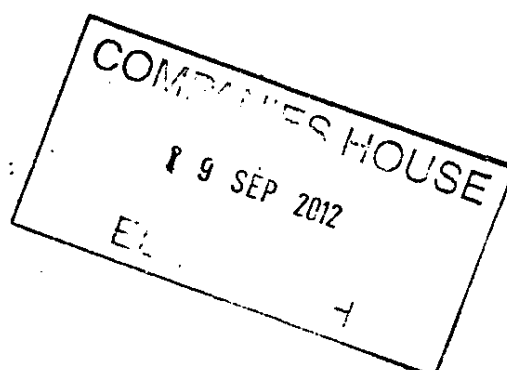


Cos 1450

THOMPSONS HOLDINGS (EDINBURGH) LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

YEAR TO 29 FEBRUARY 2012



THOMPSONS HOLDINGS (EDINBURGH) LIMITED

COMPANY INFORMATION

DIRECTORS

Mr. G. J. Docherty
Mr. C. C. Docherty

SECRETARY

Mr. C. C. Docherty

ACCOUNTANTS

Menzies Accountants Limited
Chartered Accountants
23 Windsor Street
EDINBURGH
EH7 5LA

REGISTERED OFFICE

53 Elm Row
EDINBURGH
EH7 4AH

THOMPSONS HOLDINGS (EDINBURGH) LIMITED

REPORT OF THE DIRECTORS

The directors present their report and financial statements for the year to 29 February 2012.

Directors' responsibilities for the financial statements

The directors are responsible for preparing the Annual 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). The financial statements are required by law to 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;
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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.

Principal activities

The company's principal activity is that of an investment holding company.

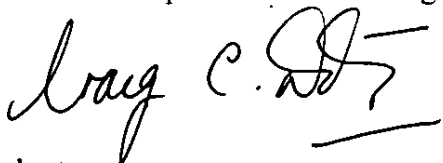
Directors

The directors during the year were as follows

G. J. Docherty
C. C. Docherty

Small company rules

This report has been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006. It was approved by the board on 14 September 2012 and signed on its behalf.



C. C. Docherty
Director

**CHARTERED ACCOUNTANTS' REPORT TO THE DIRECTORS
ON THE UNAUDITED FINANCIAL STATEMENTS OF
THOMPSONS HOLDINGS (EDINBURGH) LIMITED**

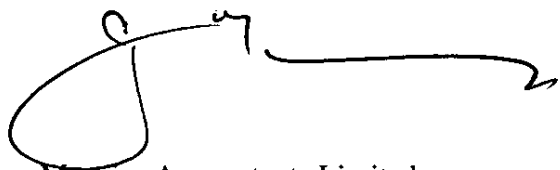
In accordance with the engagement letter dated 10 October 2006, and in order to assist you to fulfil your duties under the Companies Act 2006, we have prepared the accounts of the company on pages 3 to 6 from the accounting records and information and explanations supplied to us.

This report is made to the Company's Board of Directors, as a body, in accordance with the terms of our engagement. Our work has been undertaken to enable us to prepare the accounts on behalf of the Company's Board of Directors 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 Board of Directors, as a body, for our work or for this report.

We have carried out this engagement in accordance with best practice guidance issued by the Institute of Chartered Accountants of Scotland and have complied with the ethical guidance laid down by the Institute relating to members undertaking the preparation of accounts.

You have acknowledged on the balance sheet for the year ended 29 February 2012 your duty to ensure that the company has kept proper accounting records and to prepare accounts that give a true and fair view under the Companies Act 2006. You consider that the company is exempt from the statutory requirement for an audit for the year.

We have not been instructed to carry out an audit of the accounts. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the accounts.



Menzies Accountants Limited
Chartered Accountants
23 Windsor Street
EDINBURGH
EH7 5LA

14 September 2012

THOMPSONS HOLDINGS (EDINBURGH) LIMITED
**PROFIT AND LOSS ACCOUNT
FOR THE YEAR TO 29 FEBRUARY 2012**

	Notes	2012 £	2011 £
Turnover		-	-
Cost of sales		-	-
		-----	-----
Gross profit		-	-
Administrative expenses		14	15
		-----	-----
(Loss) on ordinary activities before taxation		(14)	(15)
Tax on (loss) on ordinary activities		-	-
		-----	-----
(Loss) on ordinary activities after taxation being (loss) for the financial year		(14)	(15)
		-----	-----

THOMPSONS HOLDINGS (EDINBURGH) LIMITED

BALANCE SHEET AS AT 29 FEBRUARY 2012

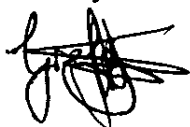
	Notes	2012 £	2011 £
Fixed assets			
Investments	2	92,178	92,178
		-----	-----
Current assets			
Debtors	3	2,080	2,080
		-----	-----
		2,080	2,080
		-----	-----
Creditors - Amounts falling due within one year	4	98,202	98,188
		-----	-----
Net current (liabilities)		(96,122)	(96,108)
		-----	-----
Total assets less current liabilities		(3,944)	(3,930)
		-----	-----
Capital and reserves			
Called up share capital	5	100	100
Profit and loss account	6	(4,044)	(4,030)
		-----	-----
Shareholders' funds		(3,944)	(3,930)
		-----	-----

The directors:

- confirm that for the year ending 29 February 2012 the company was entitled to the exemption under subsection (1) of section 477 Companies Act 2006 ;
- confirm that no notice requiring an audit had been deposited under section 476 Companies Act 2006 in relation to the financial statements for the financial year; and
- acknowledge their responsibility for:
 - ensuring that the company keeps accounting records which comply with section 386 and section 387 of the Companies Act 2006 ; and
 - preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of section 396, and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

The financial statements which have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 were approved by the board on 14 September 2012 and signed on its behalf.

G. J. Docherty
Director



THOMPSONS HOLDINGS (EDINBURGH) LIMITED

NOTES TO THE FINANCIAL STATEMENTS YEAR TO 29 FEBRUARY 2012

1. ACCOUNTING POLICIES

Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008). The company and its subsidiary undertakings comprise a small group. The company has taken advantage of the exemption provided by sections 398 and 399 of the Companies Act 2006 not to prepare group accounts. The financial statements therefore present information about the company as an individual undertaking and not about its group.

Investments

Investments are shown at the lower of historical cost and valuation.

2. INVESTMENT

	2012 £	2011 £
Shares at cost in group undertaking	92,178 -----	92,178 -----

The investment represents an investment in a wholly owned subsidiary registered in Scotland.

The aggregate amount of capital and reserves and the results of this undertaking for the last relevant financial year was as follows:

	Capital and reserves 2012 £	(Loss) for the year 2012 £
Thompson's (Modern Wear) Limited	646,450 -----	(12,753) -----

The principal activity of Thompson's (Modern Wear) Limited is the retailing of sports goods.

3. DEBTORS

	2012 £	2011 £
Other	2,080 -----	2,080 -----

THOMPSONS HOLDINGS (EDINBURGH) LIMITED

NOTES TO THE FINANCIAL STATEMENTS YEAR TO 29 FEBRUARY 2012

4. CREDITORS – amounts falling due within one year

	2012 £	2011 £
Amounts owed to group undertakings	97,467	97,453
Other creditors	735	735
	-----	-----
	98,202	98,188
	-----	-----

5. CALLED UP SHARE CAPITAL

	2012 £	2011 £
Authorised 1,000 Ordinary shares of £1 each	1,000	1,000
	-----	-----
Allotted, called up and fully paid 100 Ordinary shares of £1 each	100	100
	-----	-----

6. RECONCILIATION OF CAPITAL AND RESERVES

	Called up share capital £	Profit and loss account £
At 28 February 2011	100	(4,030)
Retained (loss) for the year	-	(14)
	-----	-----
At 29 February 2012	100	(4,044)
	-----	-----

7. CONTROL

The company is controlled by the directors who each own 50% of the issued share capital.

8. RELATED PARTY TRANSACTIONS

During the year the company incurred expenses of £ 14 which were paid on its behalf by Thompson's (Modern Wear) Limited a 100% subsidiary of the company. The balance due to the subsidiary at 29 February 2012 was £97,467.