



CREIGHTONS_{plc}

Summary Annual Report
and Notice of Meeting 2013

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ASHWORTH & CLAIRE
OF LONDON



perfect Brunette



GROOMED
PROFESSIONAL MALE GROOMING

Potter & Moore
ENGLISH CLASSICS



BRONZE ambition



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urban therapy]
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Sunshine Blonde

pure & natural beauty
amie



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Contents

Chairman's statement	2
Directors' remuneration report	5
Directors' responsibility statement	11
Independent auditor's statement	13
Directors' statement	14
Consolidated income statement	15
Consolidated balance sheet	16
Consolidated cash flow statement	18
Notice of meeting	19
Contact and other useful information	24

Annual Report

This Summary Annual Report is a summary of information derived from the company's annual report. The Annual Report for 2013, together with this Summary Annual Report and Notice of Meeting, which contains other information required by section 311A of the Companies Act 2006, is available on our website at www.creightonsplc.com or by post, free of charge, by writing to Creightons plc, 1210 Lincoln Road, Peterborough, Cambridgeshire PE4 6ND.

Chairman's statement

I am pleased to report that in 2012/13 we achieved another year of growth and consolidation, and that the consolidated Group pre-tax profit for the year ended 31 March 2013 was £302,000 (2012: £223,000). This continued improvement in profits has been achieved despite the ongoing tough trading environment with customers seeking improving value to offer the consumer. In particular our private label ranges have faced increased price and promotion pressure from the big brands which has adversely affected sales volumes.

To combat the effects of lower underlying demand we have successfully generated sales growth by introducing new customers and developing new product ranges. The new business generated over the past couple of years is more evenly spread through the year, virtually eliminating the seasonality that characterised the business in previous years.

Margins remain under pressure with customers seeking to recover lost margin. We will continue our programme of managing costs and our product offering in order to be in a position to respond to customer pressure whilst maintaining our own profitability.

Financial results

Group sales this year at £17,326,000 are £993,000 (6%) higher than last year (2012: £16,333,000), continuing the upward growth in sales volumes we have been recording over the past three years. This year's growth has come from a combination of our own UK branded ranges, private label and contract manufacture, representing all three strands of our business. Much of this growth has been driven by new ranges and new customer listings for existing ranges with limited growth from ongoing sales with existing customers.

Changes in product mix, particularly relating to new ranges, together with improved purchasing and production efficiencies have resulted in an increased gross margin percentage of 42.8%, an increase of 0.7% on last year (2012: 42.1%). Administration costs, which include product research and development as well as sales promotion and product support, have risen as we invest in support and promotional activity to drive new sales opportunities.

Profit before tax and interest for the year of £333,000 (2012: £257,000) represents an increase of 30% (with an increase of 99% compared to 2011). Lower average borrowings than in the previous period resulted in slightly lower interest costs of £31,000 (2012: £34,000).

Chairman's statement

continued

Group profit after tax of £302,000 (2012: £223,000) therefore shows a further improved performance especially given the trading environment during the past year. Diluted earnings per share rose from 0.37p in 2012 to 0.51p for 2013 as a result of the increased earnings.

Net borrowings (bank overdraft and loans less cash at bank and in hand) at the year-end have increased by £142,000 to £874,000 (2012: £732,000). The main reason for the increase in borrowing is the higher working capital requirement at the end of the year. Inventories have increased as we have invested in new ranges and continued our drive to support customers with 100% product availability.

Current year developments

The Group continues to develop and strengthen its branded portfolio. This is being achieved through developing our own brand offering and developing relationships with the owners of existing brands, often through investing in existing brands when opportunities arise.

We are continuing to work hard to manage cost pressure through a combination of measures including managing customer prices, product re-engineering and enhancing our product portfolio with higher margin products. We have continued to develop new sales opportunities to compensate for the decline in the previously significant Christmas gifts part of the business.

As we expected, our main private label customers have responded to the pressures in the current economic climate with value strategies resulting in sales opportunities which we have exploited through lower priced products which have offset lower sales levels on higher priced products. Whilst we had anticipated that this would adversely affect margins, we have managed to counter this effect through a mix of continued cost control, increasing our branded product sales and margins and ensuring we seek value for money in product support, development and administration expenditure. We will continue to manage our overhead cost base and working capital requirements to ensure they are aligned with the anticipated sales levels of the Group whilst retaining the skills necessary to meet growth opportunities as they arise. We are undertaking a major review of our planning and purchasing procedures in order to continue to improve our stock turn whilst maintaining customer service levels and reduce investment in working capital.

As in previous years, your Board is continuing to seek opportunities to acquire brands or companies that would complement the existing businesses by offering synergies in manufacturing, sourcing and marketing due to similarities in product alignment, sourcing or outlets.

Chairman's statement

continued

The board has considered whether to declare a dividend this year, but although we have seen a further increase in annual profits, it feels that it continues to be more appropriate to retain profits to help fund the continued investment in growth than to reduce available funds through dividend distribution.

I would like to take this opportunity to thank each and every one of the Group's employees for the hard work and effort they have put in over what has been a challenging year.

William McIlroy

Chairman

20 June 2013

Directors' remuneration report

This report has been prepared in accordance with Schedule 8 to the Accounting Regulations under the Companies Act 2006. A resolution to approve this report will be proposed at the Annual General Meeting of the company at which the annual accounts for the year are approved.

The above regulations also require that the auditor shall report to the company's members on the auditable part of the directors' remuneration report and state whether in their opinion that part of the directors' remuneration report has been properly prepared in accordance with the Accounting Regulations. This report has therefore been divided into separate sections for audited and unaudited information.

In the opinion of the Remuneration Committee, the company has complied with Section D of the UK Corporate Governance Code (the Code), and in forming the remuneration policy, the Committee has given full consideration to that section of the Code.

Unaudited information

Remuneration Committee

The Board has established a Remuneration Committee to determine the remuneration of directors of the Company. The members of the Committee during the year and the prior year were Nicholas O'Shea and Mary Carney. In determining the directors' remuneration the committee consulted the Executive Chairman, William McIlroy. There has been one meeting of the Committee during the period, attended by both Ms Carney and Mr O'Shea.

Policy on directors' remuneration

The policy of the Company on executive remuneration including that for executive directors is to reward individual performance and motivate and retain existing executive directors so as to promote the best interests of the Company and enhance shareholder value. The remuneration packages for executives and executive directors include a basic annual salary, performance related bonus and a share option programme. The remuneration of non-executive directors includes a salary or fee. The Committee have reviewed the policy for the year ahead and have concluded that the key features of the remuneration policy remain appropriate.

In setting executive directors' remuneration, the Committee is mindful of the pay and conditions enjoyed by other employees. It considers revisions to their arrangements only when other employees' pay and conditions are also reviewed, and this is always done in the light of market conditions and overall company performance. However, the Committee does not automatically increase the pay and conditions for directors in line with either inflation or at the same rate that those for other employees' may be increased.

Directors' remuneration report

continued

Both executive and non-executive directors may accept appointment as directors of other companies and retain any fees paid to them, although directors are required to notify the Company of all such appointments and may not accept appointments which would be incompatible with their role with the Company, such as with direct competitors or major suppliers and customers.

Salary and benefits

Executive directors' salary and benefits packages are determined by the Committee on appointment or when responsibilities or duties change substantially, and are reviewed annually. The last review was undertaken during the first quarter of this year, but no changes were proposed to the executive directors' remuneration packages. The Committee considers that improved performance should be recognised by achievement of performance bonuses.

Directors' performance bonus

Both executive directors' contracts provide for performance bonuses should the Group achieve profitability, and Mr McIlroy's also provides for a bonus should a successful sale of the Group's toiletries business be achieved. The profit criterion was met in 2013, and as a consequence, provision for payment of the profit related performance bonus has been made in the financial statements, and will be made as required by the contracts within one month of the approval and publication of these financial statements.

The contract for Mr McIlroy's services as a director provides for a performance bonus payment to Mr McIlroy's employer (Lesmac Securities Ltd) should the Group achieve profitability, on a scale of 12½% of the pre-tax audited profits up to £50,000, 7½% of pre-tax audited profits between £50,001 and £100,000 and 5% of pre-tax audited profits in excess of £100,000. The contract also provides for a success bonus payment to Mr McIlroy's employer should the Group dispose of the toiletries business. This bonus is 10% of the proceeds of a complete disposal should the sale price exceed £1.5m, or of a partial disposal should the sale price exceed £0.5m and be for not more than 1/3 of the book value of the net assets of the Group so disposed.

The contract for Mr Johnson's services as a manager provides for a performance bonus payment to Mr Johnson's employer (Carty Johnson Ltd) should the Group achieve profitability, on a scale of 12½% of the pre-tax audited profits up to £50,000, 7½% of pre-tax audited profits between £50,001 and £100,000 and 5% of pre-tax audited profits in excess of £100,000.

Executive share option scheme

The policy of the Company is to grant options to executive directors and other senior managers as an incentive to enhance shareholder value. Those options held by members of the Board are exercisable at 2p per share, between 23 February 2014 and 22 February 2021.

Directors' remuneration report

continued

Further detail of share options held by directors is given below, and of all options granted by the Company in note 23 (Share Based Payments) of the Annual Report.

Pension arrangements

The Company does not make any pension arrangements or contributions for the directors.

Benefits

William Glencross is a member of the Group's medical scheme.

Service contracts

It is the Company's policy that service contracts for the executive directors are for an indefinite period, terminable by either party with a maximum period of notice of 12 months. Any payments in lieu of notice should not exceed the director's salary or fees for the unexpired term of the notice period. Within that policy, information relating to individual directors is scheduled below:

Name of Director	Date of service contract	Date contract last amended	Notice period
WO McIlroy (executive contract)	6 Feb 2003		12 months
WO McIlroy (director's contract with employer)	16 Jan 2002		12 months
BJM Johnson (director's contract)	16 Jan 2002		12 months
BJM Johnson (manager's contract with employer)	16 Jan 2002	20 Mar 2003	12 months
MT Carney (non-executive)	29 Nov 1999	1 Jan 2002	None
NDJ O'Shea (non-executive)	5 Jul 2001		None
WT Glencross (non-executive)	31 Jul 2005	1 Sep 2006	None

Non-executive directors

The fees for non-executive directors are reviewed annually and determined in the light of market practice and with reference to the time commitment and responsibilities associated with each non-executive director's role and responsibilities.

Non-executives' fees are determined within the overall aggregate limit of £40,000 authorised by the Company's Articles of Association. The board as a whole considers the policy and structure for the non-executive directors' fees on the recommendation of the Chairman and Chief Executive. The non-executive directors do not participate in discussions on their specific levels of remuneration.

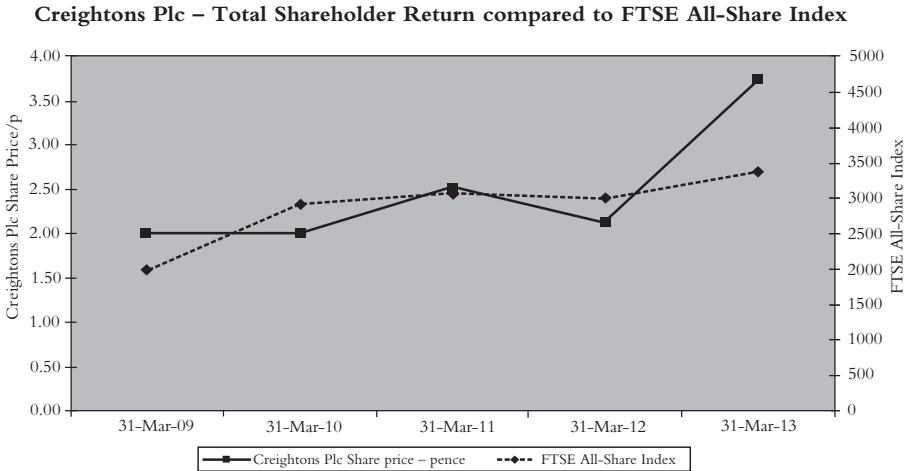
Directors' remuneration report

continued

Non-executive directors may not be granted share options nor participate in any performance bonus, and are not eligible for pension contributions. The fees paid for non-executive directors consist of a flat annual fee based on the involvement each is anticipated to be required to commit to the Group, and both the time commitments and fee basis are reviewed annually. Any additional time commitments over these are paid on a pro rata per diem basis.

Performance graph

The following graph shows the Company's performance, measured by total shareholder return, compared with the FTSE All-Share index, which the directors have always considered the most suitable comparator given the small number of quoted companies of a similar size in the Company's sector and the typical portfolio style of management for most investors, meaning that investments in the Company would be compared against investment portfolios based on FTSE All-Share index performance.



The market price at 31 March 2013 was 3.375p.

Directors' remuneration report

continued

Audited information

Directors' emoluments

Name of Director	Note	Salaries/Fees £000	Bonus £000	Benefits £000	Total 2013 £000	Total 2012 £000
WO McIlroy	1	-	20	-	20	16
MT Carney		8	-	-	8	8
BJM Johnson	2	88	20	-	108	104
NDJ O'Shea	3	12	-	-	12	15
WT Glencross		12	-	1	13	13
Total		120	40	1	161	156

Note

- 1 All payments are made to Mr McIlroy's service company, Lesmac Securities Ltd.
- 2 Mr Johnson earns a salary of £10,000 per annum with all other payments made to his service company, Carty Johnson Limited.
- 3 All payments are made to Mr O'Shea's employer, Saxon Coast Consulting Limited.

All other directors' remuneration is paid direct to the director.

Share options

As at 31 March 2012 and 2013

	Number of shares	Exercise price	Date from which exercisable	Expiry date
WO McIlroy	1,303,275	2.0p	23 February 2014	22 February 2021
BJM Johnson	1,303,275	2.0p	23 February 2014	22 February 2021

All share options have performance criteria which require the share price to have achieved and remained for a period of not less than three consecutive trading days at a premium of at least one third over the share price at the time of grant before they become exercisable.

Pension entitlements

No pension contributions are made in respect of directors.

Directors' remuneration report

continued

Approval

The Directors' remuneration report was approved by the Board of Directors on 4 July 2013 and signed on its behalf by

Nicholas O'Shea

Company Secretary

Remuneration Committee

Directors' responsibility statement

The directors are responsible for preparing the Annual Report and the Financial Statements. The directors are required to prepare financial statements for the Group in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and have also elected to prepare financial statements for the Company in accordance with IFRS. Company law requires the directors to prepare such financial statements in accordance with IFRS, the Companies Act 2006 and Article 4 of the IAS Regulation. 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 for that period.

International Accounting Standard 1 requires that the financial statements present fairly for each financial year the Company's financial position, financial performance and cash flows. This requires the faithful representation of the effects of transactions, other events and conditions in accordance with the definitions and recognition criteria for assets, liabilities, income and expenses set out in the International Accounting Standard Board's Framework for the Preparation and Presentation of Financial Statements. In virtually all circumstances, a fair presentation will be achieved by compliance with all applicable International Financial Reporting Standards. The directors are also required to:

- properly select then apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosure when compliance with the specific requirements in IFRS is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Group's financial position and financial performance; and
- make an assessment of the company's ability to continue as a going concern.

The directors are responsible for maintaining proper 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 its financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

Directors' responsibility statement

continued

Under applicable law and regulations, the directors are also responsible for preparing a Directors' Report, Directors' Remuneration Report and a Corporate Governance Statement that comply with that law and those regulations.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Directors' responsibility statement pursuant to DTR4

Each of the directors confirms to the best of their knowledge that:

- The Group and Company financial statements in this report have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU, IFRIC interpretations, Companies Act 2006 applicable to companies reporting under IFRS and give a true and fair view of the assets, liabilities, financial position and profit or loss of the issuer and the undertakings included in the consolidation; and
- The contents of this report include a fair review of the development and performance of the business and the position of the Company and the Group taken as a whole, together with a description of the principal risks and uncertainties that they face.

Approval

The Directors' Responsibility Statement was approved by the Board of Directors on 4 July 2013 and signed on its behalf by

Nicholas O'Shea
Company Secretary

Independent auditor's statement

to the members of Creightons plc

We have examined the summary annual report for the year ended 31 March 2013 which are set out on pages 15 to 18.

This report is made solely to the Company's members, as a body, in accordance with section 428 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 statement 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 statement, or for the opinions we have formed.

Respective responsibilities of directors and auditor

The directors are responsible for the preparation of the summarised annual report in accordance with applicable United Kingdom law.

Our responsibility is to report to you on the consistency of the summary annual report with the full financial statements and the Directors' Remuneration Report, and its compliance with the relevant requirements of section 428 of the Companies Act 2006 and the regulations made thereunder.

We also read the other information contained in the summarised annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the full annual financial statements. The other information we read in this context comprises only the Chairman's statement.

We conducted our work in accordance with Bulletin 2008/3 'The auditor's statement on the summary financial statement' issued by the Auditing Practices Board. Our report on the company's full annual financial statements describes the basis of our audit opinions on those financial statements and the Directors' Remuneration Report.

Opinion

In our opinion the summary annual report is consistent with the full annual financial statements and the Directors' Remuneration Report of Creightons plc for the year ended 31 March 2013 and complies with the applicable requirements of section 428 of the Companies Act 2006, and the regulations made thereunder.

CHANTREY VELLACOTT DFK LLP
Chartered Accountants and Statutory Auditor
London

4 July 2013

Directors' statement

The auditor has issued unqualified reports on the full annual financial statements, the auditable part of the directors' remuneration report and on the consistency of the directors' report with those annual financial statements. Their report on the full annual financial statements and the auditable part of the directors' remuneration report contained no statement under sections 498(2) or 498(3) of the Companies Act 2006.

Consolidated income statement

	Year ended 31 March 2013 £'000	Year ended 31 March 2012 £'000
Revenue	17,326	16,333
Cost of sales	(9,902)	(9,461)
Gross profit	7,424	6,872
Distribution costs	(763)	(686)
Administrative expenses	(6,328)	(5,929)
Operating profit	333	257
Finance costs	(31)	(34)
Profit before tax	302	223
Taxation	-	-
Profit for the period from continuing operations	302	223
Earnings per share		
Basic	0.55p	0.41p
Diluted	0.51p	0.37p

The loss of the parent company was £3,000 (2012: nil).

Consolidated balance sheet

	31 March 2013 £'000	31 March 2012 £'000
Non-current assets		
Goodwill	343	346
Other intangible assets	295	262
Property, plant and equipment	525	556
	1,163	1,164
Current assets		
Inventories	3,526	3,271
Trade and other receivables	2,811	3,040
Cash and cash equivalents	18	106
	6,355	6,417
Total assets	7,518	7,581
Current liabilities		
Trade and other payables	2,219	2,604
Obligations under finance leases	19	19
Bank overdrafts and loans	892	838
	3,130	3,461
Net current assets	3,225	2,956
Non-current liabilities		
Obligations under finance leases	48	67
Total liabilities	3,178	3,528
Net assets	4,340	4,053

Consolidated balance sheet

continued

	31 March 2013 £000	31 March 2012 £000
Equity		
Share capital	545	545
Share premium account	1,231	1,231
Other reserves	38	38
Share-based payment reserve	51	44
Translation reserve	(55)	(33)
Retained earnings	2,530	2,228
Total equity attributable to the equity shareholders of the parent company	4,340	4,053

The Summary Financial Statements on pages 15 to 18 were approved by the board of directors and authorised for issue on 4 July 2013. They were signed on its behalf by:

Bernard Johnson
Managing Director

Consolidated cash flow statement

	Year ended 31 March 2013 £000	Year ended 31 March 2012 £000
Net cash inflow from operating activities	306	339
Cash flow from investing activities		
Purchase of property, plant and equipment	(97)	(308)
Expenditure on intangible assets and goodwill	(334)	(333)
Net cash used in investing activities	(431)	(641)
Cash flow from financing activities		
Repayment of finance lease obligations	(19)	(18)
New finance lease	–	97
Proceeds of share issue	–	4
Increase in bank loans and invoice finance facilities	54	227
Net cash generated from financing activities	35	310
Net (decrease)/increase in cash and cash equivalents	(90)	8
Cash and cash equivalents at start of period	106	96
Effect of foreign exchange rate changes	2	2
Cash and cash equivalents at end of period	18	106

Notice of meeting

Notice is hereby given that the Annual General Meeting of the Company will be held at the offices of Potter & Moore Innovations Ltd, 1210 Lincoln Road, Peterborough, PE4 6ND on 14 August 2013 at 12:00 noon in order to consider and, if thought fit, pass the following resolutions:

1. To receive and consider the Company's financial statements and reports of the directors and auditor for the year ended 31 March 2013.
2. To receive and approve the directors' remuneration report for the year ended 31 March 2013.
3. To reappoint Mr William McIlroy retiring by rotation under the provisions of Article 103 of the Articles of Association, as a director of the Company.
4. To reappoint Mr Nicholas O'Shea retiring by rotation under the provisions of Article 103 of the Articles of Association, as a director of the Company.
5. To reappoint Chantrey Vellacott DFK LLP as auditor and to authorise the directors to determine their remuneration.
6. As an ordinary resolution:

“That, in terms of Article 20 of the Company's Articles of Association, the directors of the Company be and they are hereby generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot relevant securities (within the meaning of the said section 551) of the Company up to an aggregate nominal value of £181,596.25 (representing approximately 33.3% of the current issued ordinary share capital) provided that this authority shall expire on the date of the next annual general meeting of the Company after the passing of this resolution or, if earlier, fifteen months after the passing of this resolution unless previously renewed, varied or revoked by the Company in general meeting and provided that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired, this authority to replace any existing like authority given prior to the date hereof which is hereby revoked with immediate effect.”
7. As a special resolution:

“That, without prejudice to any existing powers in terms of Article 21 of the Company's Articles of Association, the directors of the Company be and they are hereby empowered pursuant to

Notice of meeting

continued

section 570 of the Companies Act 2006 to allot equity securities (within the meaning of section 560 of the said Act) for cash pursuant to the authority conferred upon them by section 551 of the said Act by resolution 6 above as if section 561(I) of the said Act did not apply to any such allotment provided that this power shall be limited:

- (a) to the allotment of equity securities in connection with an offer or issue to or in favour of ordinary shareholders on the register on a date fixed by the directors where the equity securities respectively attributable to the interest of all ordinary shareholders are proportionate (as nearly as may be) to the respective numbers of ordinary shares held by them on that date but the directors may make such exclusions or other arrangements as they consider expedient in relation to fractional entitlements, legal or practical problems under the laws in any territory or the requirements of any regulatory body or stock exchange; and
- (b) to the allotment (otherwise than pursuant to sub-paragraph (a) above) of equity securities up to an aggregate nominal value of £27,239.44 (representing approximately 5% of the current issued ordinary share capital);

and shall expire on the earlier of the date which is fifteen months after the date of the passing of this resolution and the date of the next annual general meeting of the Company after the passing of this resolution save that the Company may before such expiry make an offer or agreement which would or might require securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such an offer or agreement as if the powers conferred hereby had not expired and so that all previous authorities of the directors pursuant to section 95 of the said Act be and are hereby revoked.”

8. As a special resolution:

“That the Company be and is hereby generally and unconditionally authorised pursuant to section 701 of the Companies Act 2006 to make market purchase (as defined in section 693(4) of the said Act) of its own ordinary shares of 1p each (“Ordinary Shares”) in such a manner and on such terms as the directors may from time to time determine provided that:

- (a) the authority hereby conferred shall expire on the earlier of the date which is fifteen months after the date of the passing of this resolution and the conclusion of the next Annual General Meeting of the Company after the passing of this resolution unless renewed or extended prior to or at such meeting, except that the Company may before the expiry of such authority make any contract of purchase of Ordinary Shares which will or might be completed wholly or partly after such expiry and to purchase Ordinary Shares in pursuance of such contract as if the authority conferred hereby had not expired;

Notice of meeting

continued

- (b) the maximum number of Ordinary Shares hereby authorised to be purchased shall not exceed 2,723,944 Ordinary Shares (representing 5% of the Company's issued share capital as at 1 July 2013); and
- (c) the maximum price which may be paid for each Ordinary Share pursuant to this authority hereby conferred is an amount equal to 105% of the average of the middle market quotations for Ordinary Shares (derived from The London Stock Exchange Daily Official List) for the five business days prior to the date of purchase and the minimum price of 1p.

By order of the board

Nicholas DJ O'Shea
Company Secretary

1210 Lincoln Road
Peterborough PE4 6ND

4 July 2013

Notice of meeting

continued

Notes

1. Holders of ordinary shares, or their duly appointed representatives, are entitled to attend and vote at the AGM. Shareholders are entitled to appoint a proxy to exercise all or any of their rights to attend and speak and vote on their behalf at the meeting. A shareholder can appoint the Chairman of the meeting or anyone else to be his/her proxy at the meeting. A proxy need not be a shareholder. More than one proxy can be appointed in relation to the AGM provided that each proxy is appointed to exercise the rights attached to a different ordinary share or shares held by that shareholder. To appoint more than one proxy, the Proxy Form should be photocopied and completed for each proxy holder. The proxy holder's name should be written on the Proxy Form together with the number of shares in relation to which the proxy is authorised to act. The box on the Proxy Form must also be ticked to indicate that the proxy instruction is one of multiple instructions being given. All Proxy Forms must be signed and, to be effective, must be lodged with the company's registrar so as to arrive not later than 48 hours before the time of the meeting, or in the case of an adjournment 48 hours before the adjourned time.
2. The return of a completed Proxy Form will not prevent a shareholder attending the AGM and voting in person if he/she wishes to do so.
3. Nominated persons (a) Any person to whom this Notice is sent who is a person nominated under section 146 of the Companies Act 2006 to enjoy information rights (a Nominated Person) may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the General Meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights. (b) The statement of the rights of shareholders in relation to the appointment of proxies in paragraph (1) above does not apply to Nominated Persons. The rights described in that paragraph can only be exercised by the shareholders of the Company.
4. Only shareholders whose names appear on the register of members of the Company as at 48 hours before the time of the meeting shall be entitled to attend the AGM either in person or by proxy and the number of ordinary shares then registered in their respective names shall determine the number of votes such persons are entitled to cast on a poll at the AGM.
5. The statement of the rights of shareholders in relation to the appointment of proxies in note 1 does not apply to Nominated Persons. The rights described in that note can only be exercised by shareholders of the Company.

Notice of meeting

continued

6. As at 1 July 2013, being the latest practicable date prior to the publication of this document, the Company's issued share capital consists of 54,478,876 ordinary shares, carrying one vote each. Therefore the total voting rights in the Company as at 1 July 2013 are 54,478,876.
7. In accordance with Regulation 41 of the Uncertificated Securities Regulations 2001, only those members entered on the Company's register of members at 6:00 pm on the day which is two days before the day of the meeting or, if the meeting is adjourned, shareholders entered on the Company's register of members at 6:00 pm on the day two days before the date of any adjournment shall be entitled to attend and vote at the meeting.
8. Any member attending the meeting has the right to ask questions. The Company has to answer any questions raised by members at the meeting which relate to the business being dealt with at the meeting unless:
 - to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information; or
 - the answer has already been given on a website in the form of an answer to a question; or
 - it is undesirable in the interests of the Company or the good order of the meeting to answer the question.
9. Copies of the director's service contracts and letters of appointment are available for inspection at the registered office of the Company during normal business hours on any business day and will be available for inspection at the place where the meeting is being held from 15 minutes prior to and during the meeting.
10. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided they do not do so in relation to the same shares.
11. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
12. To be valid any proxy form or other instrument appointing a proxy must be:
 - completed and signed;
 - sent or delivered to Capita Registrars, PXS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU; and
 - received by Capita Registrars no later than 12:00 noon on 12 August 2013.

A copy of this notice, and other information required by S311A of the Companies Act 2006, can be found at www.creightonsplc.com

Contact information and useful information

Directors

William O McIlroy	<i>Executive Chairman and Chief Executive</i>
Bernard JM Johnson	<i>Managing Director</i>
William T Glencross	<i>Non-executive Director</i>
Mary T Carney	<i>Non-executive Director</i>
Nicholas DJ O'Shea	<i>Non-executive Director</i>

Company Secretary

Nicholas DJ O'Shea, BSc ACMA CGMA

Registered Office and number

1210 Lincoln Road
Peterborough
PE4 6ND
Registered in England & Wales No 1227964

Registrars

Should you require information on your shareholding please contact our registrars at:

Capita Registrars Limited
Northern House
Woodsome Park
Fenay Bridge
Huddersfield
HD8 0GA

Telephone: UK 0871 664 0300 (Calls cost 10 pence per minute plus network extras)
Outside UK +44 (0) 208 639 3399
Lines are open Monday to Friday 9:00 am to 5:30 pm

Email: ssd@capitaregistrars.com

visit us at...

CORPORATE:

www.creightonsplc.com

RETAIL:

www.beautyatcreightons.com

BUSINESS TO BUSINESS:

www.pm-innovations.com

BRANDS:

www.argangoldhaircare.com

www.ashworthandclaire.com

www.beautiful-brunette.com

www.bronze-ambition.com

www.miamoo.co.uk

www.amieskincare.com

www.naturalgroomingco.com

www.perfect-hair.org

www.potterandmoore.com

www.realshaving.com

www.stjamesoflondon.com

www.groomed.uk.com

www.sunshine-blonde.com

www.twistedsista.com



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