

COMPANY REGISTRATION NUMBER: 01365542

**W R Ferris Limited**  
**Financial Statements**  
**30 April 2017**



**BAULF-JAMES**  
Chartered accountant & statutory auditor  
17-19 Station Road West  
Oxted  
Surrey  
RH8 9EE

**W R Ferris Limited**  
**Financial Statements**  
**Year ended 30 April 2017**

<b>Contents</b>	<b>Page</b>
Officers and professional advisers	<b>1</b>
Strategic report	<b>2</b>
Directors' report	<b>3</b>
Independent auditor's report to the members	<b>5</b>
Statement of income and retained earnings	<b>7</b>
Statement of financial position	<b>8</b>
Statement of cash flows	<b>9</b>
Notes to the financial statements	<b>10</b>

# **W R Ferris Limited**

## **Officers and Professional Advisers**

### **The board of directors**

T J Ferris  
E W Ferris

### **Company secretary**

Ms L Ferris

### **Registered office**

17-19 Station Road West  
Oxted  
Surrey  
RH8 9EE

### **Auditor**

Baulf-James  
Chartered accountant & statutory auditor  
17-19 Station Road West  
Oxted  
Surrey  
RH8 9EE

# **W R Ferris Limited**

## **Strategic Report**

**Year ended 30 April 2017**

### **Principal activity**

The principal activity of the company during the year was that of retail jewellery.

### **Review of the business**

The company achieved a strong performance in its principal business activity during the year.

The sales for the year were £37,056,952, a decrease of 9.76% on the previous year. Included in these sales were sales to group company, T&E Ferris Limited, totalling £29,740,414 (2016: £33,277,002) for which the company receives a handling fee.

Winchester Holdings Limited is the 100% parent of W R Ferris Limited and also 100% parent of T&E Ferris Limited. The first group accounts for the group are due for the year ending 30 April 2017.

At the end of the year, shareholders' funds were £1,333,650 (2016: £1,223,875).

### **Principal risks and uncertainties**

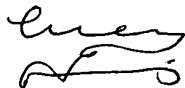
The directors seek to develop and consolidate a continuing profitable business using their skills and resources and, at the same time managing the risks of the Company. Such risks include the impact of adverse changes to the economy, metal prices, threat of competition, loss of key personnel and popularity of the stores' retail locations. The Directors continually monitor the risks and performance of the business and respond and adapt as appropriate.

### **Potential future developments**

The company retains a bank borrowing facility to take advantage of competitive buying opportunities and continues to look for new retail options.

This report was approved by the board of directors on 16 October 2017 and signed on behalf of the board by:

Ms. L Ferris  
Secretary



# **W R Ferris Limited**

## **Directors' Report**

**Year ended 30 April 2017**

The directors present their report and the financial statements of the company for the year ended 30 April 2017.

### **Incorporation**

The company was incorporated on the 27 April 1978 and registered in England and Wales.

### **Directors**

The directors who served the company during the year were as follows:

T J Ferris  
E W Ferris

### **Dividends**

The directors do not recommend the payment of a dividend.

### **Directors' responsibilities statement**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

## **W R Ferris Limited**

### **Directors' Report** *(continued)*

**Year ended 30 April 2017**

#### **Auditor**

Each of the persons who is a director at the date of approval of this report confirms that:

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

This report was approved by the board of directors on 16 October 2017 and signed on behalf of the board by:

A handwritten signature in black ink, appearing to be 'E W Ferris', written over a horizontal line.

E W Ferris  
Director

# **W R Ferris Limited**

## **Independent Auditor's Report to the Members of W R Ferris Limited**

**Year ended 30 April 2017**

I have audited the financial statements of W R Ferris Limited for the year ended 30 April 2017 which comprise the statement of income and retained earnings, statement of financial position, statement of cash flows and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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. My audit work has been undertaken so that I might state to the company's members those matters I am required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the company and the company's members as a body, for my audit work, for this report, or for the opinions I have formed.

### **Respective responsibilities of directors and auditor**

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. My 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 me 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, I read all the financial and non-financial information in the strategic report and the directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by me in the course of performing the audit. If I become aware of any apparent material misstatements or inconsistencies I consider the implications for my report.

### **Opinion on financial statements**

In my opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 April 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

## **W R Ferris Limited**

### **Independent Auditor's Report to the Members of W R Ferris Limited** *(continued)*

**Year ended 30 April 2017**


#### **Opinion on other matter prescribed by the Companies Act 2006**

In my opinion the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

#### **Matters on which I am required to report by exception**

I have nothing to report in respect of the following matters where the Companies Act 2006 requires me to report to you if, in my opinion:

- adequate accounting records have not been kept, or returns adequate for my audit have not been received from branches not visited by me; 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
- I have not received all the information and explanations I require for my audit.



Andrew C James  
Baulf-James  
Chartered accountant & statutory auditor  
17-19 Station Road West  
Oxted  
Surrey  
RH8 9EE

16 October 2017



**W R Ferris Limited**  
**Statement of Income and Retained Earnings**  
**Year ended 30 April 2017**

		2017 £	2016 £
<b>Turnover</b>	<b>Note 5</b>	<b>37,056,952</b>	41,062,869
Cost of sales		<u>30,476,952</u>	<u>34,137,417</u>
<b>Gross profit</b>		<b>6,580,000</b>	6,925,452
Administrative expenses		<u>6,456,146</u>	<u>6,183,505</u>
<b>Operating profit</b>	<b>6</b>	<b>123,854</b>	741,947
Other interest receivable and similar income	<b>10</b>	<u>13,803</u>	<u>29,272</u>
<b>Profit before taxation</b>		<b>137,657</b>	771,219
Tax on profit	<b>11</b>	<u>27,882</u>	<u>172,983</u>
<b>Profit for the financial year and total comprehensive income</b>		<u><b>109,775</b></u>	<u><b>598,236</b></u>
<b>Retained earnings at the start of the year</b>		<u><b>1,223,775</b></u>	<u>625,539</u>
<b>Retained earnings at the end of the year</b>		<u><b>1,333,550</b></u>	<u><b>1,223,775</b></u>


All the activities of the company are from continuing operations.

**The notes on pages 10 to 17 form part of these financial statements.**

**W R Ferris Limited**  
**Statement of Financial Position**  
**30 April 2017**

	Note	2017 £	2016 £
<b>Fixed assets</b>			
Tangible assets	13	1,306,730	901,212
Investments	14	3,000	3,000
		<u>1,309,730</u>	<u>904,212</u>
<b>Current assets</b>			
Stocks	15	10,393,432	7,621,457
Debtors	16	891,415	1,068,036
Cash at bank and in hand		936,241	4,957,473
		<u>12,221,088</u>	<u>13,646,966</u>
<b>Creditors: amounts falling due within one year</b>	17	<u>12,087,109</u>	<u>13,245,113</u>
<b>Net current assets</b>		<u>133,979</u>	<u>401,853</u>
<b>Total assets less current liabilities</b>		<u>1,443,709</u>	<u>1,306,065</u>
<b>Provisions</b>			
Taxation including deferred tax	18	110,059	82,190
<b>Net assets</b>		<u>1,333,650</u>	<u>1,223,875</u>
<b>Capital and reserves</b>			
Called up share capital	21	48	48
Capital redemption reserve	22	52	52
Profit and loss account	22	1,333,550	1,223,775
<b>Members funds</b>		<u>1,333,650</u>	<u>1,223,875</u>

These financial statements were approved by the board of directors and authorised for issue on 16 October 2017, and are signed on behalf of the board by:

  
E W Ferris  
Director

Company registration number: 01365542

The notes on pages 10 to 17 form part of these financial statements.

**W R Ferris Limited**  
**Statement of Cash Flows**  
**Year ended 30 April 2017**

	2017 £	2016 £
<b>Cash flows from operating activities</b>		
Profit for the financial year	109,775	598,236
<i>Adjustments for:</i>		
Depreciation of tangible assets	185,506	135,613
Other interest receivable and similar income	(13,803)	(29,272)
Loss on disposal of tangible assets	–	5,398
Tax on profit	27,882	172,983
Accrued expenses	132,137	56,970
<i>Changes in:</i>		
Stocks	(2,771,975)	725,833
Trade and other debtors	176,621	131,075
Trade and other creditors	(1,272,762)	3,551,847
Cash generated from operations	(3,426,619)	5,348,683
Interest received	13,803	29,272
Tax paid	(90,792)	(67,094)
Net cash (used in)/from operating activities	<u>(3,503,608)</u>	<u>5,310,861</u>
<b>Cash flows from investing activities</b>		
Purchase of tangible assets	(591,024)	(561,916)
Purchases of other investments	–	(3,000)
Net cash used in investing activities	<u>(591,024)</u>	<u>(564,916)</u>
<b>Cash flows from financing activities</b>		
Proceeds from borrowings	73,400	(225,786)
Net cash from/(used in) financing activities	<u>73,400</u>	<u>(225,786)</u>
<b>Net (decrease)/increase in cash and cash equivalents</b>	<b>(4,021,232)</b>	4,520,159
<b>Cash and cash equivalents at beginning of year</b>	<b>4,957,473</b>	437,314
<b>Cash and cash equivalents at end of year</b>	<b><u>936,241</u></b>	<b><u>4,957,473</u></b>

The notes on pages 10 to 17 form part of these financial statements.

**W R Ferris Limited**  
**Notes to the Financial Statements**  
**Year ended 30 April 2017**

**1. General information**

The company is a private company limited by shares, registered in England and Wales.

**2. Statement of compliance**

These financial statements have been prepared in compliance with FRS 102, "The Financial Reporting Standard applicable in the UK and the Republic of Ireland". There were no material departures from that standard.

**3. Statutory information**

W R Ferris Limited is a company domiciled in the UK.

The company is registered in England and Wales. The company's registration number is 01365542.

The registered address is 17-19 Station Road West, Oxted, Surrey RH8 9EE.

**4. Accounting policies**

**Basis of preparation**

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities measured at fair value through profit or loss, where necessary.

The financial statements are prepared in sterling, which is the functional currency of the entity.

**Judgements and key sources of estimation uncertainty**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

**Revenue recognition**

Turnover is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of discounts and Value Added Tax.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership have transferred to the buyer (usually on despatch of the goods); the amount of revenue can be measured reliably; it is probable that the associated economic benefits will flow to the entity; and the costs incurred or to be incurred in respect of the transactions can be measured reliably.

# W R Ferris Limited

## Notes to the Financial Statements *(continued)*

Year ended 30 April 2017

### 4. Accounting policies *(continued)*

#### Foreign currencies

Foreign currency transactions are initially recorded in the functional currency, by applying the spot exchange rate as at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate ruling at the reporting date, with any gains or losses being taken to the profit and loss account.

#### Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses.

#### Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Leasehold property	-	over period of the lease
Improvements to property	-	over period of the lease
Fixtures and fittings	-	10% straight line
Motor vehicles	-	25% reducing balance

#### Stocks

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the stock to its present location and condition.

#### Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided.

### 5. Turnover

Turnover arises from:

	2017	2016
	£	£
Sale of goods	<u>37,056,952</u>	<u>41,062,869</u>

The whole of the turnover is attributable to the principal activity of the company wholly undertaken in the United Kingdom.

# W R Ferris Limited

## Notes to the Financial Statements *(continued)*

Year ended 30 April 2017

### 6. Operating profit

Operating profit or loss is stated after charging:

	2017	2016
	£	£
Depreciation of tangible assets	185,506	135,613
Loss on disposal of tangible assets	–	5,398
Foreign exchange differences	<u>(6,673)</u>	<u>(8,889)</u>

### 7. Auditor's remuneration

	2017	2016
	£	£
Fees payable for the audit of the financial statements	<u>19,000</u>	<u>18,500</u>
Fees payable to the company's auditor and its associates for other services:		
Other non-audit services	<u>29,530</u>	<u>19,950</u>

### 8. Staff costs

The average number of persons employed by the company during the year, including the directors, amounted to:

	2017	2016
	No.	No.
Production staff	4	6
Distribution staff	66	74
Administrative staff	36	38
	<u>106</u>	<u>118</u>

The aggregate payroll costs incurred during the year, relating to the above, were:

	2017	2016
	£	£
Wages and salaries	2,482,183	2,501,952
Social security costs	214,794	223,461
Other pension costs	76,765	73,241
	<u>2,773,742</u>	<u>2,798,654</u>

### 9. Directors' remuneration

The directors' aggregate remuneration in respect of qualifying services was:

	2017	2016
	£	£
Remuneration	<u>45,500</u>	<u>45,500</u>

# W R Ferris Limited

## Notes to the Financial Statements *(continued)*

Year ended 30 April 2017

### 9. Directors' remuneration *(continued)*

The number of directors who accrued benefits under company pension plans was as follows:

	2017 No.	2016 No.
Defined contribution plans	<u>2</u>	<u>2</u>

### 10. Other interest receivable and similar income

	2017 £	2016 £
Interest on cash and cash equivalents	<u>13,803</u>	<u>29,272</u>

### 11. Tax on profit

#### Major components of tax expense

	2017 £	2016 £
<b>Current tax:</b>		
UK current tax expense	–	90,793
Adjustments in respect of prior periods	<u>13</u>	<u>–</u>
Total current tax	<u>13</u>	<u>90,793</u>
<b>Deferred tax:</b>		
Origination and reversal of timing differences	<u>27,869</u>	<u>82,190</u>
<b>Tax on profit</b>	<u>27,882</u>	<u>172,983</u>

#### Reconciliation of tax expense

The tax assessed on the profit on ordinary activities for the year is higher than (2016: higher than) the standard rate of corporation tax in the UK of 19.92% (2016: 20%).

	2017 £	2016 £
Profit on ordinary activities before taxation	<u>137,657</u>	<u>771,219</u>
Profit on ordinary activities by rate of tax	<u>27,421</u>	<u>154,244</u>
Effect of expenses not deductible for tax purposes	<u>(1,294)</u>	<u>8,940</u>
Effect of capital allowances and depreciation	<u>1,755</u>	<u>9,799</u>
<b>Tax on profit</b>	<u>27,882</u>	<u>172,983</u>

# W R Ferris Limited

## Notes to the Financial Statements *(continued)*

Year ended 30 April 2017

### 12. Tangible assets

	Land and buildings £	Fixtures and fittings £	Motor vehicles £	Total £
<b>Cost</b>				
At 1 May 2016	146,290	4,361,495	22,490	<b>4,530,275</b>
Additions	7,425	583,599	–	<b>591,024</b>
Disposals	–	(3,199,347)	–	<b>(3,199,347)</b>
<b>At 30 April 2017</b>	<b>153,715</b>	<b>1,745,747</b>	<b>22,490</b>	<b>1,921,952</b>
<b>Depreciation</b>				
At 1 May 2016	37,007	3,582,217	9,839	<b>3,629,063</b>
Charge for the year	7,686	174,657	3,163	<b>185,506</b>
Disposals	–	(3,199,347)	–	<b>(3,199,347)</b>
<b>At 30 April 2017</b>	<b>44,693</b>	<b>557,527</b>	<b>13,002</b>	<b>615,222</b>
<b>Carrying amount</b>				
<b>At 30 April 2017</b>	<b>109,022</b>	<b>1,188,220</b>	<b>9,488</b>	<b>1,306,730</b>
At 30 April 2016	109,283	779,278	12,651	901,212

### 13. Investments

	Other investments other than loans £
<b>Cost</b>	
At 1 May 2016 and 30 Apr 2017	<b>3,000</b>
<b>Impairment</b>	
At 1 May 2016 and 30 Apr 2017	<b>–</b>
<b>Carrying amount</b>	
<b>At 30 April 2017</b>	<b>3,000</b>



# W R Ferris Limited

## Notes to the Financial Statements *(continued)*

Year ended 30 April 2017

### 14 Stocks

	2017 £	2016 £
Finished goods and goods for resale	<u>10,393,432</u>	<u>7,621,457</u>

### 15. Debtors

	2017 £	2016 £
Trade debtors	50,879	68,126
Prepayments and accrued income	840,452	999,710
Other debtors	84	200
	<u>891,415</u>	<u>1,068,036</u>

### 16. Creditors: amounts falling due within one year

	2017 £	2016 £
Trade creditors	11,116,457	12,214,664
Accruals and deferred income	474,036	341,899
Corporation tax	–	90,779
Social security and other taxes	168,074	342,804
Director loan accounts	315,383	241,983
Other creditors	13,159	12,984
	<u>12,087,109</u>	<u>13,245,113</u>

HSBC Bank has a fixed charge, dated 30 May 1990, over the book debts and a floating charge over all other assets.

### 17. Provisions

	Deferred tax (note 19) £
At 1 May 2016	82,190
Additions	27,869
At 30 April 2017	<u>110,059</u>

# W R Ferris Limited

## Notes to the Financial Statements *(continued)*

Year ended 30 April 2017

### 18. Deferred tax

The deferred tax included in the statement of financial position is as follows:

	2017	2016
	£	£
Included in provisions (note 18)	<u>110,059</u>	<u>82,190</u>

The deferred tax account consists of the tax effect of timing differences in respect of:

	2017	2016
	£	£
Accelerated capital allowances	<u>110,059</u>	<u>82,190</u>

### 19. Employee benefits

#### Defined contribution plans

The amount recognised in profit or loss as an expense in relation to defined contribution plans was £76,765 (2016: £73,241).

### 20. Called up share capital

#### Issued, called up and fully paid

	2017		2016	
	No.	£	No.	£
Ordinary shares of £1 each	<u>48</u>	<u>48</u>	<u>48</u>	<u>48</u>

### 21. Reserves

Capital redemption reserve - This reserve records the nominal value of shares repurchased by the company.

Profit and loss account - This reserve records retained earnings and accumulated losses.

### 22. Operating leases

The total future minimum lease payments under non-cancellable operating leases are as follows:

	2017	2016
	£	£
Not later than 1 year	1,417,240	1,274,320
Later than 1 year and not later than 5 years	2,134,750	2,006,222
Later than 5 years	<u>2,614,822</u>	<u>—</u>
	<u>6,166,812</u>	<u>3,280,542</u>

### 23. Contingencies

The directors are of the opinion that the company does not have any material contingent liabilities.

# W R Ferris Limited

## Notes to the Financial Statements *(continued)*

Year ended 30 April 2017

### 24. Directors' advances, credits and guarantees

During the year the directors entered into the following advances and credits with the company:

	2017		
	Balance brought forward £	Amounts repaid £	Balance outstanding £
T J Ferris	(94,410)	(196,725)	(291,135)
E W Ferris	(147,573)	123,325	(24,248)
	<u>(241,983)</u>	<u>(73,400)</u>	<u>(315,383)</u>
	2016		
	Balance brought forward £	Amounts repaid £	Balance outstanding £
T J Ferris	(161,563)	67,153	(94,410)
E W Ferris	(306,206)	158,633	(147,573)
	<u>(467,769)</u>	<u>225,786</u>	<u>(241,983)</u>

### 25. Related party transactions

On the 16 April 2016, the share capital of the company was included in a share reorganisation into a newly formed group structure. Winchester Holdings Limited purchased 100% of the issued share capital of W R Ferris Limited in return for shares in Winchester Holdings Limited. Winchester Holdings Limited is now the 100% holding company of W R Ferris Limited.

Also on the 16 April 2016 Winchester Holdings Limited purchased 100% of W R Ferris Limited and T & E Ferris Limited, a connected company. The first group accounts for the new group are due for the accounting period ending 30 April 2017.

During the year, the company sold goods and services to T & E Ferris Limited, a group company, to the value of £29,740,414 (2016: £33,277,002). At the balance sheet date, the company owed £7,818,802 (2016: £7,186,174) to T & E Ferris Limited.

There is a multi-lateral guarantee dated 14 November 2016 given by the group companies Winchester Holdings Limited, W R Ferris Limited and T & E Ferris Limited in respect of any debts due to HSBC Bank by any of the companies.