

THE FRENCH CONNECTION OVERSEAS LIMITED

Directors' Report and Accounts

31 January 2016

Registered No: 1364202

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THE FRENCH CONNECTION OVERSEAS LIMITED

DIRECTORS' REPORT

The Directors present their Annual Report for the year ended 31 January 2016.

Principal activity and future prospects

The Company is an investment holding Company. The Company did not trade during the year and has no prospect of being able to discharge its obligation.

Results and dividends

No dividends were paid during the year and the Directors do not recommend payment of a final dividend (2015: £Nil).

Directors

The Directors who served during the year are as follows:

Stephen Marks

Neil Williams

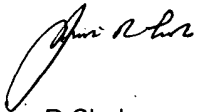
Adam Castleton (resigned 30 October 2015).

Lee Williams was appointed after the year end on the 4 April 2016.

Charitable and political donations

No charitable or political donations were made in either 2016 or 2015.

By order of the Board



D Shah
Company Secretary

19 October 2016

20-22 Bedford Row
London WC1R 4JS

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND FINANCIAL STATEMENTS

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

Under Company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

THE FRENCH CONNECTION OVERSEAS LIMITED

BALANCE SHEET AT 31 JANUARY 2016

	Note	2016 £	2015 £
Fixed assets			
Investments in subsidiary undertakings	4	-	-
Creditors: amounts falling due within one year			
Amounts owed to Group undertakings		(66,136)	(66,136)
Net liabilities		(66,136)	(66,136)
Capital and reserves			
Called up share capital	5	100	100
Profit and loss account		(66,236)	(66,236)
Equity shareholders' deficit	6	(66,136)	(66,136)

The attached notes form part of these accounts.

The Directors:

- (a) confirm that for the year ending 31 January 2016 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.
- (b) confirm that members have not required the Company to obtain an audit of its accounts for that financial year in accordance with section 476 of that Act.
- (c) acknowledge their responsibilities for:
 - (i) ensuring that the Company keeps accounting records which comply with the requirements of the Companies Act 2006, and
 - (ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of its profit or loss for the financial period in accordance with the requirements of the Companies Act 2006, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the Company.

These accounts were approved by the Board of Directors on 19 October 2016 and were signed on its behalf by:



Lee Williams
Director

Company number: 1364202

NOTES TO THE ACCOUNTS

1. Accounting policies

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

Basis of preparation

The French Connection Overseas Limited (the "Company") is a company limited by shares and incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") as issued in August 2014 and in accordance with applicable accounting standards in the United Kingdom as prescribed by the Companies Act 2006 and under historical cost accounting rules. The amendments to FRS 102 issued in July 2015 and effective immediately have been applied. The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1.

In the transition to FRS 102 from old UK GAAP, the Company has made no measurement and recognition adjustments.

FRS 102 grants certain first-time adoption exemptions from the full requirements of FRS 102. The following exemption has been taken in these financial statements in accordance with section 35.10 (m):

- Dormant companies – A company within the Companies Act definition of a dormant company may elect to retain its accounting policies for reported assets, liabilities and equity at the date of transition to this FRS until there is any change to those balances or the company undertakes any new transactions.

The Company's ultimate parent undertaking, French Connection PLC includes the Company in its consolidated financial statements. The consolidated financial statements of French Connection PLC are prepared in accordance with International Financial Reporting Standards as adopted by the EU and are available to the public and may be obtained from Centro One, 39 Camden Street, London NW1 0DX. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

NOTES TO THE ACCOUNTS (continued)

1. Accounting policies (continued)

Basis of accounting

The financial statements have been prepared under the historical cost accounting rules and in accordance with applicable accounting standards.

The financial statements have been prepared on the going concern basis, notwithstanding net current liabilities of £66,136 which the Directors believe to be appropriate for the following reasons. The Company is dependent for its working capital on funds provided to it by French Connection Group PLC, the Company's parent company. French Connection Group PLC has provided the Company with an undertaking that for at least 13 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the Company and in particular will not seek repayment of the amounts currently made available. This should enable the Company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. Based on this undertaking the Directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

Under Section 400 of the Companies Act 2006, the Company is exempt from preparing consolidated financial statements. The results of the Company and of its subsidiary, Pretex Textilhandels GmbH, are consolidated within the financial statements of French Connection Group PLC.

Under Financial Reporting Standard No. 1 (Revised), the Company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements.

Under Financial Reporting Standard No. 8, the Company has taken advantage of the exemption not to disclose transactions or balances with entities which are part of the Group on the grounds that it is a wholly owned subsidiary of French Connection Group PLC, the accounts for which are available at the address given in Note 7.

Fixed asset investments

Fixed asset investments are stated at cost less any provision required for permanent diminution.

Foreign exchange

Monetary assets and liabilities denominated in foreign currencies are translated into Sterling at rates of exchange ruling at the balance sheet date. Transactions during the period are translated into Sterling at the rates of exchange ruling on the date of transaction or at hedged rates. All exchange differences are dealt with through the profit and loss account.

2. Profit and loss account

During the financial year and the preceding financial year, the Company did not trade and received no income and incurred no expenditure. Consequently, during these years, the Company made neither a profit nor a loss.

There were no recognised gains or losses in either year.

3. Directors' emoluments

The Directors received no remuneration for their services to the Company (2015: £Nil). Details of Directors' emoluments are disclosed in the holding Company, French Connection Group PLC.

NOTES TO THE ACCOUNTS (continued)

4. Investments in subsidiary undertakings

At 31 January 2016 the Company owned all of the issued share capital of the following subsidiary undertakings.

Company	Country of Incorporation, Registration and Operation	Principal Activity
PreTex Textilhandels GmbH	Germany	Wholesaling and retailing of fashion clothing

Full provision was made in the year-ended 31 January 1993 against the cost of the shareholding in PreTex Textilhandels GmbH.

On 1 February 2001, the businesses of the two wholly owned subsidiaries, Pretex Textilhandels GmbH and Lilajoy GmbH merged into a single entity called Pretex Textilhandels GmbH.

5. Share capital

	2016 £'000	2015 £'000
Equity:		
Authorised:		
10,000 ordinary shares of £1 each	10,000	10,000
Allotted, called up and fully paid:		
100 ordinary shares of £1 each	100	100

6. Reconciliation of movements in equity shareholder's deficit

There were no movements in shareholder's deficit during the current or prior year.

7. Ultimate holding Company

The ultimate holding company is French Connection Group PLC, which is incorporated in Great Britain and registered in England and Wales. Copies of the Group accounts may be obtained from the Group website at www.frenchconnection.com or from the Group head office at Centro One, 39 Camden Street, London NW1 0DX.