

Company No. 3342369

C&J Clark (No 1) Limited

Annual Report and financial statements
For the period ended 3 February 2018



Contents

	Page
Company Information	2
Strategic Report	3
Directors' Report	4
Independent Auditor's Report	6
Income Statement	9
Statement of Financial Position	10
Statement of Changes in Equity	11
Notes to the financial statements	12

Company Information

Directors

Paul Kenyon

Paul Wakefield

Secretary

Elaine Evans

Company number

3342369

Auditor

Ernst & Young LLP
The Paragon
Counterslip
Bristol
BS1 6BX

Registered office

40 High Street
Street
Somerset
BA16 0EQ

Strategic Report for the period ended 3 February 2018

Introduction

The Company principally operates as a holding Company. The Company did not trade during the period other than in its capacity as a holding Company.

The Company is a wholly owned subsidiary of C&J Clark Limited and does not prepare consolidated financial statements.

Business review

The result for the period was a profit of £4.6m (2017: £13.1m).

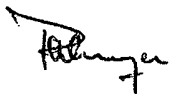
Financial KPI's

As the Company is a holding Company, the directors believe that analysis using key performance indicators for the Company is neither necessary nor appropriate for an understanding of the development, performance or position of the business of the Company.

Principal risks and uncertainties

The Company's principle risk is the non-recoverability of inter-Company debt. This is mitigated through the close relationship and communication of companies within the Group.

The report was approved by the Board and signed on its behalf.



Paul Kenyon
Director

Date: 30 July 2018

Directors' Report

The directors present their report and the audited financial statements for the Company for the period ended 3 February 2018.

Results and dividends

The profit for the period, after taxation was £4.6m (2017: profit - £13.1m). No dividends were paid in the current or previous period.

Directors

The directors who held office during the period, and subsequently, were as follows:

D Wakeford (Resigned 10th February 2017)

M Coley (Resigned 30th April 2017)

N Sherman (Resigned 19th September 2017)

M Shearwood (Appointed 30th April 2017 and resigned 16th November 2017)

P Kenyon (Appointed 19th September 2017)

P Wakefield (Appointed 16th November 2017)

Directors responsibilities

The directors are responsible for preparing the Strategic Report, 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 period. Under that law the directors have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice) including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

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

Directors' Report (continued)

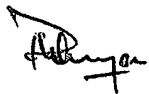
Directors responsibilities (continued)

reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Disclosure of information to auditor

The directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware and each director has taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

On behalf of the Board,



Paul Kenyon
Director

Date: 30 July 2018

Independent auditor's report to the members of C&J Clark (No 1) Limited

Opinion

We have audited the financial statements of C&J Clark (No 1) Limited for the period ended 3 February 2018 which comprise the Income Statement, Statement of Financial Position, Statement of Changes in Equity and the related notes 1 to 9, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the Company's affairs as at 3 February 2018 and of its profit for the period 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report below. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Independent auditor's report to the members of C&J Clark (No 1) Limited (continued)

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or Directors' Report.

We have nothing to report in respect of the following matters in relation to which 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.

Independent auditor's report to the members of C&J Clark (No 1) Limited (continued)

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on pages 4 and 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

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.



Eleri James (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Bristol

31 July 2018

Income Statement

		53 weeks ending 3 February 2018	52 weeks ending 28 January 2017
	Notes	£'m	£'m
Dividends receivable		3.7	12.6
Net finance costs		1.1	0.6
Profit before taxation		4.8	13.2
Tax on profit	3	(0.2)	(0.1)
Profit for the period		4.6	13.1

The result of the Company derives wholly from continuing activities.

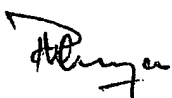
There were no recognised gains or losses other than the results shown above.

The accounting policies and notes on pages 12 to 19 form part of the financial statements.

Statement of Financial Position

		As at 3 February 2018	As at 28 January 2017
	Notes	£'m	£'m
Fixed assets			
Investments	5	0.0	0.0
Current assets			
Debtors	6	119.0	112.5
Cash at bank and in hand		0.0	0.0
Total current assets		119.0	112.5
Creditors : amounts falling due within one year	7	(68.7)	(66.8)
Net current assets		50.3	45.7
Net assets		50.3	45.7
Capital and Reserves			
Share capital	8	0.0	0.0
Profit and loss account		50.3	45.7
Shareholders' funds		50.3	45.7

The financial statements were approved by the Board of Directors and signed on its behalf by:



Paul Kenyon
Director

Date: 30 July 2018

The accounting policies and notes on pages 12 to 19 form part of the financial statements

Statement of Changes in Equity for the 52 weeks ended 28 January 2017

	Called up Share Capital £'m	Profit and Loss Account £'m	Total Equity £'m
Balance at 31 January 2016	0.0	32.6	32.6
Profit for the period	-	13.1	13.1
Dividends Paid	-	-	-
Balance at 28 January 2017	0.0	45.7	45.7

Statement of Changes in Equity for the 53 weeks ended 3 February 2018

	Called up Share Capital £'m	Profit and Loss Account £'m	Total Equity £'m
Balance at 29 January 2017	0.0	45.7	45.7
Profit for the period	-	4.6	4.6
Dividends Paid	-	-	-
Balance at 3 February 2018	0.0	50.3	50.3

The accounting policies and notes on pages 12 to 19 form part of the financial statements.

Notes to the financial statements for the period ended 3 February 2018

1. Accounting policies

Statement of Compliance

C&J Clark (No 1) Limited (the "Company") is a Company limited by shares and incorporated and domiciled in England. The registered office is 40 High Street, Street, Somerset, BA16 0EQ.

The financial statements are prepared on the historical cost convention, in accordance with the Companies Act 2006 and Financial Reporting Standard 102 (FRS 102) applicable in the UK and Republic of Ireland.

Basis of Presentation

All amounts in the financial statements are in Pounds Sterling (£) being the Company's functional currency and are rounded to the nearest £'m.

The period to 3 February 2018 constitutes a 53 week period and referred to in headings as 2018 (prior period to 28 January 2017 – 52 week period and referred to in headings as 2017).

The companies ultimate parent undertaking, C&J Clark Limited includes the Company in its consolidated financial statements. The consolidated financial statements of C&J Clark Limited are prepared in accordance with UK Generally Accepted Accounting Practice including FRS102. In these financial statements, the Company is considered to be a qualifying entity (for the purpose of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Cash flow statement and related notes; and
- Key management personnel compensation

There are considered to be no significant judgements made by the directors, in the application of these accounting policies that have a significant effect on the financial statements and estimates with a significant risk of material adjustments in the next period.

Basis for preparation of financial statements on a going concern basis

The financial position of the Company are described in the Strategic report and Directors' Report on pages 3 and 4.

As at 3 February 2018, the Company has net assets of £50.3m.

After making enquiries, the directors has a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the Annual Report and financial statements.

Notes to the financial statements for the period ended 3 February 2018 (continued)

I. Accounting policies (continued)**Financial statements**

The Company is exempt from the requirement to prepare Group financial statements by virtue of section 400 of the Companies Act 2006. These financial statements present information about the Company as an individual undertaking and not about its Group.

Basic financial instruments***Trade and other payables and receivables***

Trade and other payables and receivables with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the Income Statement in other operating expenses.

Investments in subsidiaries, jointly controlled entities and associates

A subsidiary is an entity controlled directly or indirectly by C&J Clark (No1) Limited. Control is regarded as the exposure or rights to the variable returns of the entity when combined with the power to affect those returns.

Investments in subsidiaries are held at historical cost less provisions for impairment.

Cash and cash equivalents

Cash and cash equivalents comprise cash in-hand, current balances with banks and similar institutions and highly liquid investments which are readily convertible into known amounts of cash and are held at amortised cost.

Net finance costs

Interest payable and similar charges include interest payable and finance leases recognised in the Income Statement using the effective interest method, and net foreign exchange losses that are recognised in the income statement.

Interest income is recognised in the Income Statement as it accrues, using the effective interest method. Foreign currency gains and losses are reported on a net basis.

Taxation

The tax on profit or loss for the period comprises current and deferred tax. Tax is recognised in the Income Statement except to the extent that it relates to items recognised directly in equity or OCI, in which case the tax impact of those items is also recognised directly in equity or OCI.

The current tax payable or receivable is based on the taxable profit or loss for the period. Taxable profit or loss may differ from reported profit or loss because of items that are not taxable or due to timing differences. The Company's current tax assets and liabilities are calculated using tax rates that have been enacted by the reporting date. Current tax may also include adjustments to tax payable for previous reporting periods.

Notes to the financial statements for the period ended 3 February 2018 (continued)

1. Accounting policies (continued)**Related party transactions**

As the Company is a wholly owned subsidiary of C&J Clark Limited, the Company has taken advantage of the exemption under FRS 102 section 33.1A to not disclose transactions or balances with wholly-owned subsidiaries which form part of the group. The consolidated financial statements of C&J Clark Limited, within which the results of this Company are included, can be obtained from Companies House at the address shown in Note 10.

2. Auditors remuneration

Audit fees for the current and prior period have been borne by another group Company.

Amounts receivable by the Company's auditor in respect of services to the Company and its associates, other than the audit of the Company's financial statements, have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements of the Company's parent, C&J Clark Limited.

3. Staff costs and directors' remuneration

None of the directors who served office during the period received any emoluments in respect of their services to the Company (2017: nil) as these services are deemed to constitute a negligible portion of their time.

During the current and prior period the Company had no employees.

4. Taxation**a) Analysis of charge in the period:**

	2018 £'m	2017 £'m
UK Corporation Tax at 19.2% (2017: 20.0%)	0.2	0.1
Taxation on profit	0.2	0.1

Notes to the financial statements for the period ended 3 February 2018 (continued)

4. Taxation (continued)

b) Factors affecting tax charge:

The tax assessed for the period is lower than the standard rate of Corporation Tax in the UK, which is 19.2% (2017: 20.0%). The differences are explained below:

	2018 £'m	2017 £'m
Profit before taxation	4.8	13.2
At standard rate of Corporation Tax of 19.2% (2017: 20.0%)	0.9	2.6
Other	(0.0)	0.0
Intra-group dividend income not taxable	(0.7)	(2.5)
Total tax	0.2	0.1

A reduction in the UK corporate tax rate from 20% to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015 and an additional rate reduction to 17% (effective 1 April 2020) was substantially enacted on 6 September 2016. This will reduce the Company's future current tax charge accordingly.

5. Fixed asset investments

	Shares in Group undertakings £'m
Cost:	
At 28 January 2017 and 3 February 2018	0.0
Net book value:	
At 28 January 2017 and 3 February 2018	0.0

Notes to the financial statements for the period ended 3 February 2018 (continued)

5. Fixed asset investments (continued)

Shares in Group undertakings

Companies Act 2006 requires the registered address and principle place of business of each principle subsidiary to be disclosed. The registered offices have been cross reference to the footnote below the table.

The direct investments held by the Company are:-

Name of subsidiary	Registered office	Country of Incorporation	Proportion held by Company
C&J Clark (Holdings) Ltd	1	England	100%

The Company indirectly holds investments in the following companies:-

Name of subsidiary	Registered office	Country of Incorporation	Proportion held by Company
C. & J. Clark International Limited (trading as Clarks International)	1	England	100%
C. & J. Clark Overseas Limited	1	England	100%
C. & J. Clark Trustee Limited	1	England	100%
C. & J. Clark (Street) Limited	1	England	100%
Clarks Americas Inc	2	USA	100%
Clarks Shoes Vertriebs GmbH	3	Germany	100%
C&J Clark Hong Kong Limited	4	Hong Kong	100%
Clarks India Services Private Limited	5	India	100%
Clarks America Canada Retail Limited	6	Canada	100%
C & J Clark Latin America Inc	2	USA	100%
Clarks Dongguan Footwear Services Company Limited	7	China	100%
C & J Clark Pension Fund Trustees Limited	1	England	100%
Hallco 367 Limited	1	England	100%
C. & J. Clark America, Inc.	2	USA	100%
C.J.C Financial Company	2	USA	100%
C. & J. Clark Retail, Inc.	2	USA	100%
C. & J. Clark Manufacturing, Inc.	2	USA	100%
C. & J. Clark Canada Limited	6	Canada	100%
Bostonian Shoe Company of New York	2	USA	100%

Notes to the financial statements for the period ended 3 February 2018 (continued)

5. Fixed asset investments (continued)

Shares in Group undertakings (continued)

Name of subsidiary	Registered office	Country of Incorporation	Proportion held by Company
Clarks of England, Inc.	2	USA	100%
Clarks Shoes Benelux BV	8	Holland	100%
Clarks Shoes Handelsgesellschaft m.b.H	9	Austria	100%
C & J Clark China Trading Company Limited	10	China	100%
C & J Clark Ticaret ve Pazarlama A.S	11	Turkey	100%
Clarks Shoes Australia PTY Ltd	12	Australia	100%
Clarks Shoes PTY Limited	12	Australia	100%
Clarks Shoes Australia Superannuation PTY Limited	12	Australia	100%
Clarks Shoes Limited	13	New Zealand	100%
C & J Clark (S) Pte. Ltd.	14	Singapore	100%
C. & J. Clark Polska Sp. zo.o.	15	Poland	100%
C&J Clark (M) Sdn. Bhd.	16	Malaysia	100%
Clarks Shoes Iberia S.A	17	Spain	100%
Clarks Ireland Sales Limited	18	Ireland	100%
Clarks Japan Company Limited	19	Japan	100%
Clarks Properties Limited	1	England	100%
C. & J. Clark Retail Properties Limited	1	England	100%
Clarks Retail Properties Limited	1	England	100%
C. & J. Clark Pension Funds (Trustee) Limited	1	England	100%
K Shoes Contributory Pension Scheme (Trustee) Limited	1	England	100%
K Shoes Limited	1	England	100%
Street Estates Limited	1	England	100%
C&J Clark Investment Properties Limited	1	England	100%
C. & J. Clark Main Pension Fund (Trustees) Limited	1	England	100%
C. & J. Clark Senior Executive Pension Scheme (Trustees) Limited	1	England	100%
Clarks Limited	1	England	100%
Warners Limited	1	England	100%
C&J Clark Vietnam Limited	20	Vietnam	100%
C&J Clark Korea	21	South Korea	100%
Clarks Future Footwear Limited	22	India	50%

Notes to the financial statements for the period ended 3 February 2018 (continued)

5. Fixed Asset Investments (continued)**Registered offices**

1. 40 High Street, Street, Somerset, BA16 0EQ
2. 60 Tower Road, Waltham, Massachusetts, 02451
3. Albstraße 16-18, 72764 Reutlingen, Germany
4. Office 05, 18/F., Hip Kwan Commercial Building, 38 Pitt Street, Yau Ma Tei, Kowloon, Hong Kong
5. TVH Beliciaa Towers, Suite 905, 9th Floor, Phase II, MRC Nagar, R.A. Puram, Chennai – 600028, Tamil Nadu, India.
6. 2881 Brighton Road, Oakville, Ontario, L6H 6C9 Canada
7. 3A Heng Zheng Plaza, Station Road North, Yuan Wu Bian, Nancheng District, Dongguan City, Guangdong Province, China
8. Chasseveld 15 f, 4811 DH Breda, Holland
9. Moosfeldstrasse 1, 5101 Bergheim bei Salzburg, Austria
10. Room 625, 88 Taigu Road, Waigaoqiao Free Trade Zone, Shanghai, China
11. Halil Rifat Pasa mah. Teoman sk. Aksu IsMerk. 2/2 PK34384 Okmeydani, Sisli Istanbul, Turkey
12. 37 Mountain View Road, Balwyn North, VIC 3104, Australia
13. C/O KPMG, 18 Viaduct Harbour Avenue, Maritime Square, Auckland, New Zealand
14. 11 Chang Charn Road, #02-01 Shriro House, Singapore 159640
15. ul. Aleje Jerozolimskie, lokal 56 C, kod 00-803, poczta Warszawa, kraj Poland
16. 38D-2A, Jalan Radin Anum, Bandar Baru Seri Petaling, 57000 Kuala Lumpur, Malaysia
17. Rambla de Catalunya Num. 62, Principal 1 Barcelona 08007, Spain
18. Building 1, Swift Square, Northwood Business Park, Santry, Dublin 9, Ireland
19. 11f, Shin-Aoyama Tokyu Building, 3-11-13 Minami Aoyama, Minato-ku, Tokyo, 107-0062 Japan
20. 4Floor, 5-3, Eonju-ro 149-gil, Gangnam-gu, Seoul
21. 10th Floor, TNR Tower, 180-192 Nguyen Cong Tru Street, Nguyen Thai Binh Ward, District 1, Ho Chi Minh City, Vietnam
22. Future Group, Plot No.82, Sector-32, Gurgaon-122001, Haryana, India

6. Debtors

	2018	2017
	£'m	£'m
Amounts owed by Group undertakings	119.0	112.5
	119.0	112.5

Notes to the financial statements for the period ended 3 February 2018 (continued)

7. Creditors

	2018 £'m	2017 £'m
Amount owed to Group undertakings	(68.7)	(66.8)
	(68.7)	(66.8)

8. Share Capital

	2018 £	2017 £
Called up and fully paid: 100,00 Ordinary shares of £0.001 each	100	100

9. Ultimate holding Company

The Company's immediate and ultimate parent Company and controlling party is C&J Clark Limited, which is incorporated in England. Copies of its consolidated financial statements, which include the Company, are available from 40 High Street, Street, Somerset BA16 0EQ.

The registered office for the immediate and ultimate parent Company is 40 High Street, Street, Somerset BA16 0EQ.