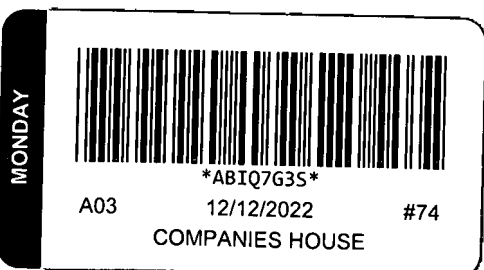


Registered number: 01066321

TURNBULL & ASSER LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 29 JANUARY 2022



TURNBULL & ASSER LIMITED

COMPANY INFORMATION

Directors

Ali Fayed
James Allie Fayed
Steven Jeffrey Quin
Neil Charles Clifford (resigned 1 July 2021)
Liam Fayed
Jonathan Baker (resigned 30 April 2021)
Mark Turner (resigned 15 September 2022)
Jonathan Tarlton-Weatherall (appointed 11 April 2021)
Ilaria Riva-Niccolini (appointed 2 July 2021)

Registered number

01066321

Registered office

14 South Street
London
W1K 1DF

Independent auditors

Haysmacintyre LLP
10 Queen Street Place
London
EC4R 1AG

TURNBULL & ASSER LIMITED

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TURNBULL & ASSER LIMITED

STRATEGIC REPORT FOR THE PERIOD ENDED 29 JANUARY 2022

Introduction

The directors present their strategic report of the company for the 52 week period ended 29 January 2022.

Principal activities and business review

The principal activity of the company is the retail of bespoke shirts and ready to wear premium quality gentleman's clothing from multiple London premises in Mayfair and through its online e-commerce site. The company also sells wholesales garments to customers throughout the UK and abroad. Aside from its selling activities, the company is also engaged in the manufacture of shirts and ties from its own factories based in the UK.

FY2022 has been a year of growth where the Company was able to recover entirely the loss in sales due to the COVID-19 pandemic. The pandemic has changed the customer's base as the online have gained important space with double digit growth vs the previous year. Luxury brands have performed strongly as in a period of uncertainty customers are less incline to take risk on emerging brands.

Principal risks and uncertainties

The management of the business and the execution of the company's business strategy are subject to a number of risks. The key business risks and uncertainties affecting the company are considered to relate to competition from global, national and independent retailers, employee retention, product quality and continuing delivery of high levels of customer service. As a number of the company's customers are high net worth individuals the financial health of the global economy is not going to affect their financial stabilities.

The directors consider the company's exposure to credit risk, liquidity risk and currency risk to be minimal and consider the disclosure of their financial risk management objectives and policies not to be significant in the assessment of the assets, liabilities, financial position and profit and loss of the company.

Key performance indicators

The company's directors are of the opinion that the use of sales and margin measures are sufficient to monitor the ongoing performance of the business and can be used to facilitate short term planning. Overheads are managed through the setting of financial forecasts with regular budget holder reviews to assess performance against these targets. Any short term adverse events are mitigated by the control of costs, and a longer term forecast which is provided on a quarterly basis which is used to consider any longer term strategic challenges.

Future development and performance of the business

It's generally a moment of excitement and renovation for the company, after the reassessment linked to post-covid re-opening and change in executive team.

During the year, the company undertook a process of assessment of its own organization, performance, and profitability of company's activity, in order to prepare a strong domestic re-launch and an international outreach starting from the consolidation and reinforcement of its own US chapter.

The assessment began in July 2021 and is seeing its implementation in 2022 such as new management team, expanding Jermyn Street store by ending contracts with Crockett & Jones and making it part of the store by mid 2023.

TURNBULL & ASSER LIMITED

**STRATEGIC REPORT (CONTINUED)
FOR THE PERIOD ENDED 29 JANUARY 2022**

This report was approved by the board and signed on its behalf.



Ilaria Riva-Niccolini
Director

Date: 7 December 2022

TURNBULL & ASSER LIMITED

DIRECTORS' REPORT FOR THE PERIOD ENDED 29 JANUARY 2022

The directors present their report and the financial statements for the period ended 29 January 2022.

Directors' responsibilities statement

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs 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 for the Company's financial statements and then apply them consistently;
- make judgments 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 to 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.

Results and dividends

The loss for the period, after taxation, amounted to £1,197 thousand (2021 - loss £2,453 thousand).

Net assets amounted to £8,527 thousand (2021 - £5,974 thousand).

Directors

The directors who served during the period were:

Ali Fayed
James Allie Fayed
Steven Jeffrey Quin
Neil Charles Clifford (resigned 1 July 2021)
Liam Fayed
Jonathan Baker (resigned 30 April 2021)
Mark Turner (resigned 15 September 2022)
Jonathan Turlton-Weatherall (appointed 11 April 2021)
Ilaria Riva-Niccolini (appointed 2 July 2021)

TURNBULL & ASSER LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE PERIOD ENDED 29 JANUARY 2022**

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

The auditors, Haysmacintyre LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.



Ilaria Riva-Niccolini
Director

Date: 7 December 2022

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TURNBULL & ASSER LIMITED

Opinion

We have audited the financial statements of Turnbull & Asser Limited (the 'Company') for the period ended 29 January 2022, which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Cash Flows, the Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 29 January 2022 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the 'Auditors' responsibilities for the audit of the financial statements' section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to note 2.2 in the financial statements, which indicates that the financial statements have been prepared on a going concern basis based on the Directors' expectations of future support being made available by the ultimate controlling party. This and other matters set forth in note 2.2 indicate that a material uncertainty exists that may cast significant doubt over the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

TURNBULL & ASSER LIMITED

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TURNBULL & ASSER LIMITED
(CONTINUED)**

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TURNBULL & ASSER LIMITED
(CONTINUED)**

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditors' Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to revenue and management bias in accounting estimates. Audit procedures performed by the engagement team included:

- Inspecting correspondence with regulators and tax authorities;
- Discussions with management including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Reviewing minutes of meetings of those charged with governance;
- Evaluating management's controls designed to prevent and detect irregularities;
- Identifying and testing journals; and
- Challenging assumptions and judgements made by management in their critical accounting estimates

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

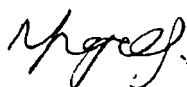
A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' Report.

TURNBULL & ASSER LIMITED

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TURNBULL & ASSER LIMITED
(CONTINUED)**

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditors' 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.



Anastasia Frangos (Senior Statutory Auditor)

for and on behalf of

Haysmacintyre LLP

Statutory Auditors

10 Queen Street Place

London

EC4R 1AG

7 December 2022

TURNBULL & ASSER LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 29 JANUARY 2022**

	Note	52 week period ended 29 January 2022 £000	52 week period ended 30 January 2021 £000
Turnover	4	7,296	5,015
Cost of sales		(3,025)	(2,188)
Gross profit		4,271	2,827
Distribution costs		(634)	(298)
Administrative expenses		(5,397)	(5,760)
Other operating income	5	580	984
Exceptional other operating charges		(185)	(160)
Operating loss	6	(1,365)	(2,407)
Interest payable and similar expenses	10	-	(11)
Loss before tax		(1,365)	(2,418)
Tax on loss		168	(35)
Loss for the financial period		(1,197)	(2,453)
Other comprehensive income for the period			
Total comprehensive income for the period		(1,197)	(2,453)

The notes on pages 15 to 31 form part of these financial statements.

TURNBULL & ASSER LIMITED
REGISTERED NUMBER: 01066321

STATEMENT OF FINANCIAL POSITION
AS AT 29 JANUARY 2022

	Note	52 week period ended 29 January 2022 £000	52 week period ended 30 January 2021 £000
Fixed assets			
Tangible assets	13	4,319	4,501
		<u>4,319</u>	<u>4,501</u>
Current assets			
Stocks	14	3,492	3,225
Debtors: amounts falling due within one year	15	1,011	1,055
Cash at bank and in hand	16	737	846
		<u>5,240</u>	<u>5,126</u>
Creditors: amounts falling due within one year	17	(1,032)	(3,485)
Net current assets		<u>4,208</u>	<u>1,641</u>
Total assets less current liabilities		<u>8,527</u>	<u>6,142</u>
Provisions for liabilities			
Deferred tax	18	-	(168)
		<u>-</u>	<u>(168)</u>
Net assets		<u><u>8,527</u></u>	<u><u>5,974</u></u>
Capital and reserves			
Called up share capital	19	11,600	7,850
Capital redemption reserve	20	30	30
Profit and loss account	20	(3,103)	(1,906)
		<u>8,527</u>	<u>5,974</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 7 December 2022.



Ilaria Riva-Niccolini
Director

The notes on pages 15 to 31 form part of these financial statements.

TURNBULL & ASSER LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 29 JANUARY 2022**

	Called up share capital	Other reserves	Profit and loss account	Total equity
	£000	£000	£000	£000
At 31 January 2021	7,850	30	(1,906)	5,974
Comprehensive income for the period				
Loss for the period	-	-	(1,197)	(1,197)
Shares issued during the period	3,750	-	-	3,750
At 29 January 2022	11,600	30	(3,103)	8,527

The notes on pages 15 to 31 form part of these financial statements.

TURNBULL & ASSER LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 30 JANUARY 2021**

	Called up share capital	Other reserves	Profit and loss account	Total equity
	£000	£000	£000	£000
At 1 February 2020	3,850	30	547	4,427
Comprehensive income for the period				
Loss for the period	-	-	(2,453)	(2,453)
Shares issued during the period	4,000	-	-	4,000
At 30 January 2021	7,850	30	(1,906)	5,974

The notes on pages 15 to 31 form part of these financial statements.

TURNBULL & ASSER LIMITED

**STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 29 JANUARY 2022**

	52 week period ended 29 January 2022 £000	52 week period ended 30 January 2021 £000
Cash flows from operating activities		
Loss for the financial period	(1,197)	(2,453)
Adjustments for:		
Depreciation of tangible assets	348	396
Interest paid	-	11
Taxation charge	(168)	35
(Increase) in stocks	(268)	(781)
(Increase)/decrease in debtors	(9)	183
Decrease/(increase) in amounts owed by groups	53	(103)
(Decrease) in creditors	(359)	(1,814)
Corporation tax (paid)/received	(1)	-
Net cash generated from operating activities	(1,601)	(4,526)
Cash flows from investing activities		
Purchase of tangible fixed assets	(166)	(555)
Net cash from investing activities	(166)	(555)
Cash flows from financing activities		
Issue of ordinary shares	3,150	4,000
New secured loans	-	1,459
Repayment of loans	(1,492)	-
Interest paid	-	(6)
Net cash used in financing activities	1,658	5,453
Net (decrease)/increase in cash and cash equivalents	(109)	372
Cash and cash equivalents at beginning of period	846	474
Cash and cash equivalents at the end of period	737	846
Cash and cash equivalents at the end of period comprise:		
Cash at bank and in hand	737	846
	737	846

TURNBULL & ASSER LIMITED

The notes on pages 15 to 31 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

1. General information

Turnbull & Asser Limited is a private company limited by shares and is incorporated and domiciled in the United Kingdom. The address of its registered office is 14 South Street, London, W1K 1DF.

The principal activity of the company is the retail of bespoke shirts and ready to wear premium quality gentleman's clothing from its London premises and through its online e-commerce site. The company also wholesales garments to customers throughout the UK and abroad. Aside from its selling activities the company is also engaged in the manufacture of shirts and ties from its own factories based in the UK.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Going concern

The Directors have reviewed the cash flow forecasts for a period of not less than 12 months from the date of signing these financial statements. The cash flow forecast takes into account reasonably possible changes in trading performance.

The £500,000 working capital facility received from the bank has been secured until December 2022 with the expectation this will be renewed until at least December 2023.

The \$3,000,000 revolving credit line arranged with US HSBC in 2021 still available for the business until end of December 2023.

Based on their expectation that the Company's existing facilities will be sufficient for its needs and will remain available for at least 12 months from the date of the approval of the financial statements, together with their expectation that the ultimate controlling party will provide further financial support if required, the directors consider it appropriate to use the going concern basis of preparation when preparing these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022

2. Accounting policies (continued)

2.3 Revenue

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Sale of goods

Turnover from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

2.4 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Statement of Comprehensive Income in the same period as the related expenditure.

2.5 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022

2. Accounting policies (continued)

2.5 Tangible fixed assets (continued)

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold Land	- No depreciation charge
Freehold Property	- Straight line over 75 years
Leasehold Property	- Straight line over 1 - 100 years (length of lease)
Fixtures and fittings	- Straight line over 2 - 10 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.6 Leases

At inception the company assesses agreements that transfer the right to use assets. The assessment considers whether the arrangement is, or contains, a lease based on the substance of the arrangement.

ii) Operating leases

Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the profit and loss account on a straight-line basis over the period of the lease.

iii) Lease incentives

Incentives received to enter into an operating lease are credited to the income statement, to reduce the lease expense, on a straight line basis over the period of the lease.

2.7 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a weighted average basis. Work in progress and finished goods include labour and attributable overheads.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.8 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

2. Accounting policies (continued)

2.9 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Company's cash management.

2.10 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

2.11 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.12 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.13 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

2.14 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

2. Accounting policies (continued)

2.15 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Company in independently administered funds.

2.16 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.17 Borrowing costs

All borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.18 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

2.19 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the reporting date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Statement of Financial Position.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022

2. Accounting policies (continued)

2.20 Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2.21 Employee Benefits

The company provides a range of benefits to employees, including paid holiday arrangements and defined contribution pension plans.

ii) Short term benefits

Short term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the period in which the service is received.

iii) Defined contribution pension plans

A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations.

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the period. The assets of the scheme are held separately from those of the company in an independently administered fund.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022

3. Critical accounting judgements and estimation uncertainty

The preparation of the financial statements requires management to make judgement, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, revenues and expenses. Actual results may differ from these estimates.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The resulting accounting estimates will, by definition, vary to the actual results. The estimates and assumptions that are most likely to cause a material adjustment to the carrying amounts of assets and liabilities within the next financial period are addressed below.

Stock valuation

The Company designs, manufactures and sells clothing and accessories and is subject to changing consumer demands and fashion trends. As a result, it is necessary to consider the recoverability of the cost of inventory and the associated provisioning required. When calculating the inventory provision, management considered the nature and condition of the inventory, as well as applying assumptions around the anticipated saleability of finished good and future usage of raw materials.

Impairment of non-financial assets

The Company is operated from leasehold stores and online. Each store is considered to be a cash generating unit. At each balance sheet date non financial assets not carried at fair value are assessed to determine whether there is an indication that the asset's cash generating unit may be impaired. Management considers forecast sales and cash generation for each store and applies assumptions with respect to future growth.

Onerous lease

Provisions for onerous leases include estimates such as the length of the time a property may be empty for and the value of any make good costs at the end of the lease. Provisions are discounted to present value which requires the use of a discount rate. Provisions are reviewed regularly and adjusted as appropriate.

Bad debt provision

Management will review all outstanding debts and provide for those it considers to be no longer recoverable. This is based on the length of time the debt has been outstanding for and the customer history.

Useful lives of tangible assets

Depreciation and amortisation are provided in order to write down to estimated residual values the cost of each asset over its estimated useful economic life. These useful economic lives require the use of management judgement. These estimates are regularly reviewed.

TURNBULL & ASSER LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

4. Turnover

An analysis of turnover by location is as follows:

	52 week period ended 29 January 2022 £000	52 week period ended 29 January 2021 £000
United Kingdom	4,670	3,726
United States	1,339	748
Japan	136	106
Other	1,151	435
	<u>7,296</u>	<u>5,015</u>

5. Other operating income

	52 week period ended 29 January 2022 £000	52 week period ended 29 January 2021 £000
Other operating income	329	248
Government grants receivable	251	736
	<u>580</u>	<u>984</u>

6. Operating loss

The operating loss is stated after charging:

	52 week period ended 29 January 2022 £000	52 week period ended 29 January 2021 £000
Exchange differences	(113)	(98)
Other operating lease rentals	730	559
	<u></u>	<u></u>

TURNBULL & ASSER LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

7. Auditors' remuneration

	52 week period ended 29 January 2022 £000	52 week period ended 29 January 2021 £000
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	26	21
Fees payable to the Company's auditor and its associates in respect of:		
Taxation compliance services	4	4
	4	4

8. Employees

Staff costs, including directors' remuneration, were as follows:

	52 week period ended 29 January 2022 £000	52 week period ended 29 January 2021 £000
Wages and salaries	3,277	3,516
Social security costs	313	368
Cost of defined contribution scheme	106	159
	3,696	4,043

The average monthly number of employees, including the directors, during the period was as follows:

	2022 No.	2021 No.
Production Staff	62	79
Retail Staff	10	14
Administrative Staff	35	31
	107	124

TURNBULL & ASSER LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

9. Directors' remuneration

	52 week period ended 29 January 2022 £000	52 week period ended 29 January 2021 £000
Directors' emoluments	488	410
Company contributions to defined contribution pension schemes	26	25
	<u>514</u>	<u>435</u>

The highest paid director received remuneration of £204,029 (2021 - £194,000).

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £10,998 (2021 - £11,000).

The total accrued pension provision of the highest paid director at 29 January 2022 amounted to £NIL (2021 - £NIL).

Key management personnel are considered to be the directors.

10. Interest payable and similar expenses

	52 week period ended 29 January 2022 £000	52 week period ended 29 January 2021 £000
Bank interest payable		11
	<u></u>	<u>11</u>

TURNBULL & ASSER LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

11. Taxation

	2022 £000	2021 £000
Corporation tax		
Adjustments in respect of previous periods	-	1
	-	1
Total current tax	-	1
Deferred tax		
Origination and reversal of timing differences	(221)	34
Changes to tax rates	53	-
Total deferred tax	(168)	34
Taxation on (loss)/profit on ordinary activities	(168)	35

Factors affecting tax charge for the period

The tax assessed for the period is the same as (2021 - lower than) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	2022 £000	2021 £000
Loss on ordinary activities before tax	(1,366)	(2,418)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2021 - 19%)	(259)	(459)
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	1	1
Capital allowances for period in excess of depreciation	10	46
Deferred tax not recognised	472	507
Other differences leading to an increase (decrease) in the tax charge	-	1
Remeasurement of deferred tax for changes in tax rates	(392)	(61)
Total tax charge for the year	(168)	35

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

11. Taxation (continued)**Factors that may affect future tax charges**

An increase in the UK corporation tax rate from 17% to 19% (effective from 1 April 2020) was substantively enacted on 17 March 2020. In the Spring 2021 Budget, it was announced that the UK tax rate will increase to 25% from 1 April 2023. This will have a consequential effect on the Company's future tax charge and affect the measurement of deferred taxes.

12. Exceptional items

	52 week period ended 29 January 2022 £000	52 week period ended 29 January 2021 £000
Other operating charges	185	160
	<u>185</u>	<u>160</u>

TURNBULL & ASSER LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

13. Tangible fixed assets

	Freehold property £000	Long-term leasehold property £000	Fixtures and fittings £000	Assets under construction £000	Total £000
Cost or valuation					
At 31 January 2021	967	3,069	4,624	665	9,325
Additions	-	-	205	(39)	166
At 29 January 2022	967	3,069	4,829	626	9,491
Depreciation					
At 31 January 2021	187	862	3,775	-	4,824
Charge for the period on owned assets	11	87	250	-	348
At 29 January 2022	198	949	4,025	-	5,172
Net book value					
At 29 January 2022	769	2,120	804	626	4,319
At 30 January 2021	780	2,206	849	665	4,500

TURNBULL & ASSER LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

14. Stocks

	29 January 2022 £000	30 January 2021 £000
Raw materials and consumables	852	791
Work in progress (goods to be sold)	122	66
Finished goods and goods for resale	2,518	2,368
	<u>3,492</u>	<u>3,225</u>

15. Debtors

	29 January 2022 £000	30 January 2021 £000
Trade debtors	161	128
Amounts owed by group undertakings	543	596
Other debtors	200	212
Prepayments and accrued income	107	119
	<u>1,011</u>	<u>1,055</u>

Other debtors include a lease premium and lease deposit paid in relation to Davies Street, totalling £146,756 (2021: £152,090) which are not due within one year. The lease premium is being released to the profit and loss account over the life of the lease.

16. Cash and cash equivalents

	29 January 2022 £000	30 January 2021 £000
Cash at bank and in hand	737	846
	<u>737</u>	<u>846</u>

TURNBULL & ASSER LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

17. Creditors: Amounts falling due within one year

	29 January 2022 £000	30 January 2021 £000
Bank loans	-	1,459
Other loans	-	633
Trade creditors	340	379
Corporation tax	-	1
Other taxation and social security	258	101
Other creditors	45	292
Accruals and deferred income	389	620
	<u>1,032</u>	<u>3,485</u>

18. Deferred taxation

	2022 £000
At beginning of year	(168)
Charged to profit or loss	168
At end of year	<u><u>-</u></u>

The deferred taxation balance is made up as follows:

	29 January 2022 £000	30 January 2021 £000
Accelerated capital allowances	-	(178)
Short term timing differences	-	10
	<u>-</u>	<u>(168)</u>

During the year, the company has net off a portion of the deferred tax asset that is equal to the deferred tax liability arising on the capital allowances. The remaining unrecognised deferred tax asset amounted to £1,632,876.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JANUARY 2022**

19. Share capital

	29 January 2022 £000	30 January 2021 £000
Allotted, called up and fully paid		
116,000,700 (2021 - 78,500,000) Ordinary Shares of £0.10 each -	11,600	7,850
55 (2021 - 55) US \$0.00001 shares shares of £1.00 each	-	-
	<u>11,600</u>	<u>7,850</u>

On 22 June 2021, the company issued shares of 8,000,000 at £0.10 each by way of loan conversion. Further, on 21 January 2022, the company issued additional shares of 29,500,700 at a par value of £0.01 each.

20. Reserves**Other reserves**

Other reserves relate to historical amounts arising following the purchase of the Company's own shares.

Profit and loss account

The profit and loss account represents accumulated comprehensive income.

21. Pension commitments

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £106k (2021: £159k). Contributions totalling £22k (2021: £50k) were payable to the fund at the reporting date and are included in creditors.

22. Commitments under operating leases

At 29 January 2022 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	29 January 2022 £000	30 January 2021 £000
Not later than 1 year	548	548
Later than 1 year and not later than 5 years	538	538
Later than 5 years	176	602
	<u>1,262</u>	<u>1,688</u>

TURNBULL & ASSER LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
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23. Related party transactions

The company has traded with the following companies in which Mr A Fayed, a director, has a beneficial interest.

During the period the company made sales of £1,122,714 (2021: £711,564) and licence income of £174k (2021: £115k) was made from Turnbull & Asser LLC. At the period end the company was owed £543,000 (2021: £596,031) by Turnbull & Asser LLC.

24. Controlling party

The ultimate controlling party is the Fayed family.