# THE PINSTRIPE CLOTHING COMPANY LIMITED ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

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#### DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2005

The directors present their report and financial statements for the year ended 31 March 2005.

#### Principal activities and review of the business

The principal activity of the company continued to be that of import, export and wholesaling of ready made clothing.

The directors are satisfied with the results for the year and view the future with optimism.

#### Results and dividends

The results for the year are set out on page 4.

The directors do not recommend payment of an ordinary dividend.

#### **Directors**

The following directors have held office since 1 April 2004:

A B Kamani

Mrs R A Kamani

J A Kamani

M A Kamani

N A Kamani

Miss R A Kamani

C Kane

A Anastasi

J Isler

#### Directors' interests

The directors' interests in the shares of the company were as stated below:

	Ordinary shares of £ 1 each		
	31 March 2005	1 April 2004	
A B Kamani	-	-	
Mrs R A Kamani	-	-	
J A Kamani	20,000	20,000	
M A Kamani	20,000	20,000	
N A Kamani	20,000	20,000	
Miss R A Kamani	5,000	5,000	
C Kane	-		
A Anastasi	-	-	
J Isler	-	-	

In addition 35,000 ordinary shares of £1 each are held in discretionary trusts under which J A Kamani, M A Kamani and Miss R A Kamani have potential interests as beneficiaries.

#### Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that UHY Hacker Young be reappointed as auditors of the company will be put to the Annual General Meeting.

#### DIRECTORS' REPORT continued FOR THE YEAR ENDED 31 MARCH 2005

#### Directors' responsibilities

Directors are required by the Companies Act 1985 to prepare financial statements for each financial year 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 the profit or loss for that period. It is also the directors' responsibility to maintain adequate accounting records, safeguard the assets of the company and take reasonable steps in preventing and detecting fraud and other irregularities.

The directors confirm that suitable accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, have been used in the preparation of the financial statements on a going concern basis.

On behalf of the board

M A Kamani

Director

30/1/06

# INDEPENDENT AUDITORS' REPORT TO THE PINSTRIPE CLOTHING COMPANY LIMITED

**UNDER SECTION 247B OF THE COMPANIES ACT 1985** 

We have examined the abbreviated accounts set out on pages 4 to 20, together with the financial statements of the company for the year ended 31 March 2005 prepared under section 226 of the Companies Act 1985.

This report is made solely to the company's members, as a body, in accordance with Section 247 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an 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.

#### Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of the Act to the registrar of companies and whether the accounts to be delivered are properly prepared in accordance with those provisions and to report our opinion to you.

#### Basis of audit opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the financial statements.

#### **Opinion**

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of the Companies Act 1985, and the abbreviated accounts on pages 4 to 20 are properly prepared in accordance with that provision.

**UHY Hacker Young** 

UAY Acedar Y

30/1/06

Chartered Accountants
Registered Auditor

# ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2005

	Notes	2005 £	2004 £
Gross profit		4,503,686	4,540,794
Distribution costs Administrative expenses		(1,133,889) (2,460,027)	(1,531,545) (2,138,558)
Operating profit	2	909,770	870,691 -
Other interest receivable and similar income Interest payable and similar charges	3 4	4,909 (194,043)	5,756 (172,944)
Profit on ordinary activities before taxation		720,636	703,503
Tax on profit on ordinary activities	5	(317,766)	(253,386)
Profit on ordinary activities after taxation	14	402,870	450,117

#### BALANCE SHEET AS AT 31 MARCH 2005

		20	005	20	004
	Notes	£	£	£	£
Fixed assets					
Tangible assets	6 and 7		1,250,566		1,370,373
Current assets					
Stocks	8	1,863,366		1,803,953	
Debtors	9	4,272,974		4,424,281	
Cash at bank and in hand		1,170,381		558,555	
	10	7,306,721		6,786,789	
Creditors: amounts falling due within one year	10	(3,574,061)		(3,557,679)	
Net current assets			3,732,660		3,229,110
Total assets less current liabilities			4,983,226		4,599,483
Creditors: amounts falling due after	11				
more than one year			(347,310)		(366,437)
			4,635,916		4,233,046
Capital and reserves					
Called up share capital	13		100,000		100,000
Profit and loss account	14		4,535,916		4,133,046
Shareholders' funds - equity interest	s 18		4,635,916		4,233,046

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

The financial statements were approved by the board on ...30....

M A Kamani

Director

#### CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2005

			2005		2004
	Notes	£	£	£	£
Net cash inflow from operating					
activities	15		897,731		735,174
Returns on investments and					
servicing of finance					
Interest received		4,909		5,756	
Interest paid		(194,043)		(172,943)	
Net cash outflow for returns on					
investments and servicing of					
finance			(189,134)		(167,187)
Taxation			(228,916)		(425,556)
Capital expenditure and financial i	investment				
Payments to acquire tangible assets		(93,278)		(300,442)	
Payments to acquire investments		-		(549,075)	
Receipts from sales of tangible assets	S	29,383		<del>-</del>	
Net cash outflow for capital					
expenditure			(63,895)		(849,517)
NI-A Lingle					
Net cash inflow/(outflow) before management of liquid resources					
and financing			415,786		(707,086)
Financing					
Other new short term loans	•	7,515,300		1,403,827	
Repayment of long term bank loan		(12,335)		-	
Repayment of other long term loans		(333,333)		-	
Repayment of other short term loans		(6,946,006)		(1,433,203)	
Capital element of hire purchase con	tracts	(27,586)		(36,357)	
Net cash inflow/(outflow) from financing			196,040		(65,733)
Increase/(decrease) in cash in the y	ear 16		611,826		(772,819)

### NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

#### 1 Accounting policies

#### 1.1 Basis of preparation

The financial statements are prepared under the historical cost convention.

#### 1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

#### 1.3 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land and investment properties are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Freehold Buildings 25 years straight line basis
Short Leasehold Buildings 7 years straight line basis
Plant and Machinery 25% straight line basis
Fixtures and Fittings 33% straight line basis
Motor vehicles 33% straight line basis

Investment properties are included in the balance sheet at their open market value. Depreciation is provided only on those investment properties which are leasehold and where the unexpired lease term is less than 20 years. Although this accounting policy is in accordance with the applicable accounting standard, SSAP 19, Accounting for investment properties, it is a departure from the general requirement of the Companies Act 1985 for all tangible assets to be depreciated. In the opinion of the directors compliance with the standard is necessary for the financial statements to give a true and fair view. Depreciation or amortisation is only one of many factors reflected in the annual valuation and the amount of this which might otherwise have been charged cannot be separately identified or quantified.

#### 1.4 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

#### 1.5 Stock

Stock is valued at the lower of cost and net realisable value.

#### 1.6 Pensions

Payments to the company's defined contribution pension scheme are charged to the profit and loss account as they become payable.

### NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

#### 1 Accounting policies

continued

#### 1.7 Deferred taxation

Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

No provision is made for deferred tax on gains recognised on revaluing property to its market value unless the company has a binding contract, at the balance sheet date, to sell the revalued assets.

#### 1.8 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at a constant rate for the year. All differences are reviewed and if material are taken to the profit and loss account.

2	Operating profit	2005	2004
		£	£
	Operating profit is stated after charging:		
	Depreciation of tangible assets	184,996	138,566
	Operating lease rentals	222,992	161,700
	Auditors' remuneration	11,250	11,000
	Remuneration of auditors for non-audit work	5,565	10,795
	Profit on disposal of tangible assets	(1,294)	(5,000)
3	Other interest receivable and similar income	2005	2004
		£	£
	Bank interest	4,909	5,756
4	Interest payable	2005	2004
		${f \epsilon}$	£
	On bank loans and overdrafts	64,876	39,028
	On other loans wholly repayable within 5 years	126,325	116,418
	Hire purchase interest	2,842	3,668
	On overdue tax	<del>-</del>	13,830
		194,043	172,944

# NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

Taxation	2005 £	2004 £
Domestic current year tax		
UK corporation tax	263,361	220,000
Adjustment for prior years	54,405	33,386
Current tax charge	317,766	253,386
Factors affecting the tax charge for the year		
Profit on ordinary activities before taxation	720,636	703,503
Profit on ordinary activities before taxation multiplied by standard rate		
of UK corporation tax of 30.00% (2004: 30.00%)	216,191	211,051
Effects of:		
Non deductible expenses	28,130	5,847
Depreciation add back	55,499	44,570
Capital allowances	(36,071)	(42,156)
Profit on sale of assets	(388)	-
Adjustments to previous periods	54,405	33,386
Other tax adjustments	<u>-</u>	688
	101,575	42,335
Current tax charge	317,766	253,386

# NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

6	Tangible fixed assets						
		Freehold	Short		Fixtures	Motor	Total
		Land and		Machinery	and	vehicles	
		Buildings	Land and Buildings		fittings		
		£	£	£	£	£	£
	Cost						
	At 1 April 2004	418,971	128,650	74,416	569,575	380,447	1,572,059
	Additions	-	-	13,414	54,724	25,140	93,278
	Disposals					(63,397)	(63,397)
	At 31 March 2005	418,971	128,650	87,830	624,299	342,190	1,601,940
	Depreciation						
	At 1 April 2004	56,516	121,281	39,696	464,541	174,093	856,127
	On disposals	_	-	_	-	(35,308)	(35,308)
	Charge for the year	16,759	1,663	14,198	75,311	77,065	184,996
	At 31 March 2005	73,275	122,944	53,894	539,852	215,850	1,005,815
	Net book value					·	
	At 31 March 2005	345,696	5,706	33,936	84,447	126,340	596,125
	At 31 March 2004	362,455	7,369	34,720	105,034	206,354	715,932

Included above are assets held under finance leases or hire purchase contracts as follows:

	Plant and Machinery	Motor vehicles	Total
	£	£	£
Net book values			
At 31 March 2005	7,434	-	7,434
		=======================================	
At 31 March 2004	21,028	78,409	99,437
		=======================================	
Depreciation charge for the year			
31 March 2005	17,343		17,343
			4.0.0.64
31 March 2004	16,821	2,240	19,061

# NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

Prepayments and accrued income

7	Tangible fixed assets		Investment properties
	Cost		£
	At 1 April 2004 & at 31 March 2005		654,441
	The investment property was valued by the directors on 31 March 200 value. The valuation produced no difference from the book value of the		open market
8	Stocks	2005 £	2004 £
	Finished goods and goods for resale	1,863,366	1,803,953
9	Debtors	2005 £	2004 £
			-
	Trade debtors	3,528,711	3,528,425
	Corporation tax	46,371	
	Other debtors	545,172	593,784

152,720

4,272,974

302,072

4,424,281

### NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

10	Creditors: amounts falling due within one year	2005 £	2004 £
	Bank loans and overdrafts	1,821,650	1,582,723
	Net obligations under finance lease and hire purchase contracts	10,878	34,638
	Trade creditors	491,479	1,054,221
	Corporation tax	148,921	13,700
	Other taxes and social security costs	443,720	338,275
	Directors' current accounts	1,066	5,643
	Other creditors	540,705	441,925
	Accruals and deferred income	115,642	86,554
		3,574,061	3,557,679
	Debt due in one year or less	2,473,015	1,916,056

Included in bank loans are balances secured on the freehold land and buildings and investments properties amounting to £825,090 (2004 - £505,576) and balances of £1,314,592 (2004 - £1,068,259) secured by a debenture over the assets of the company. Net obligations under finance lease and hire purchase contracts are secured on the assets to which they relate, amounting to £12,378 (2004 - £39,964).

# NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

Creditors: amounts falling due after more than one year	2005 £	2004 £
Bank loans	318,032	-
Other loans	27,778	361,111
Net obligations under finance leases and hire purchase agreements	1,500	5,326
	347,310	366,437
Analysis of loans		
Wholly repayable within five years	2,500,793	2,277,167
	2,500,793	2,277,167
Included in current liabilities	(2,154,983)	(1,916,056)
	345,810	361,111
Loan maturity analysis		
In more than one year but not more than two years	27,778	361,111
Net obligations under finance leases and hire purchase contracts		
Repayable within one year	10,878	34,638
Repayable between one and five years	1,500	5,326
	12,378	39,964
Included in liabilities falling due within one year	(10,878)	(34,638)
	1,500	5,326

#### 12 Pension costs

#### **Defined contribution**

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

	2005 £	2004 £
Contributions payable by the company for the year	16,218	21,396

# NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

13	Share capital	2005 £	2004 £
	Authorised		
	100,000 Ordinary shares of £1 each	100,000	100,000
	Allotted, called up and fully paid		
	100,000 Ordinary shares of £1 each	100,000	100,000
14	Statement of movements on profit and loss account		
			Profit and loss account
	Balance at 1 April 2004		4,133,046
	Retained profit for the year		402,870
	Balance at 31 March 2005		4,535,916
15	Reconciliation of operating profit to net cash inflow from operating activities	2005	2004
		£	£
	Operating profit	909,770	870,691
	Depreciation of tangible assets	184,996	148,566
	Profit on disposal of tangible assets	(1,294)	-
	Increase in stocks	(59,413)	•
	Decrease in debtors	197,678	690,912
	Decrease in creditors within one year	(334,006)	(612,421)
	Net cash inflow from operating activities	897,731	735,174

# NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

16	Analysis of net debt	1 April 2004	Cash flow	31 March 2005
		£	£	£
	Net cash:			
	Cash at bank and in hand	558,555	611,826	1,170,381
	Debt:			
	Finance leases	(39,964)	27,586	(12,378)
	Debts falling due within one year	(1,916,056)	(238,927)	(2,154,983)
	Debts falling due after one year	(361,111)	15,301	(345,810)
		(2,317,131)	(196,040)	(2,513,171)
	Net debt	(1,758,576)	415,786	(1,342,790)
17	Reconciliation of net cash flow to movement in ne	et debt	2005 £	2004 £
	Increase/(decrease) in cash in the year Cash (inflow)/outflow from (increase)/decrease in d	ebt and lease financir	611,826 ag (196,040)	(772,819) 37,956
	Movement in net debt in the year		415,786	(734,863)
	Opening net debt		(1,758,576)	(1,023,713)
	Closing net debt		(1,342,790)	(1,758,576)
			****	****
18	Reconciliation of movements in shareholders' fur	ıas	2005	2004
18	Reconciliation of movements in shareholders' fur	108	2005 £	2004 £
18	Reconciliation of movements in shareholders' fur  Profit for the financial year	ıas		
18		ias	£	£

### NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

#### 19 Financial commitments

At 31 March 2005 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings	
	2005	2004
	£	£
Expiry date:		
Between two and five years	46,000	46,000
In over five years	25,000	25,000
	71,000	71,000
	<del></del>	

#### 20 Transactions with directors

Included in other debtors (2004 - included in other creditors) are directors loan acounts as follows:

		Maximum	
	2005 2004	in year	
	£	£	£
A B Kamani	5	(8,072)	185,004
M A Kamani	1,154	3,252	123,296
J Isler	4,089	-	5,833

During the year the company sold a motor vehicle to J Isler for £5,833 for no profit.

# NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

#### 21 Employees

#### Number of employees

The average monthly number of employees (including directors) during the year was:

the year was.	2005 Number	2004 Number
Design	11	12
Management	9	9
Administration	16	21
Selling and distribution	26	18
	62	60
Employment costs	£	£
Wages and salaries	1,475,147	1,619,775
Social security costs	73,413	101,631
Other pension costs	16,218	21,396
	1,564,778	1,742,802

#### 22 Control

In the opinion of the directors, there is no single controlling party of the company.

### NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

#### 23 Related party transactions

Included in trade debtors is a balance of £608,582 (2004 - £743,639) due from Jogo Associates Limited, a company in which J A Kamani, N A Kamani and M A Kamani are interested in as directors and shareholders. Included in trade creditors is a balance of £172,612 (2004 - £104,150). Transactions with Jogo Associates Limited during the year were as follows:

	2005	2004
	£	£
Sales	1,619,225	926,393
Purchases	-	6,233
Management recharges	149,486	50,801
	<del> </del>	

Included in other debtors is a balance of £19,334 (2004 - £6,723) due from Kamani Commercial Property Limited, a company in which A B Kamani and Mrs R A Kamani have interests as directors and shareholders and J A Kamani, M A Kamani, N A Kamani, Miss R A Kamani and A Anastasi have interests as directors. Included in creditors is a balance of £nil (2004 - £50,877). Transactions with Kamani Commercial Property Limited during the year were as follows:

	2005 £	2004 £
Rent payable Recharged expenses	99,750 42,240	91,000 15,103
<del>-</del>		

Included in other debtors is a balance of £89,013 (2004 - £89,013) due from The Pinstripe Investment Company Limited, in which N A Kamani and J A Kamani are interested as directors and shareholders and M A Kamani is interested as a director.

Included in other debtors is a balance of £nil (2004 - £19,410) due from KCLP a partnership in which N A Kamani, M A Kamani and J A Kamani are interested as partners. Transactions with KCLP during the year were as follows:

	2005	2004
	£	£
Salas		
Sales	-	
Purchases	-	177,850
Management charges	-	18,751
	······································	

### NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

Included in other debtors is a balance of £11,780 (2004 - £13,454) due from The Red Orange Clothing Company Limited, a company in which N A Kamani and M A Kamani have interests as directors and shareholders. Transactions with The Red Orange Clothing Company Limited during the year were as follows:

	2005 £	2004
Sales	94,342	124,540
Purchases	16,321	36,599
Management recharges	-	54,227

Included in trade debtors is a balance of £108,443 (2004 - £719) due from East (So-Sho) Limited, a company in which Miss R A Kamani is 100% shareholder and director. Transactions with East (So-Sho) Limited during the year were as follows:

	2005	2004
	£	
Sales	310,702	1,125
Management recharges	-	4,137

Included in other creditors is a balance of £nil (2004 - £44,538) due to Talal (UK) Limited, a company in which N A Kamani has interests as a director and shareholder. Included in other debtors is a balance of £35,174 (2004 - £31,004) due from Talal (UK) Limited. Transactions with Talal (UK) Limited during the year were as follows:

	2005 £	
		¥
Sales	209,529	43,774
Purchases	67,037	67,073
Management recharges	-	4,741
Sale of vehicle	19,000	-

Included in debtors is a balance of £575,142 (2004 - £144,085) due from Pinstripe Clothing S.L. (Barcelona), a company in which N A Kamani is 100% shareholder and director. Transactions are as follows:

	2005	2004
	£	£
Sales	862,934	896,408
	<del></del>	=======================================

### NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2005

Included in creditors is a loan of £361,111 (2004 - £694,444) from Jogo Associates Limited Pension Scheme. Interest is charged at 7% per annum and the loan is being repaid by monthly capital installments of £27,778.

All transactions with related parties are made under normal commercial terms.