

**Report of the Directors and
Financial Statements for the year ended 31 December 2011
for
CROCS UK LIMITED**



CROCS UK LIMITED (REGISTERED NUMBER: 06032591)

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for the year ended 31 December 2011

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CROCS UK LIMITED

Company Information ***for the year ended 31 December 2011***

DIRECTORS

Crocs Europe BV
V A Gunn
A P Holloway

SECRETARIES

T A David
Abogado Nominees Limited

REGISTERED OFFICE

Warwick House
Floor 3
64-65 Cowcross Street
Farringdon
London
EC1M 6EG

REGISTERED NUMBER

06032591 (England and Wales)

AUDITORS

Rostrons
Chartered Accountants
Statutory Auditors
Yare House
62-64 Thorpe Road
Norwich
Norfolk
NR1 1RY

Report of the Directors
for the year ended 31 December 2011

The directors present their report with the financial statements of the company for the year ended 31 December 2011

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the retail of footwear and clothing

EVENTS SINCE THE END OF THE YEAR

Information relating to events since the end of the year is given in the notes to the financial statements

DIRECTORS

Crocs Europe BV has held office during the whole of the period from 1 January 2011 to the date of this report

Other changes in directors holding office are as follows

R M J Akeroyd - resigned 26 September 2011

K D Graham - resigned 21 December 2011

V A Gunn - appointed 16 November 2011

A P Holloway was appointed as a director after 31 December 2011 but prior to the date of this report

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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 AS TO DISCLOSURE OF INFORMATION TO AUDITORS

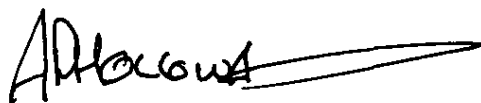
So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

CROCS UK LIMITED (REGISTERED NUMBER: 06032591)

Report of the Directors
for the year ended 31 December 2011

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies

ON BEHALF OF THE BOARD

A handwritten signature in black ink, appearing to read 'A P Holloway', followed by a long horizontal flourish.

A P Holloway - Director

23 October 2012

Report of the Independent Auditors to the Members of Crocs UK Limited

We have audited the financial statements of Crocs UK Limited for the year ended 31 December 2011 on pages six to twelve. 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 a Report of the Auditors 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 Statement of Directors' Responsibilities set out on page two, 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

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 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. In addition, we read all the financial and non-financial information in the Report of the Directors to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 December 2011 and of its loss 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

Report of the Independent Auditors to the Members of Crocs UK 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, 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 Report of the Directors



Elizabeth Claxton FCCA ACA (Senior Statutory Auditor)
for and on behalf of Rostrons
Chartered Accountants
Statutory Auditors
Yare House
62-64 Thorpe Road
Norwich
Norfolk
NR1 1RY

23 October 2012

CROCS UK LIMITED (REGISTERED NUMBER: 06032591)

Profit and Loss Account
for the year ended 31 December 2011

	Notes	31/12/11 £	31/12/10 £
TURNOVER		3,704,204	3,160,299
Cost of sales		<u>818,296</u>	<u>464,084</u>
GROSS PROFIT		2,885,908	2,696,215
Administrative expenses		<u>2,869,629</u>	<u>2,176,089</u>
OPERATING PROFIT and PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2	16,279	520,126
Tax on profit on ordinary activities	3	<u>19,860</u>	<u>(142,161)</u>
(LOSS)/PROFIT FOR THE FINANCIAL YEAR		<u><u>(3,581)</u></u>	<u><u>662,287</u></u>

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the loss for the current year and the profit for the previous year

The notes form part of these financial statements

CROCS UK LIMITED (REGISTERED NUMBER: 06032591)**Balance Sheet
31 December 2011**

	Notes	31/12/11 £	£	31/12/10 £	£
FIXED ASSETS					
Tangible assets	4		614,085		481,780
CURRENT ASSETS					
Stocks		348,372		248,508	
Debtors	5	873,738		695,195	
Cash at bank		757,256		601,499	
		<u>1,979,366</u>		<u>1,545,202</u>	
CREDITORS					
Amounts falling due within one year	6	<u>3,138,436</u>		<u>2,568,386</u>	
NET CURRENT LIABILITIES			<u>(1,159,070)</u>		<u>(1,023,184)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>(544,985)</u>		<u>(541,404)</u>
CAPITAL AND RESERVES					
Called up share capital	8		1		1
Profit and loss account	9		<u>(544,986)</u>		<u>(541,405)</u>
SHAREHOLDERS' FUNDS	13		<u>(544,985)</u>		<u>(541,404)</u>

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies

The financial statements were approved by the Board of Directors on 23 October 2012 and were signed on its behalf by



A P Holloway - Director

The notes form part of these financial statements

Notes to the Financial Statements
for the year ended 31 December 2011

1 ACCOUNTING POLICIES

Basis of preparing the financial statements

The accounts have been prepared on a going concern basis. At 31 December 2011 the company had a balance sheet deficit of £544,985.

The company's ability to continue trading is dependent upon the ongoing financial support of its immediate parent Crocs Europe BV.

The directors of Crocs UK Limited, having obtained the support of the directors of Crocs Europe BV and having reviewed the overall group position, consider this financial support to be adequate to enable them to continue to adopt the going concern basis in preparing the financial statements.

Accounting convention

The financial statements have been prepared under the historical cost convention.

Financial Reporting Standard Number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company.

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life:

Fixtures and fittings - 20% straight line

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

Incentives received to enter into land and building leases are recognised as a reduction in rental expense. The benefit is allocated over the shorter of the lease term, or the period to the next review, on a straight line basis.

Lease premiums paid are allocated to the profit and loss account over the lease term on a straight line basis.

Notes to the Financial Statements - continued
for the year ended 31 December 2011

2 OPERATING PROFIT

The operating profit is stated after charging

	31/12/11	31/12/10
	£	£
Hire of plant and machinery	38,430	-
Other operating leases	767,070	720,607
Depreciation - owned assets	176,841	137,818
Loss on disposal of fixed assets	-	99,249
Auditors' remuneration	8,500	8,500
Foreign exchange differences	1,409	29,274
	<u> </u>	<u> </u>
Directors' remuneration	-	-
	<u> </u>	<u> </u>

3 TAXATION

Analysis of the tax charge/(credit)

The tax charge/(credit) on the profit on ordinary activities for the year was as follows

	31/12/11	31/12/10
	£	£
Deferred tax	19,860	(142,161)
	<u> </u>	<u> </u>
Tax on profit on ordinary activities	19,860	(142,161)
	<u> </u>	<u> </u>

Factors affecting the tax charge/(credit)

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below

	31/12/11	31/12/10
	£	£
Profit on ordinary activities before tax	16,279	520,126
	<u> </u>	<u> </u>
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 26% (2010 - 28%)	4,233	145,635
Effects of		
Capital allowances in excess of depreciation	(16,296)	4,791
Tax losses carried forward	10,895	(159,521)
Expenses not deductible for tax purposes	1,168	9,095
	<u> </u>	<u> </u>
Current tax charge/(credit)	-	-
	<u> </u>	<u> </u>

Notes to the Financial Statements - continued
for the year ended 31 December 2011

3 TAXATION - continued

The deferred tax asset has been recognised as there is expected to be sufficient taxable profits in the future against which the underlying timing differences can be deducted. The deferred tax charged/(credited) in the profit and loss account has arisen as follows

	31/12/11 £	31/12/10 £
Effect of adjustments to the estimated recoverable amount of deferred tax arising in previous periods	-	(314,000)
Origination and reversal of timing differences	9,042	171,839
Changes in tax rates	10,818	-
	<u>19,860</u>	<u>(142,161)</u>
Deferred tax movement	<u>19,860</u>	<u>(142,161)</u>

The deferred tax asset in the balance sheet is in respect of the following

	31/12/11 £	31/12/10 £
Fixed asset timing differences	(5,664)	12,889
Unutilised tax losses	127,965	129,272
	<u>122,301</u>	<u>142,161</u>

4 TANGIBLE FIXED ASSETS

	Fixtures and fittings £
COST	
At 1 January 2011	798,479
Additions	309,146
	<u>1,107,625</u>
At 31 December 2011	<u>1,107,625</u>
DEPRECIATION	
At 1 January 2011	316,699
Charge for year	176,841
	<u>493,540</u>
At 31 December 2011	<u>493,540</u>
NET BOOK VALUE	
At 31 December 2011	<u>614,085</u>
At 31 December 2010	<u>481,780</u>

Notes to the Financial Statements - continued
for the year ended 31 December 2011

5 DEBTORS

	31/12/11 £	31/12/10 £
Amounts falling due within one year		
Other debtors	<u>236,702</u>	<u>185,782</u>
Amounts falling due after more than one year		
Other debtors	<u>637,036</u>	<u>509,413</u>
Aggregate amounts	<u>873,738</u>	<u>695,195</u>

Included in debtors due in more than one year is a deferred tax asset of £122,301 (31/12/10 - £142,161)

6 CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR

	31/12/11 £	31/12/10 £
Trade creditors	235,161	38,716
Amounts owed to group undertakings	2,085,524	2,114,899
Taxation and social security	90,151	15,028
Other creditors	<u>727,600</u>	<u>399,743</u>
	<u>3,138,436</u>	<u>2,568,386</u>

7 OPERATING LEASE COMMITMENTS

The following operating lease payments are committed to be paid within one year

	Land and buildings		Other operating leases	
	31/12/11 £	31/12/10 £	31/12/11 £	31/12/10 £
Expiring				
Between one and five years	250,000	-	36,310	-
In more than five years	<u>723,000</u>	<u>725,000</u>	<u>-</u>	<u>-</u>
	<u>973,000</u>	<u>725,000</u>	<u>36,310</u>	<u>-</u>

8 CALLED UP SHARE CAPITAL

Allotted and issued Number	Class	Nominal value	31/12/11 £	31/12/10 £
1	Ordinary share	£1	<u>1</u>	<u>1</u>

Notes to the Financial Statements - continued
for the year ended 31 December 2011

9 RESERVES

	Profit and loss account £
At 1 January 2011	(541,405)
Deficit for the year	(3,581)
At 31 December 2011	<u>(544,986)</u>

10 RELATED PARTY DISCLOSURES

The company, being a wholly owned subsidiary undertaking, has taken advantage of the exemption available under Financial Reporting Standard Number 8 from disclosing transactions with group companies, on the basis that consolidated group financial statements are publicly available

11 POST BALANCE SHEET EVENTS

After the year end the company invested in the opening of 10 new stores in the UK

12 ULTIMATE CONTROLLING PARTY

The company's immediate parent is Crocs Europe BV, a company incorporated in the Netherlands

The company's ultimate parent and controlling party is Crocs Inc, a company incorporated in the United States of America

Copies of the consolidated financial statements of Crocs Europe BV and Crocs Inc can be obtained from the registered office

13 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31/12/11 £	31/12/10 £
{Loss}/profit for the financial year	(3,581)	662,287
Net (reduction)/addition to shareholders' funds	(3,581)	662,287
Opening shareholders' funds	(541,404)	(1,203,691)
Closing shareholders' funds	<u>(544,985)</u>	<u>(541,404)</u>