## DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

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#### **COMPANY INFORMATION**

**DIRECTORS** S Zussman

M Zussman J Middleton M Wood S Fleming

REGISTERED NUMBER 05094961

REGISTERED OFFICE Ventura House

Bullsbrook Road Middlesex UB4 0UJ

INDEPENDENT AUDITORS Nexia Smith & Williamson

Chartered Accountants & Statutory Auditor

Imperial House

18 - 21 Kings Park Road

Southampton Hampshire SO15 2AT

BUSINESS AND TAX ADVISORS Smith & Williamson LLP

Imperial House

18 - 21 Kings Park Road

Southampton Hampshire SO15 2AT

BANKERS National Westminster Bank plc

250 Regent Street

London W1A 4RY

SOLICITORS Eversheds

115 Colmore Row Birmingham B3 3AL

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#### DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2013

The Directors present their report and the financial statements for the year ended 31 March 2013

#### PRINCIPAL ACTIVITIES

The Company's principal activity during the current year and previous period was that of the design, production and distribution of beauty products. The Company's principal brands are Elegant Touch, Salon Systems and Eylure

#### **BUSINESS REVIEW**

The Company has experienced another positive year's trading. Sales overall were up on the previous year by 8% with the increase in business having been driven by a combination of increased consumer demand, new product introductions and winning new customers both in the UK and Overseas.

The Company now trades from approximately 20,000 doors in the UK and 10,000 in the US. The US expansion has been a key feature of the last year with new listings gained at Target and Kohls. In the UK our market leading position in lashes is reinforced by a strong presence in Health & Beauty, Grocery and Fashion stores. The Katy Perry licence deal is in its second year and is delivering significant revenue growth to this brand as well as facilitating introductions to new customers.

The Elegant Touch nail brand was refreshed in 2012 with the new designs and packaging in store in 2013. This was augmented by the UK licence deal with Little Mix which launched in New Look in Spring 2013. Further licence deals are planned during the 2014 financial year to drive increased growth in this market.

Our Professional business continues to perform strongly through new product development and close relationships with our core customers

The development of new products and the costs associated with new listings in the US have required an investment of £750,000 which has been expensed in the year but the Directors believe that this investment is key to the global development of the brands and will be recouped from increased revenue in future years. Despite this investment operating profit increased to almost £4m. The Company was pleased to have this growth recognised in the Sunday Times International Track 200 as one of the UK's fastest growing international businesses.

Year end stocks have increased to ensure that the business is adequately covered for its expansion plans and its cash balances remain strong to support investment plans for the forthcoming financial year together with compliance with our banking covenants

Given the straightforward nature of the business, the directors do not believe that the use of KPIs is appropriate

#### **RESULTS**

The profit for the year, after taxation, amounted to £3,198,132 (2012 - £2,549,921)

#### DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2013

#### **DIRECTORS**

The Directors who served during the year were

S Zussman M Zussman J Middleton M Wood S Fleming

#### **DIRECTORS' RESPONSIBILITIES STATEMENT**

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law 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 judgments and accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and 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.

#### PRINCIPAL RISKS AND UNCERTAINTIES

#### Mitigation of foreign currency risk

An appreciable portion of the company's purchases are made in US dollars, and to protect the value of these purchases against currency fluctuations, dollar purchases are covered by forward foreign exchange contracts. There were forward contracts totalling £5 25 million in place at 31 March 2013 (31 March 2012 £1 88 million) at an average cost of \$1 6 £1 (31 March 2012 \$1 59 £1) compared to the market rate at 31 March 2013 of \$1 52 £1 (31 March 2012 \$1 59 £1)

#### PROVISION OF INFORMATION TO AUDITORS

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

- so far as that Director is aware, there is no relevant audit information of which the Company's auditors
  are unaware, and
- that Director has taken all the steps that ought to have been taken as a Director in order to be aware of
  any information needed by the Company's auditors in connection with preparing their report and to
  establish that the Company's auditors are aware of that information

#### DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2013

#### **AUDITORS**

The auditors, Nexia Smith & Williamson, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

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

S Zussman Director

Date 28 JWE 2013

## INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF ORIGINAL ADDITIONS (BEAUTY PRODUCTS) LIMITED

We have audited the financial statements of Original Additions (Beauty Products) Limited for the year ended 31 March 2013, which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

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

#### RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

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. 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). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

A description of the scope of an audit of financial statements is provided on the Auditing Practices Board's website at www frc org uk/apb/scope/private cfm

#### **OPINION ON FINANCIAL STATEMENTS**

In our opinion the financial statements

- give a true and fair view of the state of the Company's affairs as at 31 March 2013 and of its profit for the year 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

#### **OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

## INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF ORIGINAL ADDITIONS (BEAUTY PRODUCTS) LIMITED

#### MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

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

Nopia Smit : Williams -

Christopher Appleton (Senior Statutory Auditor)

for and on behalf of Nexia Smith & Williamson

Chartered Accountants Statutory Auditor

Imperial House
18 - 21 Kings Park Road
Southampton
Hampshire
SO15 2AT
Date 2 - 7 - ( )

#### PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2013

	Note	2013 £	2012 £
TURNOVER	1,2	34,633,708	31,992,270
Cost of sales		(20,813,179)	(19,218,149)
GROSS PROFIT		13,820,529	12,774,121
Administrative expenses		(9,829,603)	(9,388,360)
OPERATING PROFIT	3	3,990,926	3,385,761
Interest receivable and similar income		1,698	2,529
Interest payable and similar charges	6	(383)	(492,491)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		3,992,241	2,895,799
Tax on profit on ordinary activities	7	(794,109)	(345,878)
PROFIT FOR THE FINANCIAL YEAR	17	3,198,132	2,549,921
			5

All amounts relate to continuing operations

There were no recognised gains and losses for 2013 or 2012 other than those included in the Profit and Loss Account

The notes on pages 8 to 18 form part of these financial statements

## ORIGINAL ADDITIONS (BEAUTY PRODUCTS) LIMITED REGISTERED NUMBER: 05094961

#### BALANCE SHEET AS AT 31 MARCH 2013

	Note	£	2013 £	£	2012 £
FIXED ASSETS					
Intangible assets	8		4,150,513		4,520,329
Tangible assets	9		459,385		404,305
Investments	10		2,452		1,202
			4,612,350		4,925,836
CURRENT ASSETS					
Stocks	11	6,976,923		4,847,423	
Debtors	12	4,938,020		5,868,990	
Cash at bank		1,896,814		1,652,100	
		13,811,757		12,368,513	
CREDITORS amounts falling due within one year	13	(4,816,719)		(5,304,847)	
NET CURRENT ASSETS			8,995,038		7,063,666
TOTAL ASSETS LESS CURRENT LIABILI	TIES		13,607,388		11,989,502
CREDITORS: amounts falling due after more than one year	14		(5,543,911)		(7,124,157)
NET ASSETS			8,063,477		4,865,345
CAPITAL AND RESERVES					
Called up share capital	16		821		821
Share premium account	17		100,072		100,072
Other reserves	17		359,707		359,707
Profit and loss account	17		7,602,877		4,404,745
SHAREHOLDERS' FUNDS	18		8,063,477		4,865,345

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

S Zussman Director

Date 28 JWE ROIJ

The notes on pages 8 to 18 form part of these financial statements

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

#### 1. ACCOUNTING POLICIES

#### 1.1 Basis of preparation of financial statements

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

The Company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the Company as an individual undertaking and not about its group.

#### 1.2 Cash flow

The Company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1

#### 1.3 Turnover

Turnover comprises revenue recognised by the Company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts

#### 1.4 Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the Profit and Loss Account over its estimated economic life of 20 years.

#### 1.5 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases.

Leasehold Improvements
Plant & machinery
Fixtures & fittings

- Over the term of the lease
- 25% straight line25% straight line

#### 1.6 Investments

Investments held as fixed assets are shown at cost less provision for impairment

#### 17 Operating leases

Rentals under operating leases are charged to the Profit and Loss Account on a straight line basis over the lease term

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

#### 1. ACCOUNTING POLICIES (continued)

#### 1.8 Stocks

Stocks and work in progress are valued at the lower of cost and net realisable value and are shown net of provisions for slow moving and obsolete stocks. Costs include materials, costs of assembly, freight and duty costs. Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and disposal.

#### 1.9 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

#### 1.10 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date. The company enters into forward contracts on foreign currency from time to time and the amounts bought or sold under those contracts are translated at the contracted rate.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction

Exchange gains and losses are recognised in the Profit and Loss Account

#### 1.11 Pensions

The Company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the Company to the fund in respect of the year

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

#### 2. TURNOVER

3.

The whole of the turnover is attributable to the principal activity of the company as detailed in the directors' report. The directors consider there to be only one class of business.

A geographical analysis of turnover is as follows

	2013 £	2012 £
United Kingdom Rest of Europe Rest of World	27,609,687 2,498,885 4,525,136	26,837,274 2,649,646 2,505,350
	34,633,708	31,992,270
OPERATING PROFIT		
The operating profit is stated after charging		
	2013 £	2012 £
Amortisation - intangible fixed assets Depreciation of tangible fixed assets	369,816	369,816
- owned by the company	340,987	181,069
Auditors' remuneration	30,160	29,000
Operating lease rentals		
- plant and machinery	63,114	87,292
- other operating leases	377,417	290,000

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

4.	STAFF COSTS		
	Staff costs, including Directors' remuneration, were as follows		
		2013 £	2012 £
	Wages and salaries	2,689,521	2,408,740
	Social security costs	293,044	254,587
	Other pension costs	118,323	100,066
		3,100,888	2,763,393
	The average monthly number of employees, including the Directors,	during the year was a	s follows
		2013	2012
		No.	No
	Production and distribution	36	36
	Sales and marketing	25	21
	Office and administration	10	7
		71	64
5.	DIRECTORS' REMUNERATION		
		2013	2012
		£	£
	Emoluments	767,531	689,858
	Company pension contributions to defined contribution pension	77.070	75 440

During the year retirement benefits were accruing to 5 Directors (2012 5) in respect of defined contribution pension schemes

77,079

The highest paid Director received remuneration of £217,393 (2012 £187,538)

schemes

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid Director amounted to £18,759 (2012 £23,584)

75,119

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

6.	INTEREST PAYABLE		
		2013	2012
		£	£
	On bank loans and overdrafts	383	246
	On loans from group undertakings	•	492,245
		383	492,491
7.	TAXATION		
		2013	2012
		£	£
	Analysis of tax charge in the year		
	Current tax (see note below)		
	UK corporation tax charge on profit for the year	749,496	335,846
	Adjustments in respect of prior periods	68,828	1,248
	Total current tax	818,324	337,094
	Deferred tax		
	Origination and reversal of timing differences	(24,215)	6,677
	Effect of increased tax rate on opening liability	•	2, 107
	Total deferred tax (see note 15)	(24,215)	8,784
	Tax on profit on ordinary activities	794,109	345,878

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

#### 7. TAXATION (continued)

#### Factors affecting tax charge for the year

The tax assessed for the year is lower than (2012 - lower than) the standard rate of corporation tax in the UK of 24% (2012 - 26%) The differences are explained below

	2013 £	2012 £
Profit on ordinary activities before tax	3,992,241	2,895,799
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 24% (2012 - 26%)	958,138	752,908
Effects of		
Non-tax deductible amortisation of goodwill and impairment	105,417	131,705
Capital allowances for year in excess of depreciation	27,711	(9,003)
Adjustments to tax charge in respect of prior periods	68,828	1,248
Other differences leading to an increase (decrease) in the tax		
charge	1,196	(2,183)
Group relief	(342,966)	(537,581)
Current tax charge for the year (see note above)	818,324	337,094

#### 8. INTANGIBLE FIXED ASSETS

	Goodwill £
Cost	
At 1 April 2012 and 31 March 2013	7,386,411
Amortisation	
At 1 April 2012	2,866,082
Charge for the year	369,816
At 31 March 2013	3,235,898
Net book value	
At 31 March 2013	4,150,513
	4.500.000
At 31 March 2012	4,520,329

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

#### 9. TANGIBLE FIXED ASSETS

		Plant & Machinery, Fixtures,	
	Leasehold	Fittings &	
	Improvements	Equipment	Total
	£	£	£
Cost			
At 1 April 2012	54,310	1,265,143	1,319,453
Additions	4,920	391,852	396,772
Disposals	•	(33,805)	(33,805)
At 31 March 2013	59,230	1,623,190	1,682,420
Depreciation			
At 1 April 2012	28,206	886,942	915,148
Charge for the year	10,991	329,996	340,987
On disposals	· •	(33,100)	(33,100)
At 31 March 2013	39,197	1,183,838	1,223,035
Net book value			
At 31 March 2013	20,033	439,352	459,385
At 31 March 2012	26,104	378,201	404,305

#### 10. FIXED ASSET INVESTMENTS

	in subsidiary
	companies
	£
Cost or valuation	_
At 1 April 2012	1,202
Additions	1,250
At 31 March 2013	2,452
Net book value	<del></del>
At 31 March 2013	2,452
	=
At 31 March 2012	1,202
	=======================================

The addition in the year relates to the setting up of Original Additions LLC, a dormant subsidiary set up in the USA

Investments

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

#### 10. FIXED ASSET INVESTMENTS (continued)

#### Subsidiary undertakings

The following were subsidiary undertakings of the Company

Name	Class of shares	Holding
Eylure Limited	Ordinary £1	100%
Naturelle Limited	Ordinary £1	100%
City Chick Limited	Ordinary £1	100%
Nail Basics Limited	Ordinary £1	100%
Salon System Limited	Ordinary £1	100%
Original Additions LLC	Ordinary £1	100%

The aggregate of the share capital and reserves as at 31 March 2013 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows

	Name  Eylure Limited Naturelle Limited City Chick Limited Nail Basics Limited Salon System Limited Original Additions LLC	Aggregate of share capital and reserves £ 1 1 100 100 1,000 1,250	Profit/(loss) £
11.	STOCKS		
		2013 £	2012 £
	Raw materials	1,455,470	991,289
	Goods in transit	1,138,139	1,248,220
	Finished goods and goods for resale	4,383,314	2,607,914
		6,976,923	4,847,423
12.	DEBTORS		
		2013 £	2012 £
	Trade debtors	4,190,035	4,903,197
	Prepayments and accrued income	705,165	947,188
	Deferred tax asset (see note 15)	42,820	18,605
		4,938,020	5,868,990

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

13.	CREDITORS: Amounts falling due within one year		
		2042	2042
		2013 £	2012 £
	Bank loans and overdrafts	_	66,115
	Trade creditors	2,043,833	2,346,963
	Corporation tax	319,832	76,508
	Social security and other taxes	391,727	322,978
	Other creditors		12,017
	Accruals and deferred income	2,061,327	2,480,266
		4,816,719	5,304,847
14.	external debt of the company's parent, Original Additions TopC  CREDITORS	o Limited	
	Amounts falling due after more than one year		
		2013	2012
	Amounts owed to group undertakings	£ 5,543,911	£ 7,124,157
	Amounts owed to group undertakings		7,124,137
15.	DEFERRED TAX ASSET		
		2013	2012
		£	£
	At beginning of year	18,605	27,389
	Released during/(charged for) year	24,215	(8,784)
	At end of year	42,820	18,605
	The deferred tax asset is made up as follows		
		2013	2012
		£	£
	Accelerated capital allowances	41,229	18,605
	Other short term timing differences	1,591	-
		42,820	18,605
		,	

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

# 16. SHARE CAPITAL 2013 2012 £ £ £ Allotted, called up and fully paid 331 Ordinary shares class A of £1 each 331 331 400 Ordinary shares class B of £1 each 400 400

821 821

90

90

Ordinary shareholders of any class are entitled to attend, speak and vote at general meetings. All ordinary shares in issue rank pari passu.

On winding up of the company, ordinary shares are treated as one class and rank equally in respect of the distribution on wind up of any surplus assets and retained profits

#### 17. RESERVES

90 Ordinary shares class C of £1 each

		Share premium account £	Other reserves £	Profit and loss account £	
	At 1 April 2012	100,072	359,707	4,404,745	
	Profit for the year	•	-	3,198,132	
	At 31 March 2013	100,072	359,707	7,602,877	
18.	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS				
			2013	2012	
			£	£	
	Opening shareholders' funds Profit for the year	· ·	4,865,345 3,198,132		
	Closing shareholders' funds	8,0	063,477	4,865,345	

#### 19. PENSION COMMITMENTS

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 and amounted to £118,323 (2012 £100,066). Contributions totalling £7,662 (2012 £5,842) were payable to the fund at the balance sheet date and are included in creditors.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

#### 20. OPERATING LEASE COMMITMENTS

At 31 March 2013 the Company had annual commitments under non-cancellable operating leases as follows

	Land and buildings		Other	
	2013	2012	2013	2012
	£	£	£	£
Expiry date.				
Within 1 year	-	-	•	6,180
Between 2 and 5 years	455,000	290,000	83,039	63,132

#### 21. RELATED PARTY TRANSACTIONS

The company is claiming the exemption conferred by Financial Reporting Standard No 8 from making related party disclosures in respect of group transactions

#### 22. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The immediate and ultimate parent entity is Original Additions Topco Limited which is incorporated in England and Wales. This is the largest and smallest group of undertakings for which financial statements are drawn up. Consolidated financial statements for this entity are available from Companies House, Crown Way, Cardiff, CF14, 3UZ. There is deemed to be no ultimate controlling party.