LESLIE DAVIS LIMITED

Directors' Report and financial statements

For the 52-week period ended 28 January 2017

Company No: 3769521

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Directors' report and financial statements

Contents *Page*

Directors and advisors	1
Directors' Report	2
Statement of Directors' responsibilities in respect of the Directors' report and the financial statements	3
Independent Auditor's report to the members of Leslie Davis Limited	4-5
Profit and loss account	6
Balance sheet	7
Statement of changes in equity	8
Notes to the financial statements	9-16

Directors and Advisors

Directors:	Shaun D Carney Mark A Jenkins
Secretary:	Mark A Jenkins
Registered office:	Imperial Place 3, Maxwell Road, Borehamwood, WD6 1JN
Auditors	KPMG LLP, 15 Canada Square, London, E14 5GL,

Directors' Report

The Directors present their Director's Report and the financial statements for the 52-week period ended 28 January 2017.

Directors and Directors' interests
The Directors, who served throughout the period and to the date of this report, unless otherwise stated, were:
S D Carney
M A Jenkins

No Director had any beneficial interest in the share capital of the Company during the period (2016: nil).

Company Secretary
The Company Secretary who served throughout the period and to the date of this report was Mark A. Jenkins.

Business review and dividends
With effect from 31 January 2016, the Company's immediate parent company, Signet Trading Limited, acquired the Company's business and all assets and liabilities (the 'Business Transfer'). The Company effected a reduction of capital and completed the Business Transfer via a dividend in specie of £13,490,246. No other dividends were paid during the period (2016: £nil).

All risks & uncertainties arising from the past and future operation of the Leslie Davis business have been transferred to the immediate parent company, Signet Trading Ltd. As Signet Trading Limited has managed the operations of its subsidiaries on a centralised basis for many years, the commercial arrangements of the Leslie Davis business will continue unchanged. Signet Trading Limited has also formally indemnified the Company against all costs and claims arising against the Company. This includes all lease obligations, these having already been discharged and managed by Signet Trading Limited on behalf of the Leslie Davis business since the Company was incorporated.

Political and charitable contributions
The Company made no charitable or political contributions during the period (2016: £nil).

Disclosure of information to auditor
Each of the Directors at the date hereof confirms that:

- so far as he is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- he has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

By order of the Board,

Mark A Jenkins
Director
31 August 2017

Imperial Place 3
Maxwell Road,
Borehamwood WD6 1JN

Statement of Directors' responsibilities in respect of the Directors' report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework.*

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 estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Independent auditor's report to the members of Leslie Davis Limited

We have audited the financial statements of Leslie Davis Limited for the 52 weeks ended 28 January 2017 set out on pages 6 to 16. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework.*

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 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 members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor
As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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 Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

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 28 January 2017 and of its result for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters 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.

Based solely on the work required to be undertaken in the course of the audit of the financial statements and from reading the Directors' report:

- we have not identified material misstatements in that report; and
- in our opinion, that report has been prepared in accordance with the Companies Act 2006.

Independent auditor's report to the members of Leslie Davis Limited (continued)

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 take advantage of the small companies exemption from the requirement to prepare a strategic report.



Jeremy Hall (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square, London, E14 5GL

31/08/2017

Profit and loss account

for the 52 weeks ended 28 January 2017 and the 52 weeks ended 30 January 2016

	Notes	52 weeks ended 28 January 2017 £000	52 weeks ended 30 January 2016 £000
Turnover	2	-	11,542
Cost of sales		-	(11,076)
Gross profit		-	466
Administrative expenses		-	(1,154)
Operating loss		-	(689)
Interest receivable and similar income	6	-	68
Loss on ordinary activities before taxation	3	-	(621)
Tax credit on loss on ordinary activities	7	-	215
Loss for the financial period		-	(406)

With effect from 31 January 2016, all of the company's trade and assets were transferred to immediate parent entity. There were no gains or losses recognised other than those in the profit and loss account for either period.

The notes on pages 9 to 16 form part of these financial statements.

Balance sheet

at 28 January 2017 and 30 January 2016

	Notes	28 January 2017 £000	£000	30 January 2016 £000	£000
Fixed assets					
Intangible assets	8	-		4,642	
Tangible assets	9	-		1,040	
			-		5,682
Current assets					
Stocks	10	-		5,498	
Debtors *	11	5		2,632	
Cash at bank and in hand		-		5	
		5		8,135	
Creditors: amounts falling due within one year	12	-		(322)	
Net current assets			5		7,813
Net assets			5		13,495
Capital and reserves					
Called up share capital	14		5		14,463
Profit and loss account			-		(968)
Shareholders' funds			5		13,495

* Debtors and net current assets include amounts recoverable after more than one year of £nil (2016: £101,000).

The notes on pages 9 to 16 form part of these financial statements.

These financial statements were approved by the Board of Directors on 31 August 2017 and were signed on its behalf by:



Shaun D Carney
Director
Company No: 3769521

Statement of changes in equity
for the 52-week period ended 28 January 2017

	Share capital £000	Profit and loss account £000	**Total equity** £000
Balance at 31 January 2015	14,463	(562)	13,901
Loss for the financial period	-	(406)	(406)
Balance at 30 January 2016	**14,463**	**(968)**	**13,495**
Capital reduction and dividend in specie effected as at 31 January 2016	(14,458)	968	(13,490)
Loss for the financial period	-	-	-
Balance at 28 January 2017	**5**	**-**	**5**

The notes on pages 9 to 16 form part of these financial statements.

Notes to the financial statements

1. Accounting policies

These financial statements have been prepared for the 52 weeks ended 28 January 2017 (2016: 52 weeks ended 30 January 2016).

Leslie Davis Limited (the "Company") is a company incorporated and domiciled in the UK. It is a private company limited by shares.

Basis of preparation

The financial statements have been prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"), applicable United Kingdom law and under the historical cost convention.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("EU-IFRS"), but makes amendments where necessary to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- A Cash Flow Statement and related notes;
- Disclosures in respect of capital management
- The effects of new but not yet effective IFRSs.

The Company's ultimate holding company is Signet Jewelers Limited which is registered in Bermuda. The Company is exempt by s401 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking.

As the consolidated financial statements of Signet Jewelers Limited include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 13 Fair Value Measurement; and
- the disclosures required by IFRS 7.

The accounting policies, unless otherwise stated, have been applied consistently in relation to the Company's financial statements in the current and preceding period.

Going concern

The business and operating assets and liabilities of Leslie Davis were transferred to the Company's immediate holding company, Signet Trading Limited, with effect from 31 January 2016. The directors believe that the Company is well placed to manage its business risks successfully and that it has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Notes *(continued)*

1. Accounting policies (continued)

Goodwill
Goodwill is stated at net book value as at the FRS 101 transition date of 1 February 2014. After that date, goodwill was tested annually for impairment based on allocation to cash-generating units.

Depreciation
Premiums paid to acquire short leasehold properties are amortised over the lease period (up to 25 years). Depreciation on other fixed assets is provided on a straight-line basis at the following rates:

Plant, machinery and motor vehicles	10% or 20% per annum
Fixtures and fittings	up to 33 1/3% per annum

Leases
Rental charges payable under operating leases are charged to the profit and loss account on a straight-line basis over the period of the lease. Provision is made for future net lease obligations in respect of onerous leases of vacant, partially vacant or sublet properties.

Pension costs
The Company participated in a defined benefit pension plan, which provides benefits based on members' salaries and ceased to admit new employees from 2004. The assets are held by the Trustees of the plan and are completely separate from the Company.

All those who worked within the business were employed by a fellow Group undertaking. This fellow Group undertaking applies the requirements of IFRS 2. Employment costs in respect of those persons who worked within the business were recharged to the Company, including the costs of a defined contribution pension plan.

Stocks
Stocks are stated at the lower of cost and net realisable value. Cost is calculated on a weighted average basis and includes an appropriate proportion of attributable overheads. Provision is made for obsolete, slow moving or defective items.

Turnover
Turnover represents the amounts (excluding value added tax) derived from the provision of goods and services to customers during the period. Repair revenues are recognised when the service is complete and the merchandise is delivered to the customer.

Cost of sales
Cost of sales includes costs incurred in the purchase, processing and distribution of merchandise and all costs directly incurred in the operation and support of retail outlets.

Notes *(continued)*

1. Accounting policies (continued)

Taxation
The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by IAS 12.

2. Turnover and profit on ordinary activities before taxation

All turnover and profits before taxation were derived from the Company's discontinued principal activity as a retailer of jewellery, watches and associated services in the United Kingdom.

3. Loss on ordinary activities before taxation

	2017	2016
	£000	£000
Loss on ordinary activities before taxation is stated after charging:		
Depreciation	-	225
Auditor's remuneration – statutory audit	-	8
Rentals payable under operating leases:		
Land and buildings	-	1,585
Plant, machinery and motor vehicles	-	13

The auditor received no remuneration for any non-audit services in either period. The auditor's remuneration is borne by fellow group company.

4. Remuneration of Directors

None of the Directors received any remuneration from the Company during the period (2016: £nil).

5. Staff numbers and costs

Legally, the Company has no employees with all those who work within the business employed by a fellow Group undertaking. All employment costs in respect to those persons who work within the business were recharged to the Company. The weekly average numbers of persons who work within the business and their cost to the Company was as follows:

	Number of employees 2017	Number of employees 2016
Distribution and sales	-	59

Notes *(continued)*

5. Staff numbers and costs (continued)

The aggregate payroll costs of these persons were as follows:

	2017 £000	2016 £000
Wages and salaries	-	1,411
Social security costs	-	90
Pension costs	-	47
	-	1,548

6. Interest receivable and similar income

	2017 £000	2016 £000
Interest receivable on amounts owed by Group undertakings	-	68

7. Taxation

	2017 £000	2016 £000
UK corporation tax credit for the period	-	(110)
Prior period corporation tax credit	-	(109)
Deferred tax charge	-	4
	-	(215)

	2017 %	2016 %
UK statutory tax rates	-	(20.2)
Expenditure permanently disallowable for tax, net of permanent undercharges	-	2.9
Adjustment in respect of previous periods	-	(17.5)
Other timing differences	-	(0.4)
Current tax rate	-	(35.2)
Deferred tax rate	-	0.4
Effect of change of tax rate on deferred tax balances	-	0.2
Effective tax rate in the accounts	-	(34.6)

Notes *(continued)*

8. Intangible Assets - Goodwill

	£000
Cost:	
At 30 January 2016 and 31 January 2015	8,435
Disposal	(8,435)
At 28 January 2017	-
Amortisation:	
At 30 January 2016 and 31 January 2015	3,793
Disposal	(3,793)
At 28 January 2017	-
Net book value:	
At 28 January 2017	-
At 30 January 2016 and 31 January 2015	4,642

9. Tangible fixed assets

	Short leasehold £000	Plant & machinery £000	Fixtures & fittings £000	Total £000
Cost				
At 31 January 2015	77	24	2,537	2,638
Additions	-	-	175	175
Disposals	-		(29)	(29)
At 30 January 2016	77	24	2,683	2,784
Disposals	(77)	(24)	(2,683)	(2,784)
At 28 January 2017	-	-	-	-
Depreciation				
At 31 January 2015	71	18	1,459	1,548
Charge for the period	2	2	221	225
Disposals	-	-	(29)	(29)
At 30 January 2016	73	20	1,651	1,744
Disposals	(73)	(20)	(1,651)	(1,744)
At 28 January 2017	-	-	-	-
Net book value				
At 28 January 2017	-	-	-	-
At 30 January 2016	4	4	1,032	1,040
At 31 January 2015	6	6	1,078	1,090

Notes *(continued)*

10. Stocks

	2017 £000	2016 £000
Goods held for resale	-	5,498

11. Debtors

	2017 £000	2016 £000
Amounts due from Group undertakings	5	2,052
Corporation Tax recoverable	-	51
Other debtors	-	428
Recoverable within one year	5	2,531
Deferred taxation (see note 13)	-	101
	5	2,632

12. Creditors: amounts falling due within one year

	2017 £000	2016 £000
Accruals and deferred income	-	322

13. Deferred taxation

The deferred taxation asset is comprised as follows:

	2017 £000	2016 £000
Difference between accumulated depreciation and capital allowances	-	99
Short-term timing differences	-	2
	-	101

Reduction in the UK corporation tax rate from 20% to 19% (effective from 1 April 2017) was enacted on 26 October 2015. A further reduction to 17% (effective from 1 April 2020) received Royal Assent on 15 September 2016. The deferred tax liability at 30 January 2016 has been calculated based on these rates.

	£000
At 31 January 2015	105
Charge for the period	(4)
At 30 January 2016	101
Transferred to immediate parent company	(101)
At 28 January 2017	-

Notes *(continued)*

14. Called up share capital

	2016	2015
	£000	£000
Allotted, called up and fully paid:		
5,000 (2016: 14,462,596) ordinary shares of £1 each	**5**	14,463

	£000
At 30 January 2016	14,463
Capital reduction	(14,458)
At 28 January 2017	**5**

15. Pension costs

The Company participated in the Signet Group defined benefit pension plan ('the Plan'), which provides benefits based on members' salaries. The Plan is completely separate from the Company and from any fellow Group undertaking. This Plan has been closed to new entrants since 2004. The Company has no employees, with all those who worked within the business employed by a fellow Group undertaking. All pension obligations of the Leslie Davis business have been assumed by the Company's immediate parent company, Signet Trading Limited.

16. Commitments

Annual commitments under non-cancellable operating leases are as follows:

	2017	2016
	Land & buildings £000	Land & buildings £000
Operating leases which expire:		
Within one year	-	28
In the second to fifth years inclusive	-	605
After more than five years	-	857
	-	1,490

17. Related party transactions

As the Company is a wholly owned subsidiary of Signet Trading Limited and the Company's voting rights are controlled within the group headed by Signet Jewelers Limited, the Company has taken advantage of the exemption contained in IAS 24 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of Signet Jewelers Limited, within which this Company is included, can be obtained from the address given in note 18.

Notes *(continued)*

18. Ultimate parent Company

The company's ultimate parent is Signet Jewelers Limited, a company incorporated under the Companies Act 1981 of Bermuda and whose registered office is Clarendon House, 2 Church Street, Hamilton HM11, Bermuda. The financial statements of Signet Jewelers Limited which consolidate the results of the company are available to the public and may be obtained from Imperial Place 3, Maxwell Road, Borehamwood WD6 1JN or at www.signetjewelers.com.