate of 27.5%.

On 24 June 2011, the company issued shares of nominal value £1,000 for £100 million to Steinhoff UK Holdings Limited, the parent company. As a consequence of this injection of capital and the profit generated in the year, the company's net asset value increased to £117.1 million at 25 June 2011 (26 June 2010: £7.3 million).

Tangible net asset value, defined as net asset value less goodwill and intangible assets, has increased from £7.3 million to £40.9 million.

The company's cash inflow from operating activities increased from £0.5 million in the prior year to £46.2 million in the current year, following an improved working capital position and the acquisition of trade and assets of a fellow group company.

Health and safety, specifically time lost due to injuries, is an important non-financial key performance indicator for the business, and the company has continued to improve in this area during the period.

Principal risks and uncertainties

The company has considerable financial resources together with a large number of customers and suppliers across different geographic areas. As a consequence, the directors believe that the company is well placed to manage its business risks successfully despite the current uncertain economic outlook. The circumstances surrounding the principal economic, competitive and financial risks are described below.

The current downturn in the world economy has had an impact on the retail sector and in particular, the household goods sector. On the back of the current results and strengthened balance sheet, the directors believe that the company has proved that it is able to adapt to these changed circumstances. The strength of its ultimate parent also ensures that it will be well positioned to capitalise on weaker competitors and to benefit from any future market consolidation.

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
DIRECTORS' REPORT (Continued)

Principal risks and uncertainties (continued)

The company's market remains highly competitive with a large number of industry players. Price competition is inherent in such a market. This competition has been tempered by the exit of certain of the traditional players including a number of independents. The directors believe that the company will continue to attract its fair share of this substantial market if it continues to combine outstanding value with product quality and customer service.

The financial risks include liquidity risk, the impact of interest rate changes, and foreign exchange risk.

The company finances operations through a mixture of internal resources, bank and group borrowings and share capital, and makes use of both the UK and International group's treasury functions to obtain the required funding. The company's policy is to ensure that there are sufficient facilities in place to fund its ongoing operations and that they are secure, adequate and appropriately priced for its needs.

The company has variable rate borrowings and ensures that as far as practical, interest costs are maintained at the lowest possible level by monitoring cash flow on a daily basis and transferring money between facilities to achieve the most beneficial interest rates.

The company's activities expose it to the financial risks of changes in foreign currency exchange rates. This risk is managed in two ways. The first is that a significant portion of the company's purchases from overseas are purchased through Steinhoff UK Upholstery Limited (a subsidiary company) who invoices this company in sterling. Steinhoff UK Upholstery Limited manages its currency exposure in line with group guidelines and via group treasury. In addition, Homestyle Operations Limited deals with certain suppliers and to the extent that the company purchases goods in foreign currencies directly, the foreign currency requirements are forecast and forward contracts are entered into by Relyon Group Limited, a fellow Steinhoff UK group company on behalf of Homestyle Operations Limited, to cover a proportion of the anticipated currency requirement in line with group policies.

The use of financial derivatives is governed by the policies approved by the board of directors and conforms with Steinhoff Group policies. The company does not use derivative financial instruments for speculative purposes.

Note 22 to the financial statements includes the company's objectives, policies and processes for managing its financial risk, details of its financial instruments and hedging activities and its exposures to credit risk and liquidity risk.

Going concern

After making enquiries, the directors have a reasonable expectation that the company has adequate trading opportunities and resources to continue in operational existence for the foreseeable future. The company has also received a letter of financial support from Steinhoff UK Holdings Limited, the parent company. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in the Statement of accounting policies in the financial statements.

Directors and Officers

The following directors served during the period and to the date of this report:

M Ashcroft (appointed 21 October 2010, resigned 5 November 2010)

P J Diepenink

C Gilbert (resigned 14 December 2010)

S J Grobler (appointed 11 February 2011)

M J Jooste (appointed 11 February 2011)

F J Nel (appointed 11 February 2011)

J H Robins (appointed 11 February 2011)

I D Sussman (appointed 11 February 2011)

H Odendaal (appointed 16 August 2011)

I M Topping (resigned 11 August 2011)

Directors' indemnities

The Steinhoff International group has made qualifying third party indemnity provisions for the benefit of the directors of the company which were in place throughout the period and remain in force at the date of this report.

Supplier payment policy

The company's policy is to agree terms of payment with suppliers when entering into a transaction and abide by them.

Employees

We are committed to equal employment and support an open and practical approach to employing disabled people wherever suitable opportunities exist. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the company continues and that appropriate training is arranged.

We value equally our full and part time staff and we seek to improve the skills and performance of our employees and so enhance career development opportunities. We seek at all times to provide and manage a safe working environment in all our operations and we undertake in-house health and safety audits. We endeavour to keep our staff fully informed on matters of significance to them and to regularly consult with them on matters which affect them.

Auditor

Each of the directors at the date of approval of this annual report confirms that:

- a) so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- b) the 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 auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provision of s418 of the Companies Act 2006.

Deloitte LLP are deemed to be reappointed under s487(2) of the Companies Act 2006.

P Diepenink
Director

8 December 2011

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the annual 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 the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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 International Accounting Standard 1 requires that directors

- properly select and apply accounting policies
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance, and
- make an assessment of the company's ability to continue as a going concern

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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HOMESTYLE OPERATIONS LIMITED

We have audited the financial statements of Homestyle Operations Limited for the 52 week period ended 25 June 2011 which comprise the Income Statement the Statement of Comprehensive Income the Balance Sheet the Statement of Changes in Shareholders' Equity the Cash Flow Statement the Statement of Accounting Policies and the related notes 1 to 26. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

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.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement, 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 annual report to identify material inconsistencies with the audited financial statements. If we become aware of any 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 25 June 2011 and of its profit for the period then ended
- have been properly prepared in accordance with IFRSs as adopted by the European Union, 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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.



Patrick Loftus (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
Manchester, United Kingdom
9 December 2011

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
INCOME STATEMENT
FOR THE 52 WEEKS ENDED 25 JUNE 2011

		52 weeks to 25 June 2011 £000	52 weeks to 26 June 2010 £000
Continuing operations	Note		
Revenue		230,157	36 068
Cost of sales		(115,076)	(16,905)
Gross profit		115,081	19 163
Selling and distribution costs		(80,775)	(16 327)
Administrative expenses		(26,213)	(1,905)
Operating profit		8,093	931
Interest income	1	2,156	129
Pension finance cost	17	(169)	-
Finance costs	2	(553)	(34)
Total finance income		1,434	95
Profit before taxation	5	9,527	1 026
Taxation	6	(1,279)	(102)
Profit for the period after taxation	19	8,248	924

The accompanying notes are an integral part of these financial statements

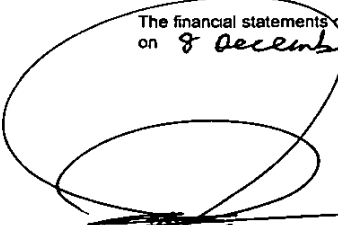
HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
STATEMENT OF COMPREHENSIVE INCOME
FOR THE 52 WEEKS ENDED 25 JUNE 2011

	Notes	52 weeks to 25 June 2011 £'000	52 weeks to 26 June 2010 £'000
Actuall gain on defined benefit pension schemes	17	2,672	-
Deferred tax effect of actuarial movement	16	(695)	-
Net expense recognised directly in equity	19	1,977	-
Profit for the period		8,248	924
Total comprehensive income for the period		10,225	924

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
BALANCE SHEET
AS AT 25 JUNE 2011

	Notes	25 June 2011 £'000	26 June 2010 £ 000
Non-current assets			
Goodwill	7	73,393	-
Intangible assets	8	2,884	-
Property plant & equipment	9	22,956	1 911
Investments in subsidiaries	10	100	-
Amounts owed by group undertakings	25	5,469	-
Deferred tax assets	16	1,477	-
		<u>106,279</u>	<u>1 911</u>
Current assets			
Inventories	11	36,674	5 334
Trade and other receivables	12	219,987	4,783
Cash and cash equivalents		<u>29,958</u>	<u>-</u>
		<u>286,619</u>	<u>10 117</u>
Current liabilities			
Trade and other payables	13	(111,153)	(4 391)
Bank overdrafts	14	-	(312)
Corporation tax liabilities		(1,271)	(74)
Short term provisions	15	(277)	-
		<u>(112,701)</u>	<u>(4,777)</u>
Net current assets		<u>173,918</u>	<u>5 340</u>
Total assets less current liabilities		<u>280,197</u>	<u>7 251</u>
Non-current liabilities			
Retirement benefit obligation	17	(4,420)	-
Amounts owed to group undertakings	25	(157,336)	-
Long-term provisions	15	(1,311)	-
		<u>(163,067)</u>	<u>-</u>
Net assets		<u>117,130</u>	<u>7 251</u>
Equity			
Share capital	18	734	9,780
Share premium		116,429	16 430
Capital redemption reserve		9,047	-
Retained earnings	19	(9,080)	(18,959)
Shareholder's funds		<u>117,130</u>	<u>7,251</u>

The financial statements of Homestyle Operations Limited registered number 40754 were approved by the Board of Directors and authorised for issue on 8 December 2011.


P J Diepenkn
Director

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE 52 WEEKS ENDED 25 JUNE 2011

	Share capital	Share premium	Capital redemption reserve	Retained earnings	Total
	£ 000	£ 000	£ 000	£ 000	£'000
At 28 June 2009	9 780	16,430	-	(19 892)	6,318
Profit for the year	-	-	-	924	924
Actuall loss on retirement benefit schemes net of deferred tax	-	-	-	-	-
Share based payments credit (note 19)	-	-	-	9	9
At 27 June 2010	9 780	16 430	-	(18 959)	7,251
Profit for the year	-	-	-	8,248	8,248
Actuall gain on retirement benefit schemes net of deferred tax	-	-	-	1 977	1,977
Share based payments charge (note 19)	-	-	-	(346)	(346)
Repurchase of deferred share capital (note 18)	(9,047)	-	9 047	-	-
Issue of ordinary share capital (note 18)	1	99 999	-	-	100,000
At 25 June 2011	734	116 429	9 047	(9 080)	117,130

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
CASH FLOW STATEMENT
FOR THE 52 WEEKS ENDED 25 JUNE 2011

	Notes	52 weeks to 25 June 2011 £000	52 weeks to 26 June 2010 £000
Cash flows from operating activities			
Operating profit		8,093	931
Depreciation and impairment on property, plant & equipment	9	4,476	773
Amortisation of intangible assets	8	291	-
Share based payment	19	(346)	9
Loss/(profit) on disposal of property plant & equipment	5	272	(52)
Loss on disposal of intangible assets	5	303	-
Reduction in provisions	15	(395)	-
Pension contributions paid into defined benefit scheme		(1,409)	-
Taxation paid		(9,285)	(42)
Operating cash flows before changes in working capital		2,000	1 619
Decrease/(increase) in inventories		6,627	(477)
Decrease in net intercompany receivables		34,262	566
Decrease in trade and other receivables		6,797	144
Decrease in trade and other payables		(3,507)	(1,350)
Net cash inflow from operating activities		46,179	502
Cash flows from investing activities			
Interest received	1	2,156	129
Purchase of property, plant and equipment	9	(3,980)	(696)
Purchase of intangible assets	8	(397)	-
Proceeds on disposal of property, plant & equipment		41	584
Acquisition of subsidiary	10	(100)	-
Acquisition of trade and assets	20	(13,076)	-
Net cash (outflow)/inflow from investing activities		(15,356)	17
Cash flows from financing activities			
Interest paid	2	(553)	(34)
Net cash outflow from financing activities		(553)	(34)
Net increase in cash and cash equivalents		30,270	485
Opening cash and cash equivalents		(312)	(797)
Closing cash and cash equivalents		29,958	(312)
Cash and cash equivalents comprises			
- Cash and cash equivalents		29,958	-
- Bank overdrafts		-	(312)
		29,958	(312)

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
STATEMENT OF ACCOUNTING POLICIES
FOR THE 52 WEEKS ENDED 25 JUNE 2011

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable International Financial Reporting Standards ("IFRSs"). The financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the company operates.

The company's accounting period ends on the last Saturday in June.

Consolidated financial statements have not been prepared by the company as permitted by Section 400 of the Companies Act 2006 as the company and its subsidiary are included in the consolidated financial statements of Steinhoff UK Holdings Limited.

Going concern

The company's business activities together with the factors likely to affect its future development, performance and position are set out in the directors' report on pages 3 to 4 which describes the financial position of the company, its cash flows, liquidity position, the company's objectives, policies and processes for managing its capital, its financial risk management objectives, details of its financial instruments and hedging activities, and its exposure to credit risk and liquidity risk.

The company meets its day to day working capital requirements through a series of overdraft facilities and revolving credit facilities arranged for the Steinhoff UK Holdings Limited group. The current economic conditions create uncertainty particularly over the level of demand for the company's products, the exchange rate between sterling and dollar and thus the consequence for the cost of the company's goods for resale and the availability of bank finance in the foreseeable future.

The company consolidates its forecasts and projections into those of the Steinhoff UK Holdings group. These forecasts show that, taking account of reasonably possible changes in trading performance, the company and Steinhoff UK Holdings group should be able to operate within the level of the current facility.

The directors have received confirmation that Steinhoff Europe AG (Austria), the Steinhoff UK group's holding company, will continue to provide the necessary level of support to enable the Steinhoff UK group to continue to operate for a period of 12 months from the date of signing the financial statements. This support is provided direct to Steinhoff UK Holdings Limited. The directors have received confirmation that Steinhoff UK Holdings Limited will then provide financial support to this company for a period of 12 months from the date of signing the financial statements. In considering the ability of Steinhoff AG (Austria) and ultimately Steinhoff International Holdings Limited's ability to provide any necessary support in the context of the uncertainties all companies face as a result of the current economic climate, the directors have obtained an understanding of Steinhoff AG (Austria)'s and Steinhoff International's forecasts, the continuing availability of their facilities and their strategic and contingent plans. Additional details surrounding these factors and mitigating actions can be found in the accounts for Steinhoff International Holdings Limited.

After making enquiries, the directors have a reasonable expectation that the company and the Steinhoff UK group have adequate trading opportunities and resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern bases in preparing the annual report and accounts.

Property, plant and equipment

Property, plant and equipment is stated at cost, net of depreciation and any recognised impairment loss.

Depreciation is provided on all property, plant and equipment, other than freehold land, at rates calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Short-leasehold interests	Premiums	Term of lease
	Tenants' fixtures	8-10% per annum, or term of lease
	Mezzanine floors	Term of lease
Equipment and vehicles		
Fixtures and fittings		10-25% per annum
Vehicles		20-25% per annum
Display assets		50% per annum

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets, or where shorter, over the term of the relevant lease.

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in income.

Goodwill

Goodwill arising on the acquisition of businesses represents the excess of the cost of acquisition over the fair value of the identifiable assets and liabilities acquired. Goodwill is recognised as an asset and reviewed for impairment annually, or more frequently when there is an indication that it may be impaired. Any impairment is recognised immediately in the income statement and is not subsequently reversed. On disposal of a business the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

For the purpose of impairment testing, goodwill is allocated to the cash generating units expected to benefit from the synergies of the combination. If the recoverable amount is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the amount of goodwill allocated to the unit and then to other assets in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Goodwill arising on acquisitions before the date of transition to IFRSs has been retained at the previous UK GAAP amounts subject to being tested for impairment.

Other intangible assets

Software is initially measured at purchase cost and is amortised over its expected useful life.

Brands are initially measured at purchase cost and are reviewed for impairment annually, or more frequently when there is an indication that they may be impaired. Any impairment is recognised immediately in the income statement.

Impairment of tangible and other intangible assets excluding goodwill

At each balance sheet date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
STATEMENT OF ACCOUNTING POLICIES (continued)
FOR THE 52 WEEKS ENDED 25 JUNE 2011

Impairment of tangible and other intangible assets excluding goodwill (continued)

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately. Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised as income immediately.

Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the period. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other periods and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities that affects neither the tax profit nor the accounting profit.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the company intends to settle its current tax assets and liabilities on a net basis.

Revenue recognition

Revenue represents the fair value of amounts receivable for goods and services provided in the normal course of business, net of trade discounts, VAT and other sales related taxes. Sales are recognised on delivery to customers. Sales of items taken directly from retail stores are recognised on the date of sale. All revenue is earned from business in the UK and Eire.

Where payments are received from customers in advance of delivery, the amounts are recorded as deferred income and included as customer deposits received within creditors due within one year.

Interest income

Interest income is accrued on a time basis, by reference to the principal outstanding and the effective interest rate applicable.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost comprises the purchase price of materials and merchandise. Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and disposal. Provision is made for obsolete, slow-moving or defective items where appropriate.

Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange expected for the transaction. Expenses are recorded at the rate expected to be realised when the transaction is paid for, based on the exchange rate provided by Steinhoff International, the current exchange rate on the date of the transaction and the forward contract rate provided by Steinhoff UK group treasury. At each balance sheet date, monetary assets and liabilities denominated in foreign currencies are restated at the rates prevailing on the balance sheet date. Gains and losses arising on retranslation are recognised in the income statement for the period in which the gain or loss arises. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Investments

Investments in subsidiary undertakings are initially measured at cost, including transaction costs. At subsequent reporting dates, investments are carried at cost subject to annual impairment review.

Financial instruments

Financial assets and financial liabilities are recognised on the company's balance sheet when the company becomes a party to the contractual provisions of the instrument.

Financial assets

The financial assets are loans and receivables.

Financial assets - Loans and receivables

Trade receivables and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost less impairment.

Impairment of Financial Assets

Financial assets are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted. For loans and receivables, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables where the carrying amount is reduced through the use of an allowance account. When a trade receivable is uncollectable, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
STATEMENT OF ACCOUNTING POLICIES (continued)
FOR THE 52 WEEKS ENDED 25 JUNE 2011

Financial instruments (continued)

Financial assets (continued)

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. The company includes un-presented cheques in trade creditors and uncleared lodgements in trade debtors.

Financial instruments issued by the company

Financial liabilities and equity

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Other financial liabilities

Trade and other payables are initially measured at fair value, and are subsequently measured at amortised cost.

Debt

Debt is initially stated at the amount of the net proceeds after deduction of issue costs. The carrying amount is increased by the finance cost in respect of the accounting period and reduced by payments made in the period. Costs incurred in connection with a financial restructuring or renegotiation are written off to the income statement as incurred. Where such costs are material they are separately identified within finance costs.

Provisions

Provisions are recognised when the company has a present obligation as a result of a past event, and it is probable that the company will be required to settle that obligation. Provisions are measured at the directors' best estimate of the expenditure required to settle the obligation at the balance sheet date and are discounted to present value where the effect is material.

Retirement benefit costs

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due. Payments made to state-managed retirement benefit schemes are dealt with as payments to defined contribution schemes where the company's obligations under the schemes are equivalent to those arising in a defined contribution retirement benefit scheme.

For defined benefit schemes, the cost of providing benefits is determined using the Projected Unit Cost Method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in full in the period in which they occur. They are recognised outside of the income statement and presented in the statement of recognised income and expense. Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested.

The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost and as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost plus the present value of available refunds and reductions in future contributions to the scheme.

Operating leases

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are also spread on a straight-line basis over the lease term.

Share based payments

The company has applied the requirements of IFRS 2 'Share based payment'. Certain directors of the company are members of the Steinhoff International Holdings Limited share incentive scheme. The fair value of the services received under this scheme is calculated by Steinhoff International Holdings Limited by the use of the Black Scholes model and the amount attributable to this company is charged to the Income Statement. Steinhoff International Holdings Limited does not recharge the company for these services so an amount equal to the annual charge is credited directly to reserves in accordance with IFRS 2.

Critical judgements and estimates in applying the accounting policies

In the process of applying the accounting policies described above, management has made the following judgements and estimates that have the most significant effect on the amounts recognised in the financial statements:

Pension scheme

Valuations of the company's defined benefit schemes are inherently based on various assumptions for investment returns, discount rates, salary and pension increases in inflation. Details of the assumptions used may be found in note 17.

Goodwill

The calculation for considering the impairment of the carrying amount of goodwill requires a comparison of the present value of the cash-generating units for which goodwill has been allocated to the value of goodwill in the balance sheet. The calculation of present value requires an estimation of the future cash flows expected to arise from the cash-generating units and the selection of a suitable discount rate. Details of the assumptions made may be found in note 7.

Standards and interpretations

There have been no new or revised Standards or Interpretations which have affected the amounts reported in these financial statements.

At the date of authorisation of these financial statements, the following standards and interpretations, which have not been applied in these financial statements, were in issue but not yet effective. The directors anticipate that the adoption of these standards and interpretations will have no material impact on the company's financial statements:

- Amendments to IAS 1 (June 2011) Presentation of Items of Other Comprehensive Income,
- IAS 19 (revised June 2011) Employee Benefits
- IFRS 13 Fair Value Measurement
- IFRS 12 Disclosure of Interests in Other Entities
- IAS 28 (revised May 2011) Investments in Associates and Joint Ventures
- IAS 27 (revised May 2011) Separate Financial Statements
- Amendments to IAS 12 (December 2010) Deferred Tax: Recovery of Underlying Assets,
- Amendments to IFRS 7 (October 2010) Disclosures - Transfers of Financial Assets
- Improvements to IFRSs 2010 (May 2010),
- IFRS 9 Financial Instruments
- IAS 24 (revised November 2009) Related Party Disclosures
- IFRS 10 Consolidated Financial Statements

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
NOTES TO THE FINANCIAL STATEMENTS
FOR THE 52 WEEKS ENDED 25 JUNE 2011

	52 weeks to 25 June 2011 £'000	52 weeks to 26 June 2010 £'000
1 Interest income		
Intercompany loan interest	2,029	129
Bank and other interest receivable	127	-
	2,156	129
2 Finance costs		
Intercompany loan interest	553	-
Bank and other interest payable	-	34
	553	34
3 Staff costs		
The aggregate remuneration (including executive directors) comprised		
Wages and salaries	39,837	7 214
Social security costs	3,798	529
Pension costs	338	54
	43,973	7 797
The average monthly number of employees (including executive directors) was	Number	Number
Selling and distribution	1,824	335
Administration	204	39
	1,828	374
4 Directors' emoluments and transactions		
Members of defined benefit scheme	-	-
Members of defined contribution scheme	3	1
Highest paid director's emoluments		
Emoluments	235	97
No director is beneficially entitled in any significant contract to which the company or a subsidiary was a party during the period		
Key management personnel		
The remuneration of executive directors who are the key management of the company is set out in aggregate for each of the categories specified in IAS 24 "Related Party Disclosures"		
	52 weeks to 25 June 2011 £000	As represented 52 weeks to 26 June 2010 £000
Salaries and short term employee benefits	472	159
Post employment benefits	40	8
	512	167

Certain directors of the company are members of the Steinhoff International Holdings Limited share incentive scheme. During the period no (2010: no) directors exercised options under this scheme.

The emoluments of Messrs Jooste, Nel and Grobler were paid by Steinhoff International Holdings Limited in South Africa in both the current and prior year. It is not practicable to split their remuneration between their services to group companies. Details of the emoluments can be found in that company's financial statements. Mr Sussman does not receive remuneration from the Group.

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE 52 WEEKS ENDED 25 JUNE 2011

	52 weeks to 25 June 2011 £'000	52 weeks to 26 June 2010 £'000
5 Profit before taxation		
The profit from ordinary activities before taxation is stated after charging/(crediting)		
Cost of inventories recognised as an expense	106,316	16,738
Cost of inventories written off recognised as an expense	3,260	514
Net foreign exchange gain	(144)	(194)
Depreciation of property plant & equipment (note 9)	4,009	773
Impairment of property plant & equipment (note 9)	467	-
Amortisation of intangible assets (note 8)	291	-
Operating lease rentals - leasehold properties (note 23)	25,461	3,607
Operating lease rentals - other fixed assets (note 23)	2,373	172
Loss/(profit) on disposal of property plant & equipment	272	(52)
Disposal of intangible assets	303	-
Staff costs (note 3)	43,973	7,797
Auditor's remuneration		
Fees payable to the company's auditor for the audit of the company's annual accounts	131	25
Auditor's remuneration for non-audit services		
Tax services	11	-
Other services	243	-
Total non-audit services	254	-
	52 weeks to 25 June 2011 £'000	52 weeks to 26 June 2010 £'000
6 Taxation		
<i>Current tax</i>		
UK corporation tax on profit for the period	502	74
Difference in respect of prior periods' corporation tax	(80)	28
Current tax charge	422	102
<i>Deferred tax</i>		
Movement on deferred tax asset (note 16)	857	-
Total taxation	1,279	102
The tax charge for the period can be reconciled to the profit per the income statement as follows		
Profit before taxation	9,527	1,026
Tax at the current UK corporation tax rate of 27.5% (2010: 28%)	2,620	287
Expenses not deductible for tax purposes	254	16
Timing differences not recognised	(1,731)	(277)
Chargeable gains	-	36
Change in corporation tax rates	216	-
Movement in short-term timing differences	-	12
Difference in respect of prior periods' tax	(80)	28
	1,279	102

The Government announced in June 2010 that it intended to reduce the rate of corporation tax from 28% to 24% over four years and Finance Act 2010 included provisions to reduce the rate of corporation tax to 27% with effect from 1 April 2011. On 23 March 2011 the government announced that it intends to further reduce the rate of corporation tax to 26% with effect from 1 April 2011 and then by 1% per annum to 23% by 1 April 2014. The rate change to 26% was substantively enacted in on 29 March 2011, and the deferred tax balances have been accordingly revalued to the lower rate of 26% in these accounts which has resulted in a debit to the income statement of £216,000.

As further reductions in the rate were not substantively enacted by 30 June 2011, the impact of the anticipated rate change is not reflected in the tax provisions reported in these accounts. If the deferred tax assets of the company were all to reverse after 1 April 2014 the effect of the changes from 26% to 23% would be to reduce the net deferred tax asset by £170,000. To the extent that the deferred tax reverses more quickly than this the impact on the deferred tax asset will be reduced.

The company has taxation losses of approximately £10 million (2010: £20.2 million) available to offset against future profits. The deferred tax asset in respect of tax losses has not been recognised due to the unpredictability of future profit streams.

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE 52 WEEKS ENDED 25 JUNE 2011

	25 June 2011 £'000	26 June 2010 £'000
7 Goodwill		
Cost and carrying amount		
At start of period	-	-
Additions on acquisition of trade and assets (note 20)	<u>73,393</u>	-
At end of period	<u>73,393</u>	-

Goodwill, which is attributable to furniture and bed retailing is reviewed annually for impairment. Each cash generating unit's recoverable amount is based on projections of the unit's cash generating performance extrapolated into perpetuity. The projections use the budget for the next 3 financial years including an assumption of ongoing selling and marketing support from Steinhoff Europe and an assumption of growth of 2.7% thereafter. Cash flows are discounted at a weighted average cost of capital of 6.26% (2010: n/a). The directors estimate discount rates using pre-tax rates that reflect current market assessments of the time value of money.

The growth rates are based on management estimates taking into account current trading performance and expected future economic conditions. Anticipated growth rates across divisions remains positive as in the previous period despite the challenging economic conditions as there are opportunities to increase market share with several competitors ceasing to trade.

The results of the calculations are subject to sensitivity tests in assessing whether any impairment is required. The directors have concluded that no impairment is required.

	Software & total £'000
8 Intangible assets	
Cost	
At 27 June 2010	-
Additions on acquisition of trade and assets (note 20)	5,508
Other additions	397
Transfer from Property, plant & equipment (note 9)	346
Disposals	<u>(303)</u>
At 25 June 2011	<u>5,948</u>
Amortisation	
At 27 June 2010	-
On acquisition of trade and assets (note 20)	2,457
Transfer from Property, plant & equipment (note 9)	316
Charge for period	<u>291</u>
At 25 June 2011	<u>3,064</u>
Net book amount	
At 25 June 2011	<u>2,884</u>
At 27 June 2010	<u>-</u>

Software is amortised from the date that it becomes ready to use.

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE 52 WEEKS ENDED 25 JUNE 2011

9 Property, plant & equipment

	Short leasehold property interests £'000	Equipment and vehicles £'000	Total £'000
Cost			
At 27 June 2010	3 864	4 001	7 865
Additions on acquisition of trade and assets (note 20)	7 269	57,149	64 418
Other additions	261	3 719	3 980
Transfer to intangible assets (note 8)	-	(346)	(346)
Disposals	(671)	(3,106)	(3,777)
At 25 June 2011	10 723	61 417	72 140
Depreciation			
At 27 June 2010	2,398	3 556	5 954
On acquisition of trade and assets (note 20)	4 567	37,967	42,534
Charge for period	631	3 378	4,009
Impairment	-	467	467
Disposals	(338)	(3,126)	(3,464)
Transfer to intangible assets (note 8)	-	(316)	(316)
At 25 June 2011	7 258	41 926	49 184
Net book amount			
At 25 June 2011	3 465	19 491	22 956
At 27 June 2010	1 466	445	1 911

	Short leasehold property interests £'000	Equipment and vehicles £'000	Total £'000
Cost			
At 28 June 2009	4 481	4,197	8 678
Additions	401	295	696
Disposals	(1,018)	(491)	(1,509)
At 26 June 2010	3 864	4 001	7 865
Depreciation			
At 28 June 2009	2 445	3 713	6,158
Charge for period	468	305	773
Disposals	(515)	(462)	(977)
At 26 June 2010	2 398	3 556	5 954
Net book amount			
At 26 June 2010	1 466	445	1 911
At 28 June 2009	2 036	484	2 520

10 Investments in subsidiaries

	25 June 2011 £'000	26 June 2010 £ 000
Cost		
At start of period	3,015	3 015
Acquired from fellow subsidiary	100	-
At end of period	3,115	3 015
Provision		
At the start and end of period	3,015	3 015
Carrying amount		
At end of period	100	-
At start of period	-	-

Principal operating subsidiaries	Place of incorporation and operation	Principal activity	Proportion of ownership and voting rights	
			2011	2010
Steinhoff UK Upholstery Limited	England & Wales	Import/distribution	100%	0%
Reid Financial Services Limited	Scotland	Dormant	100%	0%
RJ's Homeshops Limited	England & Wales	Dormant	100%	100%

The investments in subsidiaries are stated at cost less provision for impairment

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE 52 WEEKS ENDED 25 JUNE 2011

10 Investments in subsidiaries (continued)

During the period the company purchased the entire issued share capital of Steinhoff UK Upholstery Limited and Reid Financial Services Limited from a fellow group company for consideration of £100 000 and £100 respectively

11 Inventories

25 June	26 June
2011	2010
£'000	£'000

Goods for resale	36,674	5 334
------------------	---------------	--------------

12 Trade and other receivables

25 June	26 June
2011	2010
£'000	£'000

Trade receivables	2,490	136
Other receivables	2,929	156
Prepayments and accrued income	5,730	284
Less provision for impairment of receivables	(877)	-
	10,272	576
Amounts owed by group undertakings	209,715	4 207
	219,987	4 783

The majority of the company's sales are paid for in cash or by debit/credit card. The average credit period on sales of goods where credit is given is between 30 and 60 days. The provision for receivables is estimated by the company's management based on prior experience and the current economic environment.

Included in the company's receivable balance are debtors with a carrying amount of £516 000 (2010: £nil) which are past due at the reporting date for which the company has not provided as there has not been a significant change in credit quality and the company believes that the amounts are still considered recoverable. The company does not hold any collateral over these balances. The average age of these receivables is less than 1 month overdue (2010: n/a).

The directors consider there to be no significant credit risk arising from amounts owed by group undertakings. Further details on make up of the group balances is provided in note 25. Amounts owed by group undertakings are neither impaired nor overdue. No interest is charged on overdue debts.

Movement in the allowance for doubtful debts

2011	2010
£'000	£'000

At start of period	-	-
Amounts written off in the period	(25)	-
Amounts recovered in the period	(130)	-
Arising on acquisition (note 20)	560	-
Increase in allowance recognised in the income statement	472	-
At end of period	877	-

In determining the recoverability of the receivable, the company considers any change in the credit quality of the customer from the date credit was initially granted up to the reporting date. The concentration of credit risk is limited due to the customer base being large and unrelated. Accordingly, the directors believe that there is no further credit provision required in excess of the allowance for doubtful debts.

Included in the allowance for doubtful debts are specific receivables with a balance of £50,000 (2010: Nil) due from a company which has been placed under liquidation. The impairment represents the difference between the carrying amount of the specific trade receivable and present value of the expected liquidation dividend.

The ageing of receivables is

2011		2010	
Value of receivables		Value of receivables	
£'000	%	£'000	%
211,251	99.8%	4,499	100.0%
516	0.2%	-	0.0%
-	0.0%	-	0.0%
211,767	100%	4,499	100%

The ageing of impaired receivables is

	25 June	26 June
	2011	2010
	£'000	£'000
60-90 days overdue	24	-
90-120 days overdue	11	-
120+ days overdue	206	-
	241	-

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE 52 WEEKS ENDED 25 JUNE 2011

	25 June 2011 £'000	26 June 2010 £'000
13 Trade and other payables - less than one year		
Trade payables	22,170	1,133
Amounts owed to group undertakings	38,242	198
Other payables	3,625	-
Customer deposits received	22,211	661
Other taxes and social security	4,761	601
Accruals and deferred income	22,144	1,798
	111,153	4,391

The directors consider that the carrying amount of trade and other payables approximate to their fair value

The average credit period taken for trade payables is between 30 and 60 days

	25 June 2011 £'000	26 June 2010 £'000
14 Bank overdrafts and loans		
Bank overdrafts	-	312

Bank borrowings are arranged at floating interest rates linked to bank base rate, thus exposing the company to cash flow interest rate risk. They are repayable on demand.

	25 June 2011 %	26 June 2010 %
The weighted average interest rates in the period were		
Bank overdrafts	3.3%	2.7%

	25 June 2011 £000	26 June 2010 £000
15 Provisions for liabilities and charges		
At start of period	-	-
Additions on acquisition of trade and assets (note 20)	1,983	-
Utilised during the period	(496)	-
Charged during the period	101	-
At end of period	1,588	-
	25 June 2011 £000	26 June 2010 £000
Included in current liabilities	277	-
Included in non-current liabilities	1,311	-
	1,588	-

All provisions are property related. The provision is calculated based on the remaining term of the lease or estimated date of assignment if earlier.

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE 52 WEEKS ENDED 25 JUNE 2011

	25 June 2011 £000	26 June 2010 £000
16 Deferred tax asset		
Accelerated capital allowances	3,820	393
Pension fund (note 17)	1,149	-
Tax losses	2,609	5,643
Short term timing differences	2,417	24
	9,995	6 060
Recognised as recoverable in non-current assets		
- in respect of defined benefit pension schemes	1,149	-
- in respect of share based payments	328	-
	1,477	-
Not recognised	8,518	6,060
	9,995	6 060

The amount recognised as an asset represents the amount expected to be recovered from the utilisation of tax losses in the foreseeable future. The amount not recognised is due to the unpredictability of future profit streams though tax losses may be carried forward indefinitely.

	25 June 2011 £000	26 June 2010 £000
The movements on the deferred taxation asset during the period were as follows		
At start of period	-	-
On acquisition of trade and assets	3,029	-
Charge for the period - income statement (note 6)	(857)	-
Income for the period - statement of changes in shareholders' equity	(695)	-
At end of period	1,477	-

17 Retirement benefits

Defined contribution schemes

The company operates three defined contribution pension schemes. The assets of the scheme are held separately from those of the company in funds under the control of trustees.

The total cost charged to the income statement of £338 000 (52 weeks ended 26 June 2010: £54 000) represents contributions payable to these schemes by the company at rates specified in the rules of the schemes.

Defined benefit schemes

The company operates two defined benefit pension schemes. Under the schemes the employees are entitled to retirement benefits based on final salary on attainment of retirement age (or earlier withdrawal or death). No other post-retirement benefits are provided.

The defined benefit scheme was transferred to the company from Homestyle Group Operations Limited (formerly Homestyle Operations Limited) during the period. The below disclosure includes comparatives from the financial statements of Homestyle Group Operations Limited to comply with the disclosure requirements of IAS 19.

Homestyle Group Operations Limited (formerly Homestyle Operations Limited) originally operated eight defined benefit schemes which were closed to future accrual of benefits towards the end of 2006. At that time, all active members became deferred members. Seven of these eight schemes were merged in October 2007.

Major financial assumptions for the IAS 19 valuation were

	2011 %	2010 %
<i>Assumptions (% per annum)</i>		
Discount rate	5.50	5.40
Rate of increase in salaries	n/a	n/a
Rate of increase in pensions in payment (RPI)	3.40	3.05
Rate of increase in pensions in payment (CPI)	2.65	n/a
Rate of increase in deferred pensions	2.70	3.10
Inflation (RPI) assumption	3.50	3.10
Inflation (CPI) assumption	2.70	n/a
Expected rate of return on assets	6.92	6.88

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE 52 WEEKS ENDED 25 JUNE 2011

17 Retirement benefits (continued)

The following table shows assumed life expectancies for example members at 30 June. The underlying mortality tables at 30 June 2011 are based on the published SAPS tables, with 113%/109% loading for pensioners/non-pensioners CMI improvements tending to 1% from 2010.

Life expectancy (yrs)	2011	2010
Current pensioner aged 65 (male)	21.1	21.3
Current pensioner aged 65 (female)	23.2	24.3
Future pensioner aged 65 in 10 years (male)	22.1	21.8
Future pensioner aged 65 in 10 years (female)	24.3	24.8

At 30 June 2011, members have been assumed to take 70% of the maximum allowable amount of tax-free cash at retirement. The remaining demographic assumptions at 30 June 2011 are the same as those used for the 31 December 2010 actuarial valuation of the merged scheme.

The following information in respect of the schemes has been provided in accordance with the requirements of IAS 19.

	Expected rate of return 2011 %	Fair value 2011 £000	Expected rate of return 2010 %	Fair value 2010 £000
Equities	7.75%	22,676	7.75%	3,128
Diversified Growth Fund	7.75%	18,210	7.75%	35,623
Bonds	5.5%	23,277	5.4%	21,478
Cash	3.0%	180	3.0%	448
Total market value of assets		64,343		60,677
Less deferred tax		(16,729)		(16,990)
		47,614		43,687
Present value of scheme liabilities		68,763		69,942
Less deferred tax		(17,878)		(19,584)
		50,885		50,358
Net pension liability under IAS 19		(3,271)		(6,671)
Included in non-current assets (note 16)		1,149		2,594
Included in non-current liabilities		(4,420)		(9,265)
Total		(3,271)		(6,671)

The expected return on assets assumption has been derived by considering the appropriate return for each of the main asset classes listed above. The yields assumed on bond investments are based on published redemption yields at the balance sheet date. The assumed return on equities, property and diversified growth reflects an allowance for the expected outperformance of these asset classes over government bonds in the long-term.

	25 June 2011 £000	26 June 2010 £000
Analysis of amount charged to the income statement		
Net company service cost	-	-
Total charge to profit on ordinary activities before tax	-	-
Net interest		
Expected return on scheme assets	3,535	3,317
Interest on scheme liabilities	(3,704)	(3,659)
Net expense	(169)	(342)
Amounts charged to the income statement	(169)	(342)
Statement of comprehensive income		
Actual less expected return on assets	476	8,855
Experience gains	242	-
Change in assumptions gain/(loss)	1,954	(10,733)
Actuarial gain/(loss) recognised before tax	2,672	(1,878)
Pre tax cumulative amount of gains and (losses) recognised in the statement of comprehensive income	1,363	(1,309)

HEMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE 52 WEEKS ENDED 25 JUNE 2011

17 Retirement benefits (continued)

Movement in deficit during the period

Deficit in scheme at beginning of period	(9,265)	(8,942)
Contributions	2,342	1 897
Other finance expense	(169)	(342)
Actuarial gain/(loss)	2,672	(1 878)
Curtailment gain	-	-
Deficit in scheme before deferred tax	(4,420)	(9,265)
Deferred tax	1,149	2 594
Deficit in scheme at end of period net of deferred tax	(3,271)	(6 671)

Movements in the present value of defined benefit obligations were as follows

Liabilities at start of period	69,942	58 800
Interest expense	3,704	3,659
Actuarial (gain)/loss	(2,196)	10 733
Benefits paid	(2,687)	(3,250)
Liabilities at end of period	68,763	69 942

Movements in the fair value of scheme assets were as follows

Assets at start of period	60,677	49,858
Expected return on scheme assets	3,535	3 317
Actuarial gain	476	8,855
Employer contributions	2,342	1 897
Benefits paid	(2,687)	(3 250)
Assets at end of period	64,343	60 677

Actual return on assets

4,011 12,172

Company contributions to the defined benefit schemes for the year to 30 June 2012 are expected to be around £2.3m (including scheme-related expenses)

	2011 £000	2010 £000	2009 £000	2008 £000	2007 £000
Details of experience gains and losses					
Scheme assets	64,343	60 677	49 858	54 685	58 831
Scheme liabilities	(68,763)	(69,942)	(58 800)	(62 013)	(65 299)
Deficit before tax	(4,420)	(9,265)	(8,942)	(7,328)	(6 468)
Experience gain on plan liabilities	242	-	-	3 223	-
Experience gain/(loss) on scheme assets	476	8 855	(7 794)	(7 883)	2 235

18 Called-up share capital

Ordinary shares

Issued and fully paid

734,418,057 (2010 733,418,057) ordinary shares of 0.1p each

25 June 2011	26 June 2010
£'000	£'000
734	733

On 24 June 2011 the company issued 1 million ordinary shares to the parent company for consideration of £100 million thus increasing the share premium account by £99,999,000

Deferred shares

Issued and fully paid

Nil (2010 10,052,035) deferred shares of 90p each

25 June 2011	26 June 2010
£'000	£'000
-	9,047
25 June 2011	26 June 2010
£'000	£'000
734	9 780

Total

Issued share capital

On 8 October 2010 the company issued 1 deferred share to the parent company, Steinhoff UK Holdings Limited, for 90p. On 4 November 2010 the company repurchased all 10,052,036 deferred shares for an aggregate sum of £1

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19 Reserves

	Retained earnings	
	2011 £'000	2010 £'000
At start of period	(18,959)	(19,892)
Actuarial gain on retirement benefit schemes net of deferred tax	1,977	-
Share based payments (charge)/credit	(346)	9
Profit for the period	8,248	924
At end of period	(9,080)	(18,959)

The movements arising from share based payments arise from accounting under IFRS 2 in respect of the Steinhoff International Group's share option scheme. The company is not required to reimburse the parent company for services received under this scheme therefore amounts credited (2010 charged) to the income statement in each period were charged (2010 credited) to reserves in the same period.

20 Acquisition of trade and assets

On 24 December 2010 as part of a group reconstruction the company acquired the trade and assets of a fellow subsidiary of Steinhoff International Holdings Limited. The fair values of the assets and liabilities acquired is set out below.

	Note	Carrying value pre- acquisition £000	Fair value £000
Goodwill	7	73,393	73,393
Intangible assets	8	3,051	3,051
Property, plant & equipment	9	21,884	21,884
Deferred tax assets	16	3,029	3,029
Inventories		37,967	37,967
Trade and other receivables		16,493	16,493
Net amounts owed from related companies		98,874	98,874
Cash and cash equivalents		422	422
Bank overdrafts		(13,498)	(13,498)
Trade and other payables		(61,144)	(61,144)
Corporation tax liabilities		(10,060)	(10,060)
Other tax liabilities		(13,081)	(13,081)
Retirement benefit obligation		(8,332)	(8,332)
Provisions		(1,983)	(1,983)
Net assets acquired		147,015	147,015
Total consideration			147,015
The consideration was satisfied by Intercompany payable			147,015
Net cash flow arising on acquisitions			-
Cash consideration			(13,076)
Net overdrafts acquired			(13,076)
Total cash outflow			(13,076)

In the period ending 25 June 2011 the trade and assets acquired contributed £198 million to revenue and £9.7 million to profit before tax for the period between the date of acquisition and the balance sheet date.

If the acquisition had been completed on the first day of the period the company's revenue for the period would have been £422 million and profit before tax would have been £11.4 million.

21 Financial commitments

The company has entered into a composite cross guarantee with the other companies in the Steinhoff UK Group to guarantee the Steinhoff UK group's bank loans and overdrafts. The maximum potential liability under this guarantee at year end was limited to £50,000,000 (2010: £50,000,000). After the year end, the maximum potential liability reduced (see note 26).

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22 Financial instruments

Capital risk management

The company manages its capital to ensure that it is able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The company's overall strategy remains unchanged from the prior year.

The capital structure of the company consists of debt, which includes the bank overdraft, cash and cash equivalents, and equity attributable to equity holders of the parent, comprising issued capital, reserves and retained earnings as disclosed in the balance sheet.

The company is not subject to any externally imposed capital requirements.

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in the accounting policy note.

Categories of financial instruments	2011 £'000	2010 £'000
Financial assets at amortised cost		
Cash	29,958	-
Loans and receivables		
- Trade receivables	2,490	136
- Amounts owed by group undertakings		
- non-current loan	5,469	-
- current account balances	209,715	4,207
- other receivables	2,052	156
	249,684	4,499
Financial liabilities at amortised cost		
Bank overdrafts	-	312
Trade payables	22,170	1,133
Amounts owed to group undertakings - non-current	157,336	-
Amounts owed to group undertakings - current	36,242	198
Other payables	3,625	-
	219,373	1,643

The non-current amounts owed to and due from group undertakings all fall due for repayment on or after 30 September 2012.

Financial risk management objectives

The executive team is responsible for implementing the risk management strategy to ensure that an appropriate risk management framework is operating effectively, embedding a risk mitigation culture throughout the company. The board and the audit and risk management committee are provided with a consolidated view of the risk profile of the company. All major exposures are identified and mitigating controls identified and implemented.

Regular management reporting and assessment of the effectiveness of controls by internal audit provide a balanced assessment of the effectiveness of key risks and controls.

The Steinhoff UK central finance function communicates with operating divisions and consolidates the company's requirements. It plays a role in the identification and management of the following risks: currency risk, interest rate risk, credit risk and liquidity risk.

Foreign currency risk management

The majority of the company's inventory is sourced outside the United Kingdom and as such the company is exposed either directly or indirectly to the fluctuation in exchange rates. The foreign currency risk is managed centrally by the Steinhoff UK group. The consolidated UK group requirement is reviewed on a weekly basis and forward cover is purchased by a fellow subsidiary to cover expected usage in line with guidelines issued by Steinhoff International Holdings Ltd.

To the extent that purchases are done through group companies or other intermediaries in sterling, the impact on pricing is closely monitored and fluctuations in the cost of goods for resale, if material, are factored into future sales prices.

The carrying amount of the company's foreign currency denominated monetary assets and monetary liabilities at the reporting date is as follows:

	Liabilities		Assets	
	2011 £000	2010 £000	2011 £000	2010 £000
USD	1,099	6	123	125
Euro	72	23	32	5

Foreign currency sensitivity

The company is mainly exposed to US dollars and Euros. The sensitivity analysis of the company's exposure to foreign currency risk at the reporting date in the table below has been determined based on the change taking place at the beginning of the financial period and held constant throughout the reporting period.

(Decrease)/increase in profits	Weakening pound		Strengthening pound	
	2011 £000	2010 £000	2011 £000	2010 £000
USD 10%	(2,626)	(459)	2,626	459
Euro 10%	(413)	(46)	413	46

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
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22 Financial instruments (continued)

Forward exchange contracts

The administration of forward contracts is centralised for the Steinhoff UK group so no forward contracts are entered into by the company

The company does not speculate with derivatives or other financial instruments

Interest rate risk management

The company manages interest rate risk centrally through the Steinhoff UK group's central treasury. Divisional cash resources are matched with the net funding requirements. Funds are from three sources namely internally generated funds, the company facilities and group resources and are managed to keep a competitive market related cost of funding.

The company has variable rate borrowings, and ensures that as far as practical, interest costs are maintained at the lowest possible level.

The sensitivity analysis below has been determined based on the exposure to interest rates at the reporting date and a stipulated change taking place at the beginning of the financial period and held constant throughout the reporting period.

At the reporting date, if interest rates had been 50 basis points lower and all other variables were held constant, the company's net profit would reduce by £425 000 (2010 increase by £11 000). If interest rates had been 50 basis points higher and all other variables were held constant, the company's net profit would increase by £632 000 (2010 reduce by £11 000). This is mainly attributable to the group's exposure to interest rates on its variable rate group loans and bank borrowings.

Credit risk management

Potential concentration of credit risk consists principally of short-term cash and cash equivalent investments, trade and other receivables. The company deposits short-term cash surpluses with the same bank granting it overdraft facilities. Receivables comprise a large and widespread customer base and the company performs ongoing credit evaluations on the financial condition of customers. The ability of group undertakings to repay amounts due is assessed. At 25 June 2011 the company did not consider there to be any other significant concentration of credit risk which had not been adequately provided for. The amounts presented in the balance sheet are net of allowances for doubtful receivables estimated by management based on prior experience and the current economic environment.

Liquidity risk management

Liquidity risk is the risk that the company will encounter difficulty in meeting obligations associated with financial liabilities. Liquidity risk arises because of the possibility that the company could be required to pay its liabilities earlier than expected.

Liquidity risk is managed at various levels starting at the ultimate holding company and cascading down to the UK group of companies of which this company is one. The UK group manages liquidity risk by monitoring forecast cash flows which are provided weekly and by ensuring that adequate borrowing facilities are available. The company generates its own cash to meet obligations, and additional cash is obtained from existing lines of credit and from group facilities based on the forecast requirements.

The following table details the company's remaining contractual maturity for its non-derivative financial liabilities and has been drawn up based on the undiscounted contractual maturities of the financial liabilities including interest that will accrue to those liabilities except where the company is entitled and intends to repay the liability before its maturity.

	0 - 3 months £000	3 months to 1 year £000	1-5 years £000	More than 5 years £000	Total £000
2011					
Amounts payable to group companies	35,818	424	157,336	-	193,578
Trade and other payables	24,617	1,178	-	-	25,795
	<u>60,435</u>	<u>1,602</u>	<u>157,336</u>	<u>-</u>	<u>219,373</u>
2010					
Bank overdrafts and interest bearing loans	312	-	-	-	312
Amounts payable to group companies	198	-	-	-	198
Trade and other payables	1,133	-	-	-	1,133
	<u>1,643</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,643</u>

Fair values

The fair values of the company's trade receivables, cash and cash equivalents, trade payables, short-term provisions and loans and overdrafts with a maturity of less than one year are assumed to approximate to their book value. The company's interest bearing financial liabilities are all subject to floating interest rates, and so the fair value of interest bearing assets and liabilities also approximates to book value.

HOMESTYLE OPERATIONS LIMITED (FORMERLY J W CARPENTER LIMITED)
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	52 weeks to 25 June 2011	52 weeks to 26 June 2010
	£'000	£'000
23 Operating lease commitments		
Minimum lease payments under operating leases recognised as an expense during the year	27,834	3,779

At the balance sheet date the company had outstanding commitments for future minimum lease payments under non cancellable operating leases which fall due as follows

	Land & Buildings 25 June 2011 £000	Plant & Machinery 25 June 2011 £000	Land & Buildings 26 June 2010 £000	Plant & Machinery 26 June 2010 £000
The company as lessee				
Amount falling due				
Within one year	2,454	2,924	4,277	83
Between two and five years	6,196	4,509	13,151	62
After five years	2,644	142	8,715	-
Total	11,294	7,575	24,143	145

The administration of leases for land and buildings is performed by fellow subsidiaries of Steinhoff International Holdings Limited. These companies pay all costs arising from these leases and recharge these costs to Homestyle Operations Limited who occupy the properties.

Lease commitments are non-cancellable in respect of vehicles and on other plant and machinery.

The administration of sub-let vacant stores or parts of stores to third parties is also administered by fellow subsidiaries of Steinhoff International Holdings Limited. The income and expenditure from this activity is recognised in those companies.

24 Parent company and ultimate controlling party

The company is a wholly-owned subsidiary undertaking of Steinhoff UK Holdings Limited, a company registered in England and Wales.

The ultimate controlling party is Steinhoff International Holdings Limited, a company incorporated in The Republic of South Africa.

The smallest group for which the results of the company are consolidated is headed by Steinhoff UK Holdings Limited. Copies of these consolidated financial statements may be obtained from 5th Floor, Festival House, Jessop Avenue, Cheltenham, Gloucestershire, GL50 3SH, England.

The largest group for which the results of the company are consolidated is headed by Steinhoff International Holdings Limited. Copies of these consolidated financial statements may be obtained via the website www.steinhoffinternational.com.

25 Related party transactions

Transactions between the company and its associates in the Steinhoff International Holdings Limited group are disclosed below.

	Sales of goods/ services £000	Purchase of goods/ services £000	Rental of properties and associated costs £000	Net finance revenue/ (costs) £000	Amounts owed by related parties £000	Amounts owed to related parties £000
Period ended 25 June 2011						
Steinhoff UK Holdings Limited - parent company	-	-	-	(109)	-	(157,336)
Other companies in the Steinhoff Group	31,985	(50,987)	(43,354)	1,585	215,184	(36,242)
	<u>31,985</u>	<u>(50,987)</u>	<u>(43,354)</u>	<u>1,476</u>	<u>215,184</u>	<u>(193,578)</u>
Amounts owed by/(to) related parties consist of						
Non-current					5,469	(157,336)
Current (notes 12-13)					<u>209,715</u>	<u>(36,242)</u>
					<u>215,184</u>	<u>(193,578)</u>
Period ended 26 June 2010						
Steinhoff UK Holdings Limited - parent company	-	-	-	-	-	-
Other companies in the Steinhoff Group	149	(3,584)	(5,321)	-	4,207	(198)
	<u>149</u>	<u>(3,584)</u>	<u>(5,321)</u>	<u>-</u>	<u>4,207</u>	<u>(198)</u>
Amounts owed by/(to) related parties consist of						
Non-current					-	-
Current (notes 12-13)					<u>4,207</u>	<u>(198)</u>
					<u>4,207</u>	<u>(198)</u>

All transactions are made on an arms length basis. The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received in respect of the intercompany balances except as disclosed in note 21.

26 Events after the balance sheet date

After the year end, the terms of the group's banking facilities were changed, such that the company's potential liability under the guarantee as disclosed in note 21 became £35,000,000.