Registered number: 03692285

REISS (HOLDINGS) LIMITED

ANNUAL REPORT AND CONSOLIDATED FINANCIAL STATEMENTS

FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

REISS (HOLDINGS) LIMITED

COMPANY INFORMATION

DIRECTORS	D. A. Reiss S. R. Downes D. Reiss F. Porciani C. Angelides D. Zilberman
COMPANY SECRETARY	S. R. Downes
REGISTERED NUMBER	03692285
REGISTERED OFFICE	235 Old Marylebone Road London NW1 5QT
INDEPENDENT AUDITORS	PricewaterhouseCoopers LLP Chartered Accountants & Statutory Auditors 1 Embankment Place London WC2N 6RH
BANKERS	Lloyds Bank PLC 10 Gresham Street London EC2V 7AE

REISS (HOLDINGS) LIMITED

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GROUP STRATEGIC REPORT
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

The directors present the strategic report of the group for the period ended 28 January 2017.

BUSINESS REVIEW

Reiss designs and retails high quality women's and men's fashion clothing and accessories. These are sold exclusively under the Reiss brand in the UK and overseas. The Reiss promise of "affordable luxury" positions it between mainstream high street retailers and international luxury designer brands. Established in the UK as a menswear retailer in 1971 and first entering the womenswear market in 2000, Reiss has now become one of the UK's best-known fashion brands and has an established global presence.

In 2016, Warburg Pincus acquired a majority stake in the company, with the intention to develop the brand domestically and internationally. There has been significant investment in stores in international markets during the period ended 28 January 2017, aimed at expanding the brand's international footprint. New stores have been opened in the USA and Canada, and Reiss has also opened in Australia, with 2 stores, 9 shop in shops and online with the David Jones department store group. At the end of the period Reiss was trading from 179 points of sale *(2016: 160)*, in 17 countries worldwide. Reiss continued to invest in its eCommerce operation, with the launch of a new, faster platform with an improved mobile site to ensure Reiss can accelerate the growth in this channel.

The significant investment in new international stores and eCommerce impacted profits for the year. As a result, Reiss achieved, with sales (excluding franchise retail sales) reaching £165,540,000 *(2016: £145,239,000)*, operating profit of £15,249,000 *(2016: £17,274,000)*. The net asset position at the year end was £43,370,000 *(2016: £31,774,000)*.

Whilst in the current year Reiss will continue to open stores in existing markets and explore new channels, the main focus of the business will be to strengthen the management team and improve operational efficiencies, alongside investing in omni-channel technology, to enable Reiss to accelerate the growth of the business in the medium term. A new Chief Executive Officer, Chief Information Officer and an International Director have now been appointed, and with the existing team, they will focus on developing the brand in all channels. The Directors consider that the strategy to invest in management and infrastructure will ensure that there is strong foundation for further domestic and international growth.

PRINCIPAL RISKS AND UNCERTAINTIES

The group's principal financial instruments include: derivative financial instruments, the purpose of which is to manage currency risks arising from the group's activities; and bank overdrafts, the main purposes of which are to raise short-term finance for the group's operations and manage currency risks. In addition, the group has various other financial assets and liabilities such as trade debtors and trade creditors arising directly from its operations. Derivative transactions which the group enters into principally comprise forward exchange contracts. In accordance with the group's treasury policy, derivative instruments are not entered into for speculative purposes.

Liquidity Risk

The group manages its cash borrowing requirements centrally to maximise interest income and minimise interest expense, whilst ensuring that the group has sufficient liquid resources to meet the operating needs of its business.

Foreign Currency Risk

The group's principal foreign exchange exposures arise from transactions incurred with overseas subsidiaries and stores located overseas, as well as transactions with non-UK suppliers. The group's main foreign exchange exposure is GBP to EUR and USD currency fluctuations. Group policy permits but does not demand that these exposures may be hedged in order to minimise this exposure. This hedging activity involves the use of foreign exchange forward contracts and foreign currency bank overdrafts.

Credit Risk

Investments of cash surpluses are made through the group's principal bankers.

Debtor balances are monitored on an ongoing basis and provision is made for doubtful debts where necessary.

The directors aim to manage these risks in order to maintain and improve on the current level of performance.

This report was approved by the board on 30/5/17 and signed on its behalf.

S. R. Downes
Director

DIRECTORS' REPORT
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

The directors present their report and the audited consolidated financial statements for the 52 week period ended 28 January 2017.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company Law requires the directors to prepare financial statements for each financial period. Under that law the directors have prepared the group and company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and company and of the profit or loss of the group and company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and company and enable them to ensure that the financial statements comply with the Companies Act 2006.

The directors are also responsible for safeguarding the assets of the group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the group and company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the group and company's auditors are aware of that information.

RESULTS AND DIVIDENDS

The profit for the 52 week period, after taxation, amounted to £11,596,000 *(2016 - £12,407,000 as restated).*

The directors do not recommend the payment of a dividend. In 2016 a dividend was declared and paid of £5,500,000.

DIRECTORS' REPORT
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

DIRECTORS

The directors who served during the 52 week period were:

D. A. Reiss
S. R. Downes
A. S. Jacobs (resigned 4 May 2016)
D. Reiss
A. Jacobs (resigned 4 May 2016)
P. Best (appointed 4 May 2016, resigned 11 May 2017)
P. L. Shukla (appointed 4 May 2016, resigned 1 February 2017)

F. Porciani was appointed as a director on 7 February 2017.
C. Angelides was appointed as a director on 1 April 2017.
D. Zilberman was appointed as a director on 11 May 2017.

STRATEGIC REPORT

The directors have included details of the Group's use of financial instruments, future developments, financial risk management and operations and principal activities within the Group Strategic Report.

EMPLOYEE INVOLVEMENT

The Group consults with its branch staff in order to adapt to local market conditions. This is achieved by regular contact and visits to its branches.

DISABLED EMPLOYEES

Recruitment and promotion are determined solely on personal merit and effective performance of the job requirements. No applicant or employee will be treated less favourably than another on the grounds of disability.

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP were appointed as auditors during the year. Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed reappointed and PricewaterhouseCoopers LLP will therefore continue in office.

This report was approved by the board on 30/5/17 and signed on its behalf.

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S. R. Downes
Director

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF REISS (HOLDINGS) LIMITED

REPORT ON THE FINANCIAL STATEMENTS

Our opinion

In our opinion, Reiss (Holdings) Limited's Group financial statements and company financial statements (the "financial statements"):

- give a true and fair view of the state of the Group's and of the Company's affairs as at 28 January 2017 and of the Group's profit and cash flows for the 52 week period (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.

What we have audited

The financial statements, included within the Annual Report and Consolidated Financial Statements (the "Annual Report"), comprise:

- the Consolidated and Company Balance Sheets as at 28 January 2017;
- the Consolidated Statement of Comprehensive Income for the period then ended;
- the Consolidated Statement of Cash Flows for the period then ended;
- the Consolidated and Company Statement of Changes in Equity for the period then ended; and
- the Notes to the Financial Statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice), and applicable law.

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

OPINION ON OTHER MATTER 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.

In addition, in light of the knowledge and understanding of the Group, the Company and their environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Strategic Report and the Directors' Report. We have nothing to report in this respect.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF REISS (HOLDINGS) LIMITED

OTHER MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- the company financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS AND THE AUDIT

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' Responsibilities, 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) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). 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 Group's and 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.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF REISS (HOLDINGS) LIMITED

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report. With respect to the Strategic Report and Directors' Report, we consider whether those reports include the disclosures required by applicable legal requirements.

Craig Skelton (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
Date: 30 May 2017

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

	Note	2017 £000	*As restated* *2016* *£000*
Turnover	2,4	**164,540**	*145,239*
Cost of sales		**(58,889)**	*(50,028)*
GROSS PROFIT		**105,651**	*95,211*
Administrative expenses		**(90,271)**	*(75,723)*
Other operating income	5	**168**	*233*
Fair value movements		**(299)**	*(995)*
Exceptional other operating charges	6	**-**	*(1,452)*
OPERATING PROFIT	7	**15,249**	*17,274*
Other interest receivable and similar income	11	**1**	*3*
Interest payable and similar expenses	12	**(603)**	*(558)*
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		**14,647**	*16,719*
Taxation on profit on ordinary activities	13	**(3,051)**	*(4,312)*
PROFIT FOR THE FINANCIAL PERIOD		**11,596**	*12,407*
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		**11,596**	*12,407*

The notes on pages 15 to 38 form part of these financial statements.

There were no items of other comprehensive income in 2017 or 2016.

REISS (HOLDINGS) LIMITED
REGISTERED NUMBER: 03692285

CONSOLIDATED BALANCE SHEET
AS AT 28 JANUARY 2017

	Note		28 January 2017 £000		*As restated 31 January 2016 £000*
FIXED ASSETS					
Intangible assets	16		**170**		*198*
Tangible assets	17		**30,695**		*23,319*
			30,865		*23,517*
CURRENT ASSETS					
Stocks	19	**24,766**		*18,463*	
Debtors: amounts falling due within one year	20	**13,511**		*11,207*	
Cash at bank and in hand	21	**15,474**		*15,875*	
		53,751		*45,545*	
Creditors: amounts falling due within one year	22	**(41,241)**		*(31,077)*	
NET CURRENT ASSETS			**12,510**		*14,468*
TOTAL ASSETS LESS CURRENT LIABILITIES			**43,375**		*37,985*
Creditors: amounts falling due after more than one year	23		**(5)**		*(6,012)*
PROVISIONS FOR LIABILITIES					
Deferred taxation	26		**-**		*(199)*
NET ASSETS			**43,370**		*31,774*
CAPITAL AND RESERVES					
Called up share capital	28		**12**		*12*
Other reserves			**1,006**		*1,006*
Profit and loss account			**42,352**		*30,756*
EQUITY SHAREHOLDERS' FUNDS			**43,370**		*31,774*

The financial statements on pages 8 to 38 were approved and authorised for issue by the board and were signed on its behalf on 30/5/17

S. R. Downes
Director

C. Angelides
Director

The notes on pages 15 to 38 form part of these financial statements.

REISS (HOLDINGS) LIMITED
REGISTERED NUMBER: 03692285

COMPANY BALANCE SHEET
AS AT 28 JANUARY 2017

	Note		**28 January 2017 £000**		*31 January 2016 £000*
FIXED ASSETS					
Investments	18		**26**		*120*
			26		*120*
CURRENT ASSETS					
Debtors	20	**1,350**		*1,256*	
		1,350		*1,256*	
Creditors: amounts falling due within one year	22	**(119)**		*(119)*	
NET CURRENT ASSETS			**1,231**		*1,137*
TOTAL ASSETS LESS CURRENT LIABILITIES			**1,257**		*1,257*
CAPITAL AND RESERVES					
Called up share capital	28		**12**		*12*
Other reserves			**1,005**		*1,005*
Profit and loss account			**240**		*240*
EQUITY SHAREHOLDERS' FUNDS			**1,257**		*1,257*

The financial statements on pages 8 to 38 were approved and authorised for issue by the board and were signed on its behalf on 30/5/17

S. R. Downes
Director

C. Angelides
Director

The notes on pages 15 to 38 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

	Called up share capital	Other reserves	Profit and loss account	Equity shareholders' funds
	£000	£000	£000	£000
At 1 February 2016 (as restated)	12	1,006	30,756	31,774
Profit for the 52 week period	-	-	11,596	11,596
AT 28 JANUARY 2017	12	1,006	42,352	43,370

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 JANUARY 2016

	Called up share capital	Other reserves	Profit and loss account	Equity shareholders' funds
	£000	£000	£000	£000
At 1 February 2015 (as restated)	12	1,006	23,849	24,867
Profit for the financial year (as restated)	-	-	12,407	12,407
DISTRIBUTIONS TO OWNERS				
Dividends: Equity capital	-	-	(5,500)	(5,500)
AT 31 JANUARY 2016 (AS RESTATED)	12	1,006	30,756	31,774

The notes on pages 15 to 38 form part of these financial statements.

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

	Called up share capital	Other reserves	Profit and loss account	Equity shareholders' funds
	£000	£000	£000	£000
At 1 February 2016	12	1,005	240	1,257
AT 28 JANUARY 2017	12	1,005	240	1,257

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 JANUARY 2016

	Called up share capital	Other reserves	Profit and loss account	Equity shareholders' funds
	£000	£000	£000	£000
At 1 February 2015	12	1,005	240	1,257
Profit for the financial year	-	-	5,500	5,500
Dividends: Equity capital	-	-	(5,500)	(5,500)
AT 31 JANUARY 2016	12	1,005	240	1,257

The notes on pages 15 to 38 form part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

	28 January 2017 £000	*As restated 31 January 2016 £000*
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit for the financial year	**11,596**	*12,407*
ADJUSTMENTS FOR:		
Amortisation of intangible assets	**28**	*35*
Depreciation of tangible assets	**5,378**	*4,609*
Profit on disposal of tangible assets	**(2)**	*(12)*
Interest paid	**603**	*558*
Interest received	**(1)**	*(3)*
Taxation expense	**3,051**	*4,312*
Increase in stocks	**(6,303)**	*(2,770)*
(Increase)/decrease in debtors	**(2,164)**	*1,424*
Increase in creditors	**13,697**	*235*
Corporation tax paid	**(3,911)**	*(6,696)*
NET CASH GENERATED FROM OPERATING ACTIVITIES	**21,972**	*14,099*
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of intangible fixed assets	**-**	*(45)*
Purchase of tangible fixed assets	**(12,754)**	*(7,889)*
Sale of tangible fixed assets	**2**	*12*
Interest received	**1**	*3*
HP interest paid	**(1)**	-
NET CASH FROM INVESTING ACTIVITIES	**(12,752)**	*(7,919)*

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

	28 January 2017 £000	*31 January 2016 £000*
CASH FLOWS FROM FINANCING ACTIVITIES		
New secured loans	-	*9,000*
Repayment of loans	(9,000)	-
Repayment of finance leases	(18)	*(87)*
Dividends paid	-	*(5,500)*
Interest paid	(603)	*(558)*
NET CASH USED IN FINANCING ACTIVITIES	**(9,621)**	*2,855*
(DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	**(401)**	*9,035*
Cash and cash equivalents at beginning of 52 week period	**15,875**	*6,840*
CASH AND CASH EQUIVALENTS AT THE END OF 52 WEEK PERIOD	**15,474**	*15,875*
CASH AND CASH EQUIVALENTS AT THE END OF 52 WEEK PERIOD COMPRISE:		
Cash at bank and in hand	**15,474**	*15,875*

NOTES TO THE FINANCIAL STATEMENTS
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

1. GENERAL INFORMATION

Reiss (Holdings) Limited (Company number 03692285), having its registered office at 235 Old Marylebone Road, London, NW1 5QT, is a private limited company incorporated in England and Wales. The Company's and Group's principal place of business is Reiss Building, 12 Picton Place, London, W1U 1BW.

2. ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention, as modified by the recognition of certain financial assets and liabilities measured at fair value, and in accordance with Financial Reporting Standard 102: "the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" (FRS 102) 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 and the Group's accounting policies (see note 3).

Prior year restatement

Giftcards

During the year, the Group, in accordance with accounting standards, has made an amendment to its accounting for gift cards. The result of this amendment is to defer the recognition of the revenue and the profit on the sale of the giftcards until the earlier of expiration or redemption. This application has resulted in an adjustment to the 2016 financial statements. The impact is an increase in the 2017 operating profit of £209,000 *(2016: reduction of £95,000)* and an increase in liabilities of £1,103,000 *(2016: £1,212,000)*. In the prior year, the profit and loss account reserve was reduced by £1,117,000.

Overhead allocation

In the prior year, certain costs in bringing inventory to its present location and condition were included in administrative expenses, the directors believe that these should be more appropriately recognised in cost of sales. This has been reflected in the prior year restated figure, with an increase in cost of sales and decrease in administrative expenses of £2,376,000.

The following principal accounting policies have been applied to the preparation of these financial statements:

2.2 BASIS OF CONSOLIDATION

The consolidated financial statements present the results of Reiss (Holdings) Limited ("the Company") and its subsidiaries ("the Group") as if they formed a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The investments detailed in note 35 have been accounted for using the merger accounting principles set out in FRS 102.

The group financial statements do not include a separate Statement of Comprehensive Income for the Company, as permitted by Section 408 of the Companies Act 2006. The amount of group profit attributable to the Company is shown in note 15 to the financial statements.

Except where stated, information reported in the notes to the financial statements relates to the Group.

2. ACCOUNTING POLICIES (CONTINUED)

2.3 ACCOUNTING DATES

The current year accounts are prepared for the 52 weeks ended 28 January 2017. The prior period accounts were prepared to 30 January 2016, however presented as at 31 January 2016; the one day difference was not considered material.

2.4 TURNOVER

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Group 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 Group has transferred the significant risks and rewards of ownership to the buyer;
- the Group 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 Group 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.

2.5 INTANGIBLE ASSETS

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses. The amortisation on intangible assets is recognised in administrative expenses on the Consolidated Statement of Comprehensive Income.

The estimated useful lives range as follows:

Web domains	-	4 years
Trademarks	-	10 years

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

2.6 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.

The Group adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Group. Repairs and maintenance are charged to the Statement of Comprehensive Income during the period in which they are incurred.

2. ACCOUNTING POLICIES (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.

The estimated useful lives range as follows:

Leasehold land and buildings	-	The life of the lease
Long life fixtures and equipment	-	The life of the lease
Motor vehicles	-	4 years
Short life fixtures and equipment	-	4 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 within 'administrative expenses' in the Consolidated Statement of Comprehensive Income.

2.7 OPERATING LEASES: LESSEE

Rentals paid under operating leases are charged to the Consolidated Statement of Comprehensive Income on a straight line basis over the period of the lease.

2.8 INVESTMENTS

Investments in subsidiaries are measured at cost less accumulated impairment. Where merger relief is applicable, the cost of the investment in a subsidiary undertaking is measured at the nominal value of the shares.

2.9 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 first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each Balance Sheet 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 the Consolidated Statement of Comprehensive Income.

Allocation of overheads

The group has included a systematic allocation of overheads in the costs of conversion of inventory. The overheads include design costs, distribution costs, production labour and other related production overheads (based on normal operating capacity). The allocation of overheads is in proportion to the cost of purchases.

2.10 DEBTORS

Short term debtors are measured at transaction price, less any impairment.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

2. ACCOUNTING POLICIES (CONTINUED)

2.11 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 Consolidated 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 Group's cash management.

2.12 FINANCIAL INSTRUMENTS

The Group enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Consolidated Statement of Comprehensive Income

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the Group would receive for the asset if it were to be sold at the Balance Sheet date.

The Group uses forward exchange contracts for hedging purposes. As contracts are taken out to cover general currency exposure rather than to match specific transactions, the Group treats a forward contract separately from other transactions. The premium or discount arising on each contract is accounted for over the life of the contract and the contract is marked to market as the contract progresses. At the end of each financial period, the fair value of any forward exchange contracts which are yet to be closed is recognised as either a financial asset or a financial liability.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.13 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. ACCOUNTING POLICIES (CONTINUED)

2.14 FOREIGN CURRENCY TRANSLATION

Functional and presentational currency

The Group and Company's functional and presentational currency is British Pound Sterling (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.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Consolidated Statement of Comprehensive Income.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Consolidated Statement of Comprehensive Income within 'administrative expenses'. All other foreign exchange gains and losses are presented in the Consolidated Statement of Comprehensive Income within 'administrative expenses'.

On consolidation, the results of overseas operations are translated into GBP at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date.

2.15 FINANCE COSTS

Finance costs are charged to the Consolidated Statement of Comprehensive Income 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.

2.16 DIVIDENDS

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting. Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

2. ACCOUNTING POLICIES (CONTINUED)

2.17 LEASED ASSETS: LESSEE

Where assets are financed by leasing agreements that give rights approximating to ownership (finance leases), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable over the term of the lease. The corresponding leasing commitments are shown as amounts payable to the lessor. Depreciation on the relevant assets is charged to the Statement of Comprehensive Income over the shorter of estimated useful economic life and the term of the lease.

Lease payments are analysed between capital and interest components so that the interest element of the payment is charged to the Statement of Comprehensive Income over the term of the lease and is calculated so that it represents a constant proportion of the balance of capital repayments outstanding. The capital part reduces the amounts payable to the lessor.

The Group has taken advantage of the optional exemption available on transition to FRS 102 which allows lease incentives on leases entered into before the date of transition to the standard, 1 February 2014, to continue to be charged over the period to the first market rent review rather than the term of the lease.

2.18 PENSIONS

Defined contribution pension plan

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

The contributions are recognised as an expense in the Consolidated Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Group in independently administered funds.

2.19 HOLIDAY PAY ACCRUAL

A liability is recognised to the extent of any unused holiday pay entitlement which is accrued at the Balance Sheet date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the Balance Sheet date.

2.20 INTEREST INCOME

Interest income is recognised in the Consolidated Statement of Comprehensive Income using the effective interest method.

2.21 BORROWING COSTS

All borrowing costs are recognised in the Consolidated Statement of Comprehensive Income in the 52 week period in which they are incurred.

2. ACCOUNTING POLICIES (CONTINUED)

2.22 PROVISIONS FOR LIABILITIES

Provisions are made where an event has taken place that gives the Group 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 the Consolidated Statement of Comprehensive Income in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the Balance Sheet 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 Balance Sheet.

2.23 CURRENT AND DEFERRED TAXATION

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Consolidated Statement of Comprehensive Income.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date in the countries where the Company and the Group operate and generate income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the Balance Sheet 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.

Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date.

2.24 EXCEPTIONAL ITEMS

Exceptional items are transactions that fall outside the ordinary activities of the Group and are presented separately due to their size or incidence.

3. JUDGMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

Stock Provisions

The directors make full provision against stock items which are older than six seasons, as it is judged that the estimated selling price less costs to complete and sell is nil.

4. TURNOVER

An analysis of turnover by class of business is as follows:

	52 week period ended 28 January 2017 £000	*2016 £000*
Fashion retail	**164,540**	*145,239*

Analysis of turnover by country of destination:

	52 week period ended 28 January 2017 £000	*2016 £000*
United Kingdom	**122,408**	*117,208*
Rest of the world	**42,132**	*28,031*
	164,540	*145,239*

5. OTHER OPERATING INCOME

	52 week period ended 28 January 2017 £000	*2016 £000*
Net rents receivable	**168**	*233*

6. EXCEPTIONAL OTHER OPERATING CHARGES

	52 week period ended 28 January 2017 £000	*2016 £000*
Branch closure costs and losses	**-**	*1,452*

NOTES TO THE FINANCIAL STATEMENTS
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

7. OPERATING PROFIT

The operating profit is stated after charging:

	52 week period ended 28 January 2017 £000	*2016 £000*
Depreciation of tangible fixed assets	5,378	*4,609*
Operating lease rentals - other operating leases	34,959	*27,722*
Operating lease rentals - plant and machinery	34	*37*
Amortisation of intangible assets, including goodwill	28	*35*
Fees payable to the Group's auditor and its associates for the audit of the Company's financial statements	-	*5*
Exchange differences	(221)	*(34)*
Defined contribution pension cost	227	*231*

8. AUDITORS' REMUNERATION

	52 week period ended 28 January 2017 £000	*2016 £000*
Fees payable to the Group's auditor and its associates for the audit of the Group's annual financial statements	127	*57*

FEES PAYABLE TO THE GROUP'S AUDITOR AND ITS ASSOCIATES IN RESPECT OF:

Taxation compliance services	38	*12*
All other services	-	*17*
	38	*29*

9. EMPLOYEES

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

	52 week period ended 28 January 2017 £000	*2016 £000*
Wages and salaries	**29,312**	*25,503*
Social security costs	**1,975**	*1,748*
Other pension costs	**227**	*231*
	31,514	*27,482*

The average monthly number of employees, including the directors, during the 52 week period was as follows:

	52 week period ended 28 January 2017	*2016*
Administration	**216**	*202*
Sales and distribution	**1,258**	*1,199*
	1,474	*1,401*

10. DIRECTORS' REMUNERATION

	52 week period ended 28 January 2017 £000	*2016 £000*
Directors' emoluments	**718**	*717*

During the 52 week period retirement benefits were accruing to 1 director *(2016 - 1)* in respect of defined contribution pension schemes.

The highest paid director received remuneration of £452,000 *(2016 - £421,000)*.

11. OTHER INTEREST RECEIVABLE AND SIMILAR INCOME

	52 week period ended 28 January 2017 £000	*2016 £000*
Other interest receivable	**1**	*3*

NOTES TO THE FINANCIAL STATEMENTS
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

12. INTEREST PAYABLE AND SIMILAR EXPENSES

	52 week period ended 28 January 2017 £000	*2016 £000*
Bank interest payable	**590**	*544*
Other loan interest payable	**11**	*2*
Finance leases and hire purchase contracts	**1**	*5*
Other interest payable	**1**	*7*
	603	*558*

13. TAXATION

	52 week period ended 28 January 2017 £000	*As restated 2016 £000*
CORPORATION TAX		
Current tax on profits for the year	**3,388**	*4,245*
Adjustments in respect of previous periods	**-**	*39*
TOTAL CURRENT TAX	**3,388**	*4,284*
DEFERRED TAX		
Origination and reversal of timing differences	**(337)**	*28*
TAXATION ON PROFIT ON ORDINARY ACTIVITIES	**3,051**	*4,312*

13. TAXATION (CONTINUED)

FACTORS AFFECTING TAX CHARGE FOR THE 52 WEEK PERIOD/YEAR

The tax assessed for the 52 week period/year is higher than *(2016 - higher than)* the standard rate of corporation tax in the UK of 20% *(2016 - 20%)*. The differences are explained below:

	52 week period ended 28 January 2017 £000	*As restated 2016 £000*
Profit on ordinary activities before tax	**14,647**	*16,719*
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2016 - 20%)	**2,929**	*3,344*
EFFECTS OF:		
Expenses not deductible for tax purposes	**69**	*275*
Depreciation for year in excess of capital allowances	**400**	*329*
Adjustments to tax charge in respect of prior periods	**-**	*39*
Change in tax rate leading to an increase in taxation	**-**	*35*
Unrelieved tax losses carried forward	**-**	*10*
(Non taxable income)/Unrelieved loss on foreign subsidiaries	**(67)**	*397*
Other differences leading to an increase in the tax charge	**88**	*-*
Timing differences leading to a (decrease)/increase in the tax charge	**(337)**	*28*
FRS 102 transitional adjustments	**-**	*(164)*
Prior period adjustments	**(242)**	*19*
Crystallised chargeable gains	**211**	*-*
TOTAL TAX CHARGE FOR THE 52 WEEK PERIOD/YEAR	**3,051**	*4,312*

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

In the Budget on 8 July 2015, the UK Government proposed to reduce the main rate of UK corporation tax to 19% with effect from 1 April 2017 and to 18% with effect from 1 April 2020. These rates were substantively enacted in the Finance Bill 2015 on 26 October 2015.

In March 2016, the UK Government announced that the reduction in the statutory rate from 1 April 2020 would be 2%, resulting in a rate of 17%. This rate change was subsequently enacted in the Finance Bill 2016 on 15 September 2016.

The deferred tax assets and liabilities reflect these rates.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

14. DIVIDENDS

	28 January 2017 £000	*31 January 2016 £000*
Interim dividend	-	*5,500*

15. PARENT COMPANY PROFIT FOR THE YEAR

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements.

The profit after tax of the Company for the 52 week period was £Nil *(2016 - £5,500,000)*.

16. INTANGIBLE ASSETS

Group

	Web Domains £000	**Trademarks £000**	**Total £000**
COST			
At 1 February 2016	**95**	**364**	**459**
At 28 January 2017	**95**	**364**	**459**
AMORTISATION			
At 1 February 2016	**92**	**169**	**261**
Charge for the year	**3**	**25**	**28**
At 28 January 2017	**95**	**194**	**289**
NET BOOK VALUE			
At 28 January 2017	-	**170**	**170**
At 31 January 2016	*3*	*195*	*198*

The Company holds no intangible fixed assets.

17. TANGIBLE ASSETS

Group

	Leasehold Land and Buildings £000	Fixtures and Equipment £000	Motor vehicles £000	Total £000
COST OR VALUATION				
At 1 February 2016	20,065	33,842	357	54,264
Additions	3,722	9,008	24	12,754
Disposals	(64)	(1,042)	(175)	(1,281)
At 28 January 2017	23,723	41,808	206	65,737
DEPRECIATION				
At 1 February 2016	9,930	20,701	314	30,945
Charge for the year on owned assets	1,691	3,666	-	5,357
Charge for the year on financed assets	-	-	21	21
Disposals	(64)	(1,042)	(175)	(1,281)
At 28 January 2017	11,557	23,325	160	35,042
NET BOOK VALUE				
At 28 January 2017	12,166	18,483	46	30,695
At 31 January 2016	*10,135*	*13,141*	*43*	*23,319*

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

	28 January 2017 £000	*31 January 2016 £000*
Land and buildings	-	-
Motor vehicles	17	*38*
Furniture, fittings and equipment	17	*33*
	34	*71*

The Company holds no tangible fixed assets.

18. INVESTMENTS

Company

	Shares in group undertakings £000
Cost or valuation	
At 1 February 2016	**120**
Impairment	**(94)**
At 28 January 2017	**26**
At 28 January 2017	**26**
At 31 January 2016	*120*

See note 35 for details of the subsidiary undertakings.

19. STOCKS

	Group 28 January 2017 £000	*Group 31 January 2016 £000*	**Company 28 January 2017 £000**	*Company 31 January 2016 £000*
Work in progress	**297**	*338*	-	-
Finished goods and goods for resale	**24,469**	*18,125*	-	-
	24,766	*18,463*	-	-

Stock recognised in cost of sales during the 52 week period as an expense was £48,767,000 *(2016: £41,625,000 as restated).*

During the year, stock impairment losses of £Nil were reversed *(2016: £80,000).*

NOTES TO THE FINANCIAL STATEMENTS
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

20. DEBTORS

	Group 28 January 2017 £000	*Group 31 January 2016 £000*	**Company 28 January 2017 £000**	*Company 31 January 2016 £000*
Due within one year				
Trade debtors	**6,042**	*4,427*	**-**	-
Amounts owed by group undertakings	**-**	-	**1,333**	*1,239*
Other debtors	**3,286**	*2,900*	**15**	*15*
Called up share capital not paid	**2**	*1*	**2**	*2*
Prepayments and accrued income	**4,043**	*3,879*	**-**	-
Deferred taxation	**138**	-	**-**	-
	13,511	*11,207*	**1,350**	*1,256*

21. CASH AT BANK AND IN HAND

	Group 28 January 2017 £000	*Group 31 January 2016 £000*	**Company 28 January 2017 £000**	*Company 31 January 2016 £000*
Cash at bank and in hand	**15,474**	*15,875*	**-**	-

NOTES TO THE FINANCIAL STATEMENTS
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

22. CREDITORS: Amounts falling due within one year

	Group 28 January 2017 £000	Group As restated 31 January 2016 £000	Company 28 January 2017 £000	Company 31 January 2016 £000
Bank loans and overdrafts (secured)	-	3,000	-	-
Trade creditors	7,215	6,226	-	-
Amounts owed to group undertakings	-	-	119	119
Corporation tax	1,901	2,424	-	-
Taxation and social security	8,685	5,125	-	-
Obligations under finance lease and hire purchase contracts	7	18	-	-
Other creditors	9,573	3,799	-	-
Accruals and deferred income	13,860	10,485	-	-
	41,241	31,077	119	119

Amounts owed by group undertakings are unsecured, interest free and payable on demand.

Secured Loans

The net obligations under finance lease and hire purchase contracts are secured by way of fixed charges over the assets to which they relate.

23. CREDITORS: Amounts falling due after more than one year

	Group 28 January 2017 £000	Group 31 January 2016 £000	Company 28 January 2017 £000	Company 31 January 2016 £000
Bank loans	-	6,000	-	-
Net obligations under finance leases and hire purchase contracts	5	12	-	-
	5	6,012	-	-

NOTES TO THE FINANCIAL STATEMENTS
FOR THE 52 WEEK PERIOD ENDED 28 JANUARY 2017

24. LOANS

Analysis of the maturity of the loans is given below:

	Group 28 January 2017 £000	*Group 31 January 2016 £000*	**Company 28 January 2017 £000**	*Company 31 January 2016 £000*
Amounts falling due within one year				
Bank loans	-	*3,000*	-	-
Amounts falling due 1-2 years				
Bank loans	-	*2,000*	-	-
Amounts falling due 2-5 years				
Bank loans	-	*4,000*	-	-

25. HIRE PURCHASE AND FINANCE LEASES

The Company has no minimum lease payments due under hire purchase arrangements.

Minimum lease payments under hire purchase fall due for the Group as follows:

	28 January 2017 £000	*31 January 2016 £000*
Within one year	**7**	*18*
Between 1-2 years	**5**	*7*
Between 2-5 years	-	*5*
	12	*30*

The net obligations under finance leases and hire purchase contracts are secured by fixed charges over the assets to which they relate.

26. DEFERRED TAXATION

Group

	Deferred tax £000
At 1 February 2016	(199)
Credited to the profit or loss	337
At 28 January 2017	**138**

The deferred taxation balance is made up as follows:

	Group 28 January 2017 £000	*Group 31 January 2016 £000*	**Company 28 January 2017 £000**	*Company 31 January 2016 £000*
Accelerated capital allowances	138	*72*	-	-
Deferred capital gain	-	*(211)*	-	-
Unrealised gains on forward exchange contracts	-	*(60)*	-	-
	138	*(199)*	-	-

27. FINANCIAL INSTRUMENTS

Financial assets measured at fair value through profit or loss comprise forward foreign exchange contracts totalling £Nil *(2016: £299,000)*.

Financial assets measured at amortised cost comprise trade debtors, other debtors and cash at bank and in hand totalling £24,802,000 *(2016: £22,903,000)*.

Financial liabilities measured at amortised cost comprise trade creditors, other creditors, accruals, bank loans and hire purchase obligations totalling £30,660,000 *(2016: £29,540,000 as restated)*.

28. CALLED UP SHARE CAPITAL

	28 January 2017 £000	*31 January 2016 £000*
Allotted, called up and fully paid		
1,000,000 Ordinary shares of £0.01 each	10	*10*
111,112 'A' Ordinary shares of £0.02 each	2	*2*
	12	*12*

28. CALLED UP SHARE CAPITAL (CONTINUED)

The Ordinary shares have attached to them full voting, dividend and capital distribution (including on winding up) rights; they do not confer any rights of redemption.

The 'A' Ordinary shares do not have attached to them voting rights; they do confer the right to a dividend after the payment of the base amount to the holders of the Ordinary shares and the holders of the 'A' Ordinary shares are entitled to a distribution of capital on winding up. The 'A' Ordinary shares are redeemable at any time at the option of the holder.

29. CONTINGENT LIABILITIES

In the prior year, the companies in the group provided unlimited cross guarantees to Barclays Bank Plc in respect of the Group's bank borrowings. Each of the companies therefore had a contingent liability to the extent of the other Group companies' indebtedness to Barclays Bank Plc at 31 January 2016. At 31 January 2016 the Company's contingent liability was £9,000,000.

The charges were satisfied on 9 June 2016.

The Company has given rent guarantees in respect of its subsidiary, Reiss (Retail) Limited. No liability is expected to crystallise in respect of this.

During the year, the Company entered into a deed to provide security of a fixed and floating charge over its assets to Barclays Bank Plc, ING Bank N.V. and Lloyds Bank Plc in respect of bank borrowings of WP R Holdco Limited. At the year end, a contingent liability exists to the extent of WP R Holdco Limited's indebtedness to the aforementioned banks of £75 million.

30. PENSION COMMITMENTS

The Group operates a defined contribution pension scheme in respect of D. A. Reiss. The assets of the scheme are held separately from those of the Group in an independently administered fund. Contributions payable by the Group amounted to £Nil *(2016: £Nil)*.

In respect of certain other employees, the Group makes contributions to their personal pension plans. Contributions payable by the Group amounted to £227,000 *(2016: £231,000)*. All contributions were paid during the year.

31. COMMITMENTS UNDER OPERATING LEASES

At 28 January 2017 the Company had no commitments under non-cancellable operating leases.

At 28 January 2017 the Group had future minimum lease payments under non-cancellable operating leases as follows:

	28 January 2017 £000	*31 January 2016 £000*
Land and buildings		
Not later than 1 year	**22,268**	*18,386*
Later than 1 year and not later than 5 years	**65,234**	*57,583*
Later than 5 years	**44,839**	*33,433*

	28 January 2017 £000	*31 January 2016 £000*
Other operating leases		
Not later than 1 year	**1,057**	*1,916*
Later than 1 year and not later than 5 years	**17**	*56*
Later than 5 years	**-**	*1*

32. OTHER FINANCIAL COMMITMENTS

At 28 January 2017, the Group was committed to forward foreign exchange deals to the value of £Nil *(2016: £8,976,000).*

33. RELATED PARTY TRANSACTIONS

During the year, the Group paid rents of £3,093,000 *(2016: £3,093,000 as restated)* to companies and nominee companies in which the director D.A.Reiss is a director and a controlling shareholder.

Included within other debtors are amounts of £Nil *(2016: £609,837)* due from a company in which D. A. Reiss is a director and the major shareholder.

Included within other creditors are amounts of £Nil *(2016: £615,000)* due to a company in which D. A. Reiss is a director and the major shareholder.

Salaries paid to related parties, other than directors and key management amounted to £7,500 during the year *(2016: £30,000).*

During the year, the Group paid fees for consultancy services of £25,000 (*2016: £Nil*) to a non-executive director of the Group.

Included within other creditors is an amount of £5,642,733 (*2016: £Nil*) due to WP R Holdco Limited, the immediate parent of the Company.

34. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The immediate parent undertaking is WP R Holdco Limited, a company incorporated in England and Wales.

The ultimate parent undertaking is WP R Topco Limited, a company incorporated in Jersey.

D. A. Reiss held ultimate control over the company as at 31 January 2016 by virtue of his controlling interest in the shareholding of the Company. As at 28 January 2017, there was no single ultimate controlling party.

35. SUBSIDIARY UNDERTAKINGS

The following were subsidiary undertakings of the Company:

Name	Country of incorporation	Class of shares	Holding	Principal activity
Reiss Limited	England	Ordinary	100 %	Retail of high quality fashion and accessories
Reiss (Retail) Limited	England	Ordinary	100 %	Retail of high quality fashion and accessories
Reiss Denmark APS	Denmark	Ordinary	100 %	Non-trading company
Reiss Russia LLC	Russia	Ordinary	100 %	Retail of high quality fashion and accessories
Reiss Hong Kong Limited	China	Ordinary	100 %	Retail of high quality fashion and accessories
Reiss (International) Limited	England	Ordinary	100 %	Retail of high quality fashion and accessories
Reiss (Sweden) Limited	England	Ordinary	100 %	Dormant company
Reiss (Holland) B.V.	Holland	Ordinary	100 %	Retail of high quality fashion and accessories
Reiss (Canada) Limited	England	Ordinary	100 %	Retail of high quality fashion and accessories
Reiss France SARL	France	Ordinary	100 %	Retail of high quality fashion and accessories
Reiss (Australia) Limited	England	Ordinary	100 %	Retail of high quality fashion and accessories
Reiss (USA) Limited	USA	Ordinary	100 %	Dormant company

SUBSIDIARY UNDERTAKINGS (CONTINUED)

Name	Registered Office
Reiss Limited	235 Old Marylebone Road, London, NW1 5QT
Reiss (Retail) Limited	235 Old Marylebone Road, London, NW1 5QT
Reiss Denmark APS	c/o Winslow Advokatfirma, Gammel Strand 34, 1202 Copenhagen K, Denmark
Reiss Russia LLC	Russian Federation, 105005, Moscow, Poslannikov pereulok 9, Building 3
Reiss Hong Kong Limited	c/o McCabe Secretarial Services Limited, 16th Floor, Wing On Centre, 111 Connaught Road Central, Hong Kong
Reiss (International) Limited	235 Old Marylebone Road, London, NW1 5QT
Reiss (Sweden) Limited	235 Old Marylebone Road, London, NW1 5QT
Reiss (Holland) B.V.	c/o SGG Management (Netherlands) BV, Hoogoorddreef 15, 1101 BA Amsterdam, The Netherlands
Reiss (Canada) Limited	235 Old Marylebone Road, London, NW1 5QT
Reiss France SARL	c/o BDO France, 35 Rue de Rome, 75008 Paris, France
Reiss (Australia) Limited	235 Old Marylebone Road, London, NW1 5QT
Reiss (USA) Limited	235 Old Marylebone Road, London, NW1 5QT

Audit Exemption under section 479A of the Companies Act 2006

The Directors consider that certain subsidiaries of the Group are entitled to exemption from the requirement to have an audit under the provision of section 479A of the Companies Act 2006 ("the Act") and members have not required the company to obtain an audit for the year in question in accordance with section 476 of the Act.

Reiss (Holdings) Limited has guaranteed the liabilities of the following subsidiaries in order that they qualify for the exemption from audit under Section 479A of the Companies Act 2006 in respect of the period ended 28 January 2017:

Reiss Limited
Reiss (Retail) Limited
Reiss (International) Limited
Reiss (Canada) Limited
Reiss (Australia) Limited

The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

Reiss (USA) Limited and Reiss (Sweden) Limited, being dormant companies, are exempt from the requirement to prepare accounts under S394A of the Companies Act 2006.