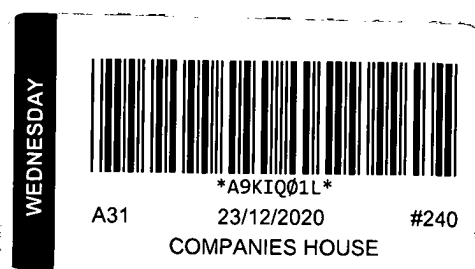


Company Registration No. 04154536 (England and Wales)

A.S.H.S. USA LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 28 DECEMBER 2019



Richard Luckin

A.S.H.S. USA LIMITED

COMPANY INFORMATION

Directors	HJ Seymour AS Seymour
Secretary	HJ Seymour
Company number	04154536
Registered office	The Stable Block, The Plough Brewery 516 Wandsworth Road London SW8 3JX
Auditor	Rickard Luckin Limited Aquila House Waterloo Lane Chelmsford Essex CM1 1BN

A.S.H.S. USA LIMITED

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A.S.H.S. USA LIMITED

DIRECTORS' REPORT

FOR THE PERIOD ENDED 28 DECEMBER 2019

The directors present their annual report and financial statements for the period ended 28 December 2019.

Principal activities

The principal activity of the company continued to be that of the sale of luxury handbags and fashion accessories through its store in the United States of America. The company closed its store on 15 January 2019 and ceased to trade at that date. Going forward the company will be a non-trading entity.

Directors

The directors who held office during the period and up to the date of signature of the financial statements were as follows:

HJ Seymour
AS Seymour

Auditor

In accordance with the company's articles, a resolution proposing that Rickard Luckin Limited be reappointed as auditor of the company will be put at a General Meeting.

Statement of directors' responsibilities

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards 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 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 judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

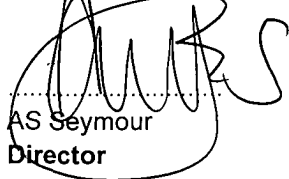
This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

A.S.H.S. USA LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE PERIOD ENDED 28 DECEMBER 2019

On behalf of the board



AS Seymour
Director

Date: 1/12/2020

A.S.H.S. USA LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF A.S.H.S. USA LIMITED

Opinion

We have audited the financial statements of A.S.H.S. USA Limited (the 'company') for the period ended 28 December 2019 which comprise the profit and loss account, the balance sheet, the statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 28 December 2019 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Material uncertainty related to going concern

We draw attention to note 1.2 in the financial statements, which states that the company had net liabilities of £11,468,000 at the period end, has ceased to trade in the year and will be a non trading company going forward. As stated in note 1.2, these conditions, along with the other matters as set forth in note 1.2, indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

A.S.H.S. USA LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBER OF A.S.H.S. USA LIMITED

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report and take advantage of the small companies exemption from the requirement to prepare a strategic report.

Responsibilities of directors

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

A.S.H.S. USA LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBER OF A.S.H.S. USA LIMITED

Use of our report

This report is made solely to the company's member in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's member those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's member for our audit work, for this report, or for the opinions we have formed.

Amit Popat (Senior Statutory Auditor)
for and on behalf of Rickard Luckin Limited

14 December 2020

Chartered Accountants
Statutory Auditor

Aquila House
Waterloo Lane
Chelmsford
Essex
CM1 1BN

A.S.H.S. USA LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE PERIOD ENDED 28 DECEMBER 2019

		Period ended 28 December 2019 £000	Period ended 29 December 2018 £000
	Notes		
Turnover		12	895
Cost of sales		(7)	(214)
		<hr/>	<hr/>
Gross profit		5	681
Administrative expenses		(79)	(1,122)
Exceptional item	3	(17)	113
		<hr/>	<hr/>
Loss before taxation		(91)	(328)
Tax on loss		(2)	2
		<hr/>	<hr/>
Loss for the financial period		(93)	(326)
		<hr/>	<hr/>

A.S.H.S. USA LIMITED

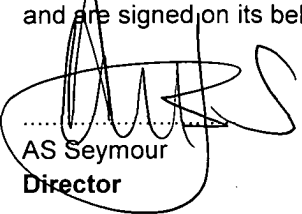
BALANCE SHEET

AS AT 28 DECEMBER 2019

	Notes	2019 £000	2018 £000
Current assets			
Stocks		-	230
Debtors	6	5	102
Cash at bank and in hand		41	161
		<u>46</u>	<u>493</u>
Creditors: amounts falling due within one year	7	<u>(11,514)</u>	<u>(10,685)</u>
Net current liabilities			(10,192)
Provisions for liabilities	8	-	(1,183)
Net liabilities		<u>(11,468)</u>	<u>(11,375)</u>
Capital and reserves			
Called up share capital	9	-	-
Profit and loss reserves		(11,468)	(11,375)
Total equity		<u>(11,468)</u>	<u>(11,375)</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on 1/12/2020 and are signed on its behalf by:


AS Seymour
Director

Company Registration No. 04154536

A.S.H.S. USA LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE PERIOD ENDED 28 DECEMBER 2019

	Share capital £000	Profit and loss reserves £000	Total £000
Balance at 30 December 2017	-	(11,049)	(11,049)
Period ended 29 December 2018:			
Loss and total comprehensive income for the period	-	(326)	(326)
	<hr/>	<hr/>	<hr/>
Balance at 29 December 2018	-	(11,375)	(11,375)
Period ended 28 December 2019:			
Loss and total comprehensive income for the period	-	(93)	(93)
	<hr/>	<hr/>	<hr/>
Balance at 28 December 2019	-	(11,468)	(11,468)
	<hr/>	<hr/>	<hr/>

A.S.H.S. USA LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 28 DECEMBER 2019

1 Accounting policies

Company information

A.S.H.S. USA Limited is a private company limited by shares incorporated in England and Wales. The registered office is The Stable Block, The Plough Brewery, 516 Wandsworth Road, London, SW8 3JX.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £000.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

The company ceased trading on 15 January 2019. The company made a loss during the period of £93,000 and had net liabilities of £11,468,000 at the reporting date. The company will be a non-trading entity going forward.

The directors have received assurances from its parent company, A.S.H.S. Limited, that they will continue to provide financial support for at least the next twelve months from the date of approval of the financial statements.

The group have taken appropriate measures to minimise the impact of the COVID-19 pandemic on the group and the directors are confident the group has sufficient resources to support this company for the next 12 months.

It is on this basis that the directors consider it appropriate to prepare the accounts on the going concern basis.

1.3 Reporting period

The company has taken advantage of Companies Act provisions that permit the company to prepare financial statements within 7 days of its accounting reference date.

1.4 Turnover

Turnover is recognised as the consideration receivable for sale of goods net of sales related taxes.

1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Leasehold land and buildings

Depreciated over the period of the lease and written off over period of lease

Fixtures and fittings

25% Straight Line

A.S.H.S. USA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 28 DECEMBER 2019

1 Accounting policies

(Continued)

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.6 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.7 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

A.S.H.S. USA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 28 DECEMBER 2019

1 Accounting policies

(Continued)

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Basic financial liabilities

Basic financial liabilities, including creditors, and loans from fellow group companies that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

1.9 Taxation

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

Current tax

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

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

A.S.H.S. USA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 28 DECEMBER 2019

1 Accounting policies

(Continued)

1.10 Provisions

Provisions are recognised when the company has a legal or constructive present obligation as a result of a past event, it is probable that the company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting end date, taking into account the risks and uncertainties surrounding the obligation. Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognised at present value. When a provision is measured at present value, the unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.13 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

1.14 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

1.15 Exceptional items

Income and expenses classified as exceptional are shown separately on the face of the profit and loss account. Income and expenses are treated as exceptional in nature if they are significant one off income or expenses and are not expected to reoccur.

2 Employees

The average monthly number of persons (including directors) employed by the company during the period was:

	2019 Number	2018 Number
Total	4	13

A.S.H.S. USA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 28 DECEMBER 2019

3 Exceptional item

	2019 £000	2018 £000
Expenditure		
Provision against onerous leases	17	(113)

The company ceased trading on 15 January 2019 and closed its stores at that date. Exceptional costs in the year relate to one off professional fees. In the prior period exceptional costs related to the provision of onerous leases for these stores which have been settled in the current period.

4 Tangible fixed assets

	Leasehold land and buildings £000	Plant and machinery etc £000	Total £000
Cost			
At 30 December 2018	2,677	336	3,013
Disposals	(2,677)	(336)	(3,013)
At 28 December 2019	-	-	-
Depreciation and impairment			
At 30 December 2018	2,677	336	3,013
Eliminated in respect of disposals	(2,677)	(336)	(3,013)
At 28 December 2019	-	-	-
Carrying amount			
At 28 December 2019	-	-	-
At 29 December 2018	-	-	-

5 Subsidiaries

Details of the company's subsidiaries at 28 December 2019 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held Direct
A.S.H.S. Nevada LLC	USA	Dormant	Ordinary	100.00
A.S.H.S. Madison LLC	USA	Dormant	Ordinary	100.00
A.S.H.S. Downtown LLC	USA	Dormant	Ordinary	100.00

These subsidiaries are held at £nil cost.

A.S.H.S. USA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 28 DECEMBER 2019

6 Debtors

	2019 £000	2018 £000
Amounts falling due within one year:		
Other debtors	5	102

7 Creditors: amounts falling due within one year

	2019 £000	2018 £000
Trade creditors	-	71
Taxation and social security	3	26
Other creditors	11,511	10,588
	11,514	10,685

Included within other creditors are amounts due to group companies totalling £11,500,000 (2018: 10,495,000).

8 Provisions for liabilities

	2019 £000	2018 £000
Onerous leases	-	1,183

In the prior period the company made the decision to close its stores and as a result the lease became onerous and was provided for on that basis. The lease has been settled by the company in the current period and no further provisions remain as at the current period end.

9 Called up share capital

	2019 £	2018 £
Ordinary share capital Issued and fully paid 1 Ordinary Share of £1 each	1	1

10 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

	2019 £000	2018 £000
	-	43

A.S.H.S. USA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 28 DECEMBER 2019

11 Financial commitments, guarantees and contingent liabilities

The company has entered into a cross guarantee in favour of HSBC Bank plc with A.S.H.S. Limited and ASHS East Coast Limited. At the period end the maximum liability represented by group borrowings under this guarantee was £nil.

12 Parent company

The ultimate parent company is A.S.H.S. Limited, a company registered in England and Wales. The registered office is The Stable Block, The Plough Brewery, 516 Wandsworth Road, London, SW8 3JX. A.S.H.S. Limited prepare group financial statements and copies can be obtained from the Registrar of Companies. At the prior period end the ultimate parent company was Mayhoola For Investment LLC, the change of ownership was made on 25 March 2019.

13 Related party transactions

The company has taken advantage of the exemption available in FRS 102 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent company,

At the period end the company owed A.S.H.S. Limited, its parent company £11,394,000 (2018: £10,389,000), and it owed ASHS East Coast limited, a fellow subsidiary undertaking, £106,000 (2018: £106,000). These amounts are included within other creditors.