Mosaic Fashions hf.

Consolidated Financial Statements
52 week period ended 27 January 2007
GBP

Contents

Endorsement and Signatures of the Board of Directors and the CEO

Mosaic Fashions hf. was incorporated on 12 April 2005. The object of the Company, according to Article 3 of its Articles of Association, is to own and run businesses involved in the production, sale and distribution of fashion goods and other related activities, the management of real estate and any other activities which the Company may reasonably be expected to be involved in. The operating year of the Company is from 1 February to 31 January, with the financial year end falling on the last Saturday of this period.

The Group acquired the entire issued share capital of Rubicon Retail Limited on 12 October 2006. These Consolidated Financial Statements include the post acquisition profits of Rubicon Retail Limited and its subsidiaries for the period from 13 October 2006 to 27 January 2007, together with their closing balance sheet as at 27 January 2007. The cost of investment of GBP 182.3 million was funded by cash, bank borrowings, vendor loan notes and warrants. As part of this transaction all the debt of Mosaic Fashions hf. and Rubicon Retail Limited was refinanced.

According to the Income Statement, the profit after tax for the 52 week period ended 27 January 2007 amounted to GBP 10.7 million. The Group's revenue from the sale of goods and services amounted to GBP 585.8 million during the period. According to the Balance Sheet, Equity at the end of the period amounted to GBP 150.6 million. Reference is made to the Consolidated Statement of Changes in Equity during the period.

The Company's total issued share capital amounted to GBP 23.5 million at 27 January 2007. The Company held own shares in the nominal amount of GBP 0.2 million. Share capital at 27 January 2007 is divided among 1,019 shareholders. One shareholder held over 10% of outstanding shares, as shown below:

BG Holding ehf., Reykjavík	37.3%

The Board of Directors and the CEO of Mosaic Fashions hf. hereby confirm the Consolidated Financial Statements of the Company for the 52 week period ended 27 January 2007, by means of their signatures.

London, 26 April 2007

Board of Directors:	Stewart Binnie
	Richard Glanville
	Thor Sigfusson
	Gunnar Sigurðsson
Chief Executive Officer:	Derek Lovelock

Independent Auditors' Report

To the Board of Directors and Shareholders of Mosaic Fashions hf.

Report on the Consolidated Financial Statements

We have audited the accompanying Consolidated Financial Statements of Mosaic Fashions hf. and its subsidiaries, which comprise the Consolidated Balance Sheet as at 27 January 2007, and the Consolidated Income Statement, Consolidated Statement of Changes in Equity and Consolidated Cash Flow Statement for the period then ended, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these Consolidated Financial Statements in accordance with International Financial Reporting Standards as adopted by the European Union. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated Financial Statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Financial Statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the Financial Statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the Consolidated Financial Statements give a true and fair view of the consolidated financial position of Mosaic Fashions hf. as at 27 January 2007, and of its consolidated financial performance and its consolidated cash flows for the period then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Reykjavík, 26 April 2007

KPMG hf.

Consolidated Income Statement

For the 52 week period ended 27 January 2007

	Note	2007 29.01-27.01	2006 30.01-28.01
Sales	1	585.8	410.0
Cost of sales		-229.7	-159.9
Impact of fair value adjustment on acquired inventory	2	-3.2	-
Total cost of sales		-232.9	-159.9
Gross profit		352.9	250.1
Distribution costs		-236.1	-160.8
Administrative expenses before acquisition and integration costs and professional charges relating to flotation		-67.4	-42.2
Acquisition and integration costs and professional charges relating to flotation		-1.3	-3.4
Total administrative expenses		-68.7	-45.6
Operating profit before financing costs		48.1	43.7
Share of loss of associate	11	-0.7	-0.9
		47.4	42.8
Interest income	6	2.7	0.2
Financing costs before refinancing		-30.1	-18.7
Financing costs arising from refinancing		-2.8	-5.4
Total finance costs	6	-32.9	-24.1
Profit before tax		17.2	18.9
Income tax expense	7	-6.5	-6.3
Profit for the period		10.7	12.6

All profits are solely attributable to the equity holders of the Parent.

Earnings per share:

Basic earnings per share (pence)	8	0.369	0.491
Diluted earnings per share (pence)	8	0.329	0.491

The notes on pages 9 to 27 are an integral part of these financial statements.

Financial Statements of Mosaic Fashions hf. 27 January 2007 5 Amounts are in GBP million

Consolidated Balance Sheet
As at 27 January 2007

Assets

	Note	27.01.2007	28.01.2006
Non-current assets:			
Property, plant and equipment	9	83.4	50.9
Intangible assets	10	517.2	211.8
Investments in associates	11	0.4	0.3
Prepayments		6.8	3.4
Trade and other receivables		0.8	0.8
Total non-current assets		608.6	267.2
Current assets:			
Inventories	12	81.1	43.1
Trade and other receivables	13	62.8	29.7
Cash and cash equivalents	14	11.2	14.7
Total current assets		155.1	87.5
Total assets		763.7	354.7

Equity and liabilities

	Note	27.01.2007	28.01.2006
Equity:			
Share capital	15	-23.5	-23.5
Warrants	16	-9.8	-
Share premium	17	-93.9	-93.9
Retained earnings and reserves		-23.4	-12.2
Total equity		-150.6	-129.6
Non-current liabilities:			
Long term borrowings	18	-422.9	-124.9
Deferred income	20	-13.9	-5.7
Deferred tax liabilities	21	-69.5	-15.3
Total non-current liabilities		-506.3	-145.9
Current liabilities:			
Short term borrowings	19	-1.4	-15.5
Trade and other payables	22	-95.4	-59.2
Deferred income	20	-5.8	-2.6
Income tax payable		-4.2	-1.9
Total current liabilities		-106.8	-79.2
Total liabilities		-613.1	-225.1
Total equity and liabilities		-763.7	-354.7

The notes on pages 9 to 27 are an integral part of these financial statements.

Financial Statements of Mosaic Fashions hf. 27 January 2007 6 Amounts are in GBP million

Consolidated Statement of Changes in Equity

For the 52 week period ended 27 January 2007

	Issued capital	Warrants	Share premium	Own shares held	Own shares held reserve	Translation reserve	Retained earnings	Total
Equity 30.01.2005	37.1	-	23.0	-1.7	-	-	2.0	60.4
Shares issued in Mosaic Fashions Limited	0.1	-	4.5	-	-	-	-	4.6
Own shares purchased	-	-	-	-1.3	-	-	-	-1.3
Own shares sold	-	-	-	0.1	0.5	-	-	0.6
Conversion of existing Mosaic Fashions Limited shares to Mosaic Fashions hf. shares	-37.2	-	-27.5	-	-	-	-	-64.7
Mosaic Fashions hf. shares issued to Mosaic Fashions Limited shareholders	19.3	-	242.1	-	-	-	-	261.4
Conversion of Mosaic Fashions Limited loan notes to Mosaic Fashions hf. shares	1.3	-	15.3	-	-	-	-	16.6
Shares issued in Mosaic Fashions hf.	2.9	-	37.1	-	-	-	-	40.0
Reverse acquisition reserve	-	-	-200.6	-	-	-	-	-200.6
Net profit for the period	-	-	-	-	-	-	12.6	12.6
Equity 28.01.2006	23.5	-	93.9	-2.9	0.5	-	14.6	129.6
Equity 29.01.2006	23.5	-	93.9	-2.9	0.5	-	14.6	129.6
Warrants issued in Mosaic Fashions hf.	-	9.8	-	-	-	-	-	9.8
Own shares sold	-	-	-	1.3	0.1	-	-	1.4
Foreign currency translation differences for overseas operations	-	-	-	-	-	-0.9	-	-0.9
Net profit for the period	-	-	-	-	-	-	10.7	10.7
Equity 27.01.2007	23.5	9.8	93.9	-1.6	0.6	-0.9	25.3	150.6

Equity is solely attributable to equity holders of the Parent. Own shares held, own shares reserve, translation reserve and retained earnings are shown within retained earnings and reserves on the face of the balance sheet.

The notes on pages 9 to 27 are an integral part of these financial statements.

Amounts are in GBP million

Consolidated Statement of Cash Flows

For the 52 week period ended 27 January 2007

	2007 29.01-27.01	2006 30.01-28.01
Cash flows from operating activities:		
Operating profit before net financing cost	48.1	43.7
Adjustments for:		
Depreciation of property, plant and equipment	17.9	12.4
Amortisation of intangible assets	2.0	0.5
Loss on disposal of property, plant and equipment	0.4	1.6
Share of loss of associates and joint ventures	-0.7	-0.9
Operating profit before changes in working capital and provisions	67.7	57.3
(Increase) / decrease in inventories	15.5	-14.8
Increase in trade and other receivables	-2.7	-8.1
Increase / (decrease) in trade and other payables	-11.7	5.5
Increase in deferred income	10.6	4.3
Cash generated by operations	79.4	44.2
Interest income received	2.7	0.2
Financing costs paid	-21.8	-24.4
Income taxes paid	-8.2	-6.4
Net cash provided by operating activities	52.1	13.6
Cash flows from investing activities:		
Proceeds from sale of property	-	6.7
Acquisition of property, plant and equipment	-28.1	-21.2
Acquisition of subsidiaries, net of cash acquired	-137.4	-
Investment in associates and joint ventures	-1.0	-1.0
Net cash used in investing activities	-166.5	-15.5
Cash flows from financing activities:		
Proceeds from the issue of share capital	-	44.5
Proceeds from sale of own shares	1.4	-
Purchase of own shares	-	-1.3
Payment of deal costs	-	-3.8
Proceeds from long term borrowings	353.3	-
Repayment of borrowings	-241.3	-44.7
Net cash provided by financing activities	113.4	-5.3
Net decrease in cash and cash equivalents	-1.0	-7.2
Effect of exchange rate fluctuations on cash held	-2.5	-
Cash and cash equivalents at start of period	14.7	21.9
Cash and cash equivalents at end of period	11.2	14.7

The notes on pages 9 to 27 are an integral part of these financial statements.

Financial Statements of Mosaic Fashions hf. 27 January 2007 8 Amounts are in GBP million

Notes to the Consolidated Financial Statements

Significant accounting policies

a. ***Basis of preparation***

The legal residence of Mosaic Fashions hf. (the 'Company') is at Sudurlandsbraut 4, Reykjavík, Iceland.

Mosaic Fashions hf. was incorporated on 12 April 2005. With effect from the 23 May 2005, the Company became the legal parent company of Mosaic Fashions Limited and its subsidiary undertakings in a share for share transaction. Due to the relative values of the companies, the former shareholders of Mosaic Fashions Limited became the majority shareholders with 100% of the share capital of the enlarged share capital of Mosaic Fashions hf., prior to the placing and open offer in May / June 2005. Accordingly, the substance of the combination was that Mosaic Fashions hf. acquired Mosaic Fashions Limited in a reverse acquisition.

As a consequence of applying reverse acquisition accounting, the results for the 52 week period ended 28 January 2006 comprise the results of Mosaic Fashions Limited (the legal subsidiary), plus those of Mosaic Fashions hf. (the legal parent) from 23 May 2005.

The consolidated Financial Statements of the Company for the 52 week period ended 27 January 2007 comprise the Company and its subsidiaries (the 'Group') and the Group's interest in associates. The Financial Statements were authorised for issue by the Directors on 26 April 2007.

The consolidated Financial Statements are presented in Pounds Sterling, which is the functional currency of the legal subsidiary, rounded to the nearest one hundred thousand. They are prepared on the historical cost basis except that derivative financial instruments are measured at fair value through the Income Statement.

The consolidated Financial Statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and their interpretations adopted by the International Accounting Standards Board (IASB), as adopted by the European Union.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these consolidated financial statements.

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in the following notes:

Note 2 – business combinations
Note 10 – measurement of the recoverable amounts of cash-generating units
Note 12 – inventory write downs
Note d – valuation of financial instruments

Notes to the Consolidated Financial Statements

b. ***Basis of consolidation***

(i) *Subsidiaries*

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable or convertible are taken into account. The financial statements of subsidiaries are included in the Consolidated Financial Statements from the date that control commences until the date that control ceases.

(ii) *Associates and joint ventures*

Associates are those entities in which the Group has significant influence, but not control, over the financial and operating policies. Joint ventures are those entities over whose activities the Group has joint control, established by contractual agreement and requiring unanimous consent for strategic financial and operating decisions. Associates and joint ventures are accounted for using the equity method (equity accounted investees).

The consolidated Financial Statements include the Group's share of the income and expenses of equity accounted investees, after adjustments to align the accounting policies with those of the Group, from the date that significant influence or joint control commences until the date that significant influence or joint control ceases. When the Group's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest (including any long-term investments) is reduced to nil and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the investee.

(iii) *Transactions eliminated on consolidation*

Intragroup balances and any unrealised gains and losses or income and expenses arising from intragroup transactions, are eliminated in preparing the consolidated Financial Statements. Unrealised gains arising from transactions with associates and jointly controlled entities are eliminated against the investment to the extent of the Group's interest in the entity. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

c. ***Foreign currency***

Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency of the entity based on the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the Balance Sheet date are translated into the functional currency of the entity based on the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the Income Statement.

The assets and liabilities of foreign operations are translated at the closing exchange rate. Profit and loss accounts of foreign operations are consolidated at their average rates of exchange during the period, where this rate approximates to the foreign exchange rates ruling at the dates of the transactions. Gains and losses arising on these translations are taken to reserves.

d. ***Derivative financial instruments***

The Group uses derivative financial instruments to hedge its exposure to foreign exchange and interest rate risks arising from operational and financing activities. The Group has entered into forward agreements to limit its exposure to foreign exchange risk in relation to transactions in foreign currency. The Group has also entered into option agreements which limit its exposure to foreign exchange risk arising from its financing in foreign

The fair value of interest rate swaps is the estimated amount that the Group would receive or pay to terminate the swap at the balance sheet date, taking into account current interest rates and the current creditworthiness of the swap counterparties. The fair value of forward exchange contracts is their quoted market price at the balance sheet date, being the present value of the quoted forward price.

Derivative financial instruments are recognised initially at fair value. Subsequent to initial recognition, derivative financial instruments are measured at fair value. The gain or loss on re-measurement to fair value is recognised immediately in the Income Statement.

Notes to the Consolidated Financial Statements

e. ***Property, plant and equipment***

(i) *Owned assets*

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses.

(ii) *Depreciation*

Depreciation is charged to the Income Statement over the estimated useful lives of each part of an item of property, plant and equipment. The estimated useful lives are as follows:

On a straight line basis:	Useful life
Leasehold improvements	Over period of lease
Fixtures and fittings	3-10 years
Computer hardware and software	3-5 years
Motor vehicles	4 years

f. ***Intangible assets***

(i) *Goodwill*

All business combinations are accounted for by applying the purchase method. Goodwill represents amounts arising on acquisition of subsidiaries. In respect of business acquisitions that have occurred since 31 January 2004, goodwill represents the difference between the cost of the acquisition and the fair value of the net identifiable assets acquired.

Goodwill is stated at cost less any accumulated impairment losses. Goodwill is allocated to cash-generating units and is tested annually for impairment.

In respect of acquisitions prior to 31 January 2004, goodwill is included on the basis of its deemed cost, which represents the amount recorded under previous UK GAAP, less amortisation until 31 January 2004. The classification and accounting treatment of business combinations that occurred prior to 31 January 2004 has not been reconsidered in preparing the Group's opening IFRS Balance Sheet at 31 January 2004.

Negative goodwill arising on an acquisition is recognised directly in the Income Statement.

(ii) *Other intangible assets*

Other intangible assets that are acquired by the Group, which are deemed to have finite lives, are stated at cost less accumulated amortisation and accumulated impairment losses. Amortisation is charged to the Income Statement on a straight line basis over the estimated useful life of the relevant asset as follows:

Franchise agreements	10 years
Licence agreements	8 years
Concession agreements	6 years

All other intangible assets are assessed to have indefinite lives and are subject to impairment testing annually and whenever there is an indication of impairment.

Expenditure on internally generated goodwill and brands is recognised in the Income Statement as an expense as incurred.

g. ***Inventories***

Inventories are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

The cost of inventories is based on the weighted average basis and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition.

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Notes to the Consolidated Financial Statements

h. ***Impairment***

The carrying amounts of the Group's trade receivables and non-financial assets, other than deferred tax assets and inventories, are reviewed at each Balance Sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

For goodwill and intangible assets that have indefinite lives, the recoverable amount is estimated at each balance sheet date and whenever there is an indication of impairment.

An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in the Income Statement

(i) *Calculation of recoverable amount*

A cash-generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(ii) *Reversals of impairment*

An impairment loss in respect of goodwill is not reversed.

In respect of other assets, an impairment loss is reversed where there is an indication that the impairment loss may no longer exist and if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss has been recognised.

i. ***Share capital***

(i) *Repurchase of share capital*

When share capital recognised as equity is repurchased, the amount of the consideration paid, including directly attributable costs, is recognised as a change in equity. Repurchased shares are classified as treasury shares and are presented as a deduction from total equity.

(ii) *Dividends*

Dividends on preference shares classified as a liability are recognised as a liability and expensed on an accrual basis. Other dividends are recognised as a liability and as a deduction from equity in the period in which they are authorised.

(iii) *Warrants*

Warrants are stated at their fair value, being the amount for which the asset could have been exchanged, or a liability settled, between knowledgeable and willing parties in an arm's length transaction at the time of issue

Notes to the Consolidated Financial Statements

j. ***Sales***

Sales represents the value, net of discounts given, of goods sold and licensing income received, excluding value added tax. Sales are recognised only when all significant risks and rewards of ownership of goods have been transferred to the purchaser. Provision is made for expected returns.

k. ***Expenses***

(i) *Cost of sales and other expenses*

Cost of sales consists of direct costs attributable to sales.

Distribution and administrative costs cover the running costs of the store locations, distribution centre and head office.

(ii) *Operating lease payments*

Payments made under operating leases are recognised in the Income Statement on a straight-line basis over the term of the lease.

Any benefits received as an incentive to sign a lease, specifically rent free periods and reverse premiums, are initially capitalised in deferred income and then released to the Income Statement on a straight line basis over the lease term.

l. ***Interest income and financing costs***

Financing costs comprise interest payable on borrowings, interest receivable on funds invested, foreign exchange gains and losses, and gains and losses on hedging instruments that are recognised in the Income Statement.

Borrowing costs and interest income are recognised in the Income Statement as they accrue, using the effective interest method.

Costs associated with raising loan finance and equity shares are recorded against the loan principal and share premium account respectively. Loan finance costs are amortised to the Income Statement over the life of the relevant loan at a constant rate of return on the carrying amount.

m. ***Income tax***

Income tax on the profit or loss for the period comprises current and deferred tax.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided using the Balance Sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for; goodwill not deductible for tax purposes, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted at the Balance Sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

n. ***Pensions***

The Group provides access to a stakeholder pension for all UK employees. In addition, contributions are made to specific employees' personal pension plans. The assets and liabilities of the schemes are held separately from those of the group in independently administered funds. Obligations for contributions to these plans are recognised as an expense in the Income Statement as incurred.

Notes to the Consolidated Financial Statements

o. ***Employee Benefit Trust***

The Group operates an Employee Benefit Trust for the purpose of funding employees' bonuses. In accordance with SIC 12, Special Purpose Entities, the transactions of this trust have been consolidated within these Financial Statements. In particular, the cost of own shares in the parent are included in 'Own shares held', and the surplus or deficit on sales of such shares are recorded in 'Own shares reserve', directly in Equity

p. ***Reserves***

Translation reserve

Foreign exchange differences arising on translation of financial statements of subsidiaries are recognised directly in a separate component of equity.

q. ***Adopted IFRS not yet applied***

The following Adopted IFRS were available for early application, but have not been applied by the Group in these financial statements:

IFRS 7 Financial Instruments: Disclosures and the Amendments to IAS 1 Presentation of Financial Statements: Capital Disclosures.

The application of IFRS 7 in the 52 week periods ended 27 January 2007 and 28 January 2006 would not have affected the Income Statement or Balance Sheet as the standard is concerned only with disclosure. The Group will adopt in the 52 week period ended 26 January 2008.

IFRS 8, IFRIC 7/8/9/10/11/12 are also available for early adoption, but would not have affected the Income Statement or Balance Sheet for the 52 week periods ended 27 January 2007 and 28 January 2006.

r. ***Determination of fair values***

A number of the Group's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and / or disclosure purposes based on the following methods.

(i) *Intangible assets*

The fair value of intangible assets acquired in business combinations is based on the discounted cash flows expected to be derived from the use and eventual sale of the assets.

(ii) *Inventory*

The fair value of inventory acquired in a business combination is determined based on its estimated selling price in the ordinary course of business less the estimated costs of completion and sale, and a reasonable profit margin based on the effort required to complete and sell the inventory.

(iii) *Trade and other receivables*

The fair value of trade and other receivables, is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date.

(iv) *Non-derivative financial liabilities*

Fair value is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost with any difference between cost and redemption value being recognised in the income statement over the period of the borrowings on an effective interest basis.

Notes to the Consolidated Financial Statements

Segmental reporting

1. Sales arise entirely from fashion industry and may be analysed into either retailing or overseas licensing of the Group's retail brands.

Business segment	Retailing		Overseas licensing		Consolidated	
	2007	2006	2007	2006	2007	2006
Segment sales	560.6	393.9	25.2	16.1	585.8	410.0
Segment result	111.9	86.0	4.9	3.3	116.8	89.3
Unallocated expenses					-68.7	-45.6
Results from operating activities					48.1	43.7
Assets	759.7	350.2	4.0	4.5	763.7	354.7
Liabilities	-613.1	-225.1	-	-	-613.1	-225.1
Depreciation	17.9	12.4	-	-	17.9	12.4
Amortisation of intangible assets	1.5	-	0.5	0.5	2.0	0.5

Summary of the Group's sales for the period by geographical segments:

	2007 29.01-27.01	2006 30.01-28.01
United Kingdom	484.5	344.0
Ireland	57.4	37.3
Germany	5.1	4.8
Rest of Europe, Middle and Far East	34.7	21.6
USA	4.1	2.3
	585.8	410.0

Sales by location of customer is not materially different from sales by country of operation.

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Notes to the Consolidated Financial Statements

Acquisition of subsidiary

2. On 12 October 2006, the Group acquired all the shares of Rubicon Retail Limited and its subsidiaries for GBP 182.3 million, satisfied by GBP 143.1 million in cash (including GBP 3.1 million of professional fees), GBP 29.4 million of vendor loan notes and GBP 9.8 million of warrants.
If the acquisition had occurred on 29 January 2006, management estimates that consolidated sales would have been GBP 853.3 million and consolidated operating profit before financing costs would have been GBP 66.0 million.

The acquisition had the following effect on the Group's assets and liabilities:

	Pre-acquisition carrying amounts	Accounting policy alignments	Fair value adjustments	Recognised values on acquisition
Property, plant and equipment	26.3	-2.5	-1.7	22.1
Intangible assets	-	-	188.3	188.3
Prepayments	-	3.3	-	3.3
Inventories	52.8	-2.5	3.2	53.5
Trade and other receivables	34.5	-3.4	-	31.1
Derivative financial assets	-	0.3	-	0.3
Cash and cash equivalents	5.7	-	-	5.7
Long term borrowings	-137.5	-	-	-137.5
Deferred tax liabilities	-	0.8	-56.5	-55.7
Trade and other payables	-43.7	-	-	-43.7
Deferred income	-	-0.8	-	-0.8
Derivative financial liabilities	-	-0.9	-	-0.9
Income tax payable	-2.5	-	-	-2.5
	-64.4	-5.7	133.3	63.2
Goodwill on acquisition				119.1
Total consideration				182.3
Less: consideration satisfied by vendor loan notes				-29.4
Less: consideration satisfied by warrants				-9.8
Consideration paid, satisfied in cash (includes professional fees of £3.1 million)				143.1
Cash acquired				-5.7
Net cash outflow				137.4

Rubicon Retail Limited prepared its financial statements under UK Generally Accepted Accounting Principles (GAAP).

Pre-acquisition carrying amounts were determined based an applicable UK GAAP immediately before the acquisition. Accounting policy alignments include adjustments to convert to applicable IFRS and reflect consistency with the Group's policies.

The fair value of assets, liabilities and contingent liabilities recognised on acquisition are their estimated fair values, based on preliminary calculations. They are provisional at this stage and maybe revised within twelve months of the acquisition date, as permitted by IFRS3.

The goodwill arising on the acquisition related mainly to the skills and technical talent of the acquired business's workforce and the synergies expected to be achieved from integrating the company into the Group.

The fair value adjustment to inventory was determined based on its estimated selling price less costs to sell, thus reducing the gross profit on the sale of this inventory post acquisition. The impact on cost of sales has been disclosed as impact of fair value adjustment on acquired inventory in the Income Statement.

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Notes to the Consolidated Financial Statements

Salaries and salary related expenses

		2007 29.01-27.01	2006 30.01-28.01
3.	Salaries and salary related expenses are specified as follows:		
	Salaries	93.6	64.8
	Social security costs	7.5	5.3
	Pension costs	0.6	0.2
	Total salaries and salary related expenses	101.7	70.3
	Average number of employees	12,538	6,236

4. Salaries and salary related expenses paid to the Board of Directors for their work for companies within the Group and their ownership in the Company are specified as follows:

	Salaries		Nominal value of shares owned	
	2007	2006		
	29.01-27.01	30.01-28.01	27.01.2007	28.01.2006
Stewart Binnie, Chairman of the Board	0.1	0.1	-	0.1
Derek Lovelock, CEO	0.5	0.4	1.5	1.9
Richard Glanville, Finance Director	0.3	0.2	0.8	1.0
Gunnar Sigurðsson, Board Member	-	-	-	-
Thor Sigfusson, Board Member	-	-	-	-

Auditors' Fees

		2007 29.01-27.01	2006 30.01-28.01
5.	Auditors' fees are specified as follows:		
	Audit of the financial statements	0.3	0.2
	Review of interim financial statements	0.1	0.1
	Other services	1.8	0.7
	Total auditors' fees	2.2	1.0

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Notes to the Consolidated Financial Statements

Interest income and financing costs

6. Interest income is specified as follows:

	2007 29.01-27.01	2006 30.01-28.01
Interest income on bank deposits	2.7	0.2

Financing costs are specified as follows:

	2007 29.01-27.01	2006 30.01-28.01
Amortisation of loan costs	1.2	1.2
Interest expense on bank loans and overdrafts	23.0	14.0
Finance charges on bank loans and overdrafts	1.1	0.8
Fair value adjustment of derivatives and foreign exchange revaluation	4.8	1.6
Preference dividends paid	-	1.1
Financing costs before impact of refinancing	30.1	18.7
Accelerated amortisation of loan costs	2.7	3.1
Other costs of refinancing	0.1	2.3
Financing costs arising from refinancing	2.8	5.4
Total financing costs	32.9	24.1

The accelerated amortisation of loan costs arose due to the refinancing of the Group as part of the acquisition of Rubicon Retail Limited. (In 2006 it arose due to the refinancing of the Group as part of the flotation).

Income tax expense

7. Recognised in the Income Statement

	2007 29.01-27.01	2006 30.01-28.01
Current tax expense:		
Current year	9.0	7.1
Adjustment in respect of prior years	-1.1	-0.3
	7.9	6.8
Deferred tax expense:		
Origination and reversal of temporary differences	-1.4	-0.5
Total income tax in income statement	6.5	6.3

Reconciliation of effective tax rate

Profit before tax	17.2	18.9
Income tax according to current UK tax rate 30% (2006: 30%)	5.2	5.7
Non deductible expenditure	1.2	0.6
Depreciation on ineligible assets	1.2	1.1
Tax losses utilised	-1.0	0.0
Gains arising on warrants	2.9	0.0
Tax on overseas income	-1.9	-0.8
Over provided in prior years	-1.1	-0.3
Total income tax in income statement	6.5	6.3
Effective tax rate	38%	33%

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Notes to the Consolidated Financial Statements

Earnings per share

8. Basic earnings per share is specified as follows:

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average outstanding number of shares during the period

	2007 29.01-27.01	2006 30.01-28.01
Profit for the period attributable to the equity holders of the Company	10.7	12.6

	27.01.2007 Number (millions)	28.01.2006 Number (millions)
Number of shares at the beginning of the period	2,900	1,929
Effect of the increase of share capital during the period	-	639
Weighted average outstanding number of shares	2,900	2,568

	2007 29.01-27.01	2006 30.01-28.01
Basic earnings per share (pence)	0.369	0.491

Diluted earnings per share is specified as follows:

Diluted earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average outstanding number of shares during the period, after adjustment for the effects of all dilutive potential shares.

	2007 29.01-27.01	2006 30.01-28.01
Profit for the period attributable to the equity holders of the Company	10.7	12.6

	27.01.2007 Number (millions)	28.01.2006 Number (millions)
Weighted average outstanding number of shares (basic)	2,900	2,568
Effect of conversion of warrants	348	-
Weighted average outstanding number of shares (diluted)	3,248	2,568

	2007 29.01-27.01	2006 30.01-28.01
Diluted earnings per share (pence)	0.329	0.491

Notes to the Consolidated Financial Statements

Property, plant and equipment

9. Property, plant and equipment and their depreciation is specified as follows:

	Leasehold improve- ments	Fixtures and fittings	Computer equipment	Motor vehicles	Total
Cost					
At 30 January 2005	5.5	78.5	14.0	1.2	99.2
Additions	0.7	18.3	2.1	0.1	21.2
Disposals	-0.7	-12.0	-0.1	-0.7	-13.5
At 28 January 2006	5.5	84.8	16.0	0.6	106.9
At 29 January 2006	5.5	84.8	16.0	0.6	106.9
Acquisition of Rubicon Retail Limited	7.9	51.6	1.0	-	60.5
Additions	1.2	22.5	4.3	0.1	28.1
Disposals	-0.2	-9.1	-0.3	-	-9.6
At 27 January 2007	14.4	149.8	21.0	0.7	185.9
Accumulated depreciation					
At 30 January 2005	-3.3	-35.7	-10.4	-0.6	-50.0
Charge for the period	-0.7	-10.1	-1.4	-0.2	-12.4
Disposals	0.2	5.8	-	0.4	6.4
At 28 January 2006	-3.8	-40.0	-11.8	-0.4	-56.0
At 29 January 2006	-3.8	-40.0	-11.8	-0.4	-56.0
Acquisition of Rubicon Retail Limited	-4.7	-32.7	-1.0	-	-38.4
Reclassification	0.6	-	-	-	0.6
Charge for the period	-0.7	-15.3	-1.8	-0.1	-17.9
Disposals	0.2	8.7	0.3	-	9.2
At 27 January 2007	-8.4	-79.3	-14.3	-0.5	-102.5
Net book value					
At 27 January 2007	6.0	70.5	6.7	0.2	83.4
At 28 January 2006	1.7	44.8	4.2	0.2	50.9
Depreciation rate	4-10%	10-33%	20-33%	25%	

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Notes to the Consolidated Financial Statements

9. Continued

Depreciation charge

The depreciation charge is recognised in the following line items in the Income Statement:

	2007 29.01-27.01	2006 30.01-28.01
Distribution costs	14.9	10.5
Administrative expenses before acquisition and integration cost and professional charges relating to flotation	3.0	1.9
	17.9	12.4

Intangible Assets

10. The Group's intangible assets are specified as follows:

	Goodwill	Brand names	Franchise agreements	Licence agreements	Concession agreements	Total
Carrying amount at 29 January 2005	162.5	44.4	5.0	1.0	-	212.9
Amortisation	-	-	-0.5	-	-	-0.5
Fair value adjustments	-0.6	-	-	-	-	-0.6
Carrying amount at 28 January 2006	161.9	44.4	4.5	1.0	-	211.8
Acquisition of Rubicon Retail Limited	119.1	143.6	-	18.9	25.8	307.4
Amortisation	-	-	-0.5	-0.6	-0.9	-2.0
Carrying amount at 27 January 2007	281.0	188.0	4.0	19.3	24.9	517.2

Amortisation

The amortisation charge is recognised within 'Administrative expenses before acquisition and integration cost and professional charges relating to flotation' in the Income Statement:

Impairment review

For the purposes of impairment testing, goodwill is allocated to the Group's brand operating divisions, which represent the lowest level within the Group at which goodwill is monitored for internal management purposes.

The carrying amount of the Group's goodwill and intangible assets deemed to have an indefinite life was reviewed at the balance sheet date using the methodology described below:

The recoverable amounts are based on value in use calculations. Cash flow projections, which were based on the three year business plan, were used to calculate the value in use. A projection period of fifteen years was used. A growth rate of 10% was used for years four and five and 3% for years six to fifteen. A pre-tax discount rate of 10% has been used in discounting the cash flows. The discount rate was estimated based on an industry weighted cost of capital, adjusted to reflect the risks specific to the asset being assessed. Based on this assessment, no impairment has been recognised.

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Investments in associates and joint ventures

11. The Group's investments in associates are specified as follows:

	Share		Carrying amount	
	2007	2006	2007	2006
	29.01-27.01	30.01-28.01	29.01-27.01	30.01-28.01
Oasis Pacific Rim Limited (incorporated in Hong Kong)	50.0%	50.0%	0.4	0.3
Ship (2006) Limited (incorporated in UK)	19.0%	-	-	-
			0.4	0.3

Summary financial information for Oasis Pacific Rim Limited for the calendar year ended 31 December 2006:

Balance sheet	2007	2006
	29.01-27.01	30.01-28.01
Assets	2.0	2.4
Liabilities	-1.9	-2.3
Income statement		
Revenue	3.6	3.6
Loss for the year	-1.4	-1.8

The financial information given is based on a 100% holding.

Ship (2006) Limited was incorporated on 17 May 2006 and its accounting reference date is 31 December. No financial statements have been published for Ship (2006) Limited.

Inventories

12. Inventories are specified as follows:

	27.01.2007	28.01.2006
Goods for resale	73.9	36.7
Work in progress	3.2	3.1
Raw materials	4.0	3.3
Total inventories	81.1	43.1

During the period, inventory write downs were recognised as an expense within cost of sales. As estimation of current inventory write downs is included within the inventory value at the balance sheet date.

Trade and other receivables

13. Trade and other receivables are specified as follows:

	27.01.2007	28.01.2006
Trade receivables	36.8	13.3
Other receivables	5.0	0.7
Prepayments and accrued income	21.0	15.7
Total trade and other receivables	62.8	29.7

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Notes to the Consolidated Financial Statements

Cash and cash equivalents

14. Cash and cash equivalents are specified as follows:	27.01.2007	28.01.2006
Bank balances	11.2	14.7
Call deposits	-	-
Cash and cash equivalents	11.2	14.7
Bank overdrafts used for cash management purposes	-	-
Cash and cash equivalents used in the statement of cash flows	11.2	14.7

Equity

15. Share capital is specified as follows:

		27.01.2007	28.01.2006
Authorised:	2,900,461,613 ordinary shares of ISK 1	23.5	23.5
Issued and fully paid:	2,900,461,613 ordinary shares of ISK 1	23.5	23.5

Included within the issued share capital are 32,870,387 (2006: 58,246,436) shares held by the Employee Benefit Trust.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

Warrants

16. The following warrants were granted during the period ended 27 January 2007

	Number of warrants	Exercise price (GBP)
Kaupthing Bank hf.	39,536,391	0.1294
BG Holding ehf.	308,222,496	0.1294

None of these warrants have been exercised to date and they have an expiry date of 12 October 2011

Share premium

17. Share premium represents excess of payment above nominal value (ISK 1 per share) that shareholders have paid for shares sold by the Company. According to Icelandic Companies Act, 25% of the nominal value of share capital must be held in reserve which cannot be paid out as dividend to shareholders

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Notes to the Consolidated Financial Statements

Non-current liabilities

18. Loans from credit institutions are specified as follows:

	27.01.2007	28.01.2006
Bank loans	341.1	73.0
Unsecured loan notes	29.9	-
Unsecured Icelandic bond	51.9	51.9
	422.9	124.9
Long term borrowing, including current portion	424.3	140.4
Current portion	-1.4	-15.5
Total long term borrowings according to the Balance Sheet	422.9	124.9

During the period, a new financing package was put in place at the time of the acquisition of Rubicon Retail Limited, repaying much of the Group's existing debt and all of the debt of Rubicon Retail Limited, and providing cash for the acquisition of Rubicon Retail Limited. The facilities are shown net of GBP 13.8 million of deal fees, and comprise:

Ordinary bank loans	GBP 300.0 million	
Mezzanine bank loan	GBP 55.0 million	
Vendor loan notes	GBP 45.0 million	(Fair value 29.9 million)
Icelandic bond	GBP 51.9 million	

During the comparative period GBP 16.6 million of unsecured loan notes were exchanged for shares, and the balance was redeemed for cash. Bank loans were reduced by utilising part of the monies received from a combination of new shares issued of GBP 40.0 million and the issue of ISK 6.0 billion of quoted Icelandic Bonds, which have been swapped into GBP 51.9 million of LIBOR based borrowings.

19. Aggregated annual maturities of long term liabilities owed to credit institutions at the period end are specified as follows:

	27.01.2007	28.01.2006
Year to January 2008	1.4	15.5
Year to January 2009	9.3	17.0
Year to January 2010	16.8	17.0
Year to January 2011	28.8	11.8
Year to January 2012	32.8	-
Subsequent	335.2	79.1
	424.3	140.4

The carrying amount of financial assets and liabilities equate to their fair values at 28 January 2006 and 27 January 2007

The effective interest rate on the bank loans is 8.20%.
The effective interest rate on the unsecured loan notes is 9.90%.
The effective interest rate on the unsecured Icelandic bond is 6.75%.

Deferred income

20. Deferred income relates primarily to lease incentives received on properties, which are being released over the life of the lease.

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Notes to the Consolidated Financial Statements

Deferred tax liability

21. The Group's deferred tax assets and liabilities according to the balance sheet are specified as follows:

	Assets		Liabilities		Net	
	27.01.2007	28.01.2006	27.01.2007	28.01.2006	27.01.2007	28.01.2006
Property, plant and equipment	0.4	-	-	-1.5	0.4	-1.5
Provisions	-	0.3	-0.3	-	-0.3	0.3
Leases	0.5	0.5	-	-	0.5	0.5
Intangible assets	-	-	-71.2	-14.9	-71.2	-14.9
Hedging reserve	-	-	-	-0.2	-	-0.2
Fair value of derivatives	1.1	0.5	-	-	1.1	0.5
Tax assets/(liabilities)	2.0	1.3	-71.5	-16.6	-69.5	-15.3

Movement in temporary differences during the period

	Balance at 28 January 2006	Recognised in income	Recognised in equity	Transferred on acquisition	Balance at 27 January 2007
Property, plant and equipment	-1.5	1.2	-	0.7	0.4
Provisions	0.3	-0.6	-	-	-0.3
Leases	0.5	-	-	-	0.5
Intangible assets	-14.9	0.2	-	-56.5	-71.2
Hedging reserve	-0.2	-	0.2	-	-
Fair value of derivatives	0.5	0.6	-	-	1.1
	-15.3	1.4	0.2	-55.8	-69.5

	Balance at 29 January 2005	Recognised in income	Recognised in equity	Transferred on acquisition	Balance at 28 January 2006
Property, plant and equipment	-0.8	-0.7	-	-	-1.5
Provisions	-0.3	0.6	-	-	0.3
Leases	0.6	-0.1	-	-	0.5
Intangible assets	-15.1	0.2	-	-	-14.9
Hedging reserve	-	-	-0.2	-	-0.2
Fair value of derivatives	-	0.5	-	-	0.5
	-15.6	0.5	-0.2	-	-15.3

It has been announced that the income tax rate applicable to the Group is expected to change from 30% to 28% from 1 April 2008. The deferred tax liability has been calculated at 30% in accordance with IAS 12. Any temporary differences which reverse before 1 April 2008 will be charged or relieved at 30%; any timing differences which exist at 1 April 2008 will reverse at 28% and, because of the uncertainty of the when the deferred tax asset or liability will reverse, it is not possible to calculate the full financial impact of this change.

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Notes to the Consolidated Financial Statements

Trade and other payables

22. Trade and other payables are specified as follows:

	27.01.2007	28.01.2006
Trade creditors	32.5	25.0
Other creditors	5.6	5.4
Other taxation and social security	16.1	8.7
Accruals	41.2	20.1
Total trade and other payables	95.4	59.2

Commitments

23. Commitments are specified as follows:

Commitments under non-cancellable operating leases for land and buildings

	27.01.2007	28.01.2006
Within one year	65.3	35.8
Between two and five years	236.1	131.2
Over five years	287.0	172.5
	588.4	339.5

Related parties

24. **Identity of related parties**

The Group has a related party relationship with its subsidiaries and its associate, and with its directors and executive officers and with its major shareholder, BG Holding ehf.

Transactions with key management personnel and major shareholders

There were no transactions with key management personnel or major shareholders.

Directors of the Company and their related parties control 11.4% of the voting shares.
BG Holding ehf. controls 37.3% of the voting shares.

Other related party transactions

Associates

At 27 January 2007, Oasis Pacific Rim Limited owed the Group GBP 0.8 million.

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Notes to the Consolidated Financial Statements

Group entities

25. Entities in the Group are specified as follows:

Name	Country of incorporation	Share 27.01.2007	Share 28.01.2006
Bertie Shoes Limited	UK	100%	-
Coast Stores Ireland Limited	Ireland	100%	100%
Coast Stores Limited	UK	100%	100%
Karen Millen (Hong Kong) Limited	Hong Kong	100%	100%
Karen Millen Belgium SPRL	Belgium	100%	100%
Karen Millen Denmark APS	Denmark	100%	100%
Karen Millen Deutschland GmbH	Germany	100%	100%
Karen Millen France SARL	France	100%	100%
Karen Millen Holdings Limited	UK	100%	100%
Karen Millen Holland BV	Holland	100%	100%
Karen Millen Ireland Limited	Ireland	100%	100%
Karen Millen Limited	UK	100%	100%
Karen Millen Sweden AB	Sweden	100%	100%
Karen Millen US Limited	UK	100%	100%
Mohave Limited	UK	100%	100%
Mosaic Fashions Finance Limited (formerly Patsy Limited)	UK	100%	100%
Mosaic Fashions Limited	UK	100%	100%
Noel Acquisitions Limited	UK	100%	100%
Oasis Fashions Ireland Limited (formerly Mosaic Fashions (Ireland) Limited)	Ireland	100%	100%
Oasis Pacific Rim Limited	Hong Kong	50%	50%
Oasis Stores Limited	UK	100%	100%
Pied A Terre Group Limited	UK	100%	-
Press & Bastyan Limited	UK	100%	100%
Principles Retail Ireland Limited	Ireland	100%	-
Principles Retail Limited	UK	100%	-
Rayne Shoes (1994) Limited	UK	100%	-
Roberto Vianni Limited	UK	100%	-
Rubicon Card Services Limited	UK	100%	-
Rubicon Retail Fashion Limited	UK	100%	-
Rubicon Retail Finance Limited	UK	100%	-
Rubicon Retail Holdings Limited	UK	100%	-
Rubicon Retail Limited	UK	100%	-
Ship (2006) Limited	UK	19%	-
Sierra Acquisitions Limited	UK	100%	100%
Sierra Holdings Limited	UK	100%	100%
Sonora Holdings Limited	UK	100%	100%
Stanton Harcourt International Centre Limited	UK	100%	100%
Studio Group Brands Limited	UK	100%	-
Studio Group Holdings Limited	UK	100%	-
The Shoe Studio Group Holdings Limited	UK	100%	-
The Shoe Studio Group Limited	UK	100%	-
The Shoe Studio Ireland Limited	Ireland	100%	-
The Warehouse Group Limited	UK	100%	-
Volta Investments	UK	100%	-
Warehouse Fashion Ireland Limited	Ireland	100%	-
Warehouse Fashion Limited	UK	100%	-
Warehouse Limited	UK	100%	-
Whistles (Bicester) Limited	UK	100%	100%
Whistles International Limited	UK	100%	100%
Whistles Limited	UK	100%	100%
Whistles Stores Ireland Limited	Ireland	100%	100%

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