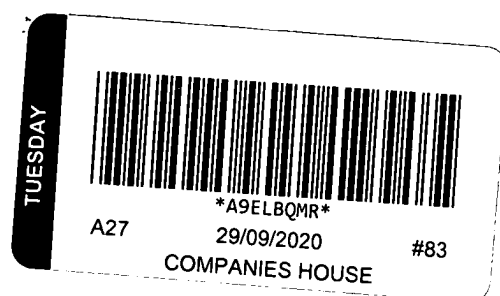


## Domino's Leasing Limited

Report and Financial Statements

29 December 2019



# Contents

52 weeks ended 29 December 2019

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Domino's Leasing Limited

## Company Information

52 weeks ended 29 December 2019

### Directors

D Telford  
N R Smith  
A J Bushnell

### Secretary

A J Bushnell

### Independent auditors

PricewaterhouseCoopers LLP  
One Chamberlain Square  
Birmingham  
B3 3AX

### Registered office

1 Thornbury  
West Ashland  
Milton Keynes  
Buckinghamshire  
MK6 4BB  
United Kingdom

Domino's Leasing Limited is a private company registered in England & Wales, limited by shares.

## Directors' report

52 weeks ended 29 December 2019

The directors present their report and financial statements for the period ended 29 December 2019.

### Results and dividends

The profit for the year amounted to £nil (2018: £659). The directors do not recommend the payment of any dividends (2018: £nil).

### Principal activities of the business

The Company has ceased trading and therefore no longer has any principal activities.

### Directors

The current directors are shown on page 2. There were the following changes during the period:

D G Bauernfeind                      Deceased 26 December 2019

Following the year end there have been the following changes:

D Wild                                      Resigned 1 May 2020

D Telford                                  Appointed 1 May 2020

N R Smith                                Appointed 1 May 2020

The directors had no interest, as defined by the Companies Act 2006, in the share capital of the company at any time during the year.

N R Smith is a current director and D Wild and D Bauernfeind were directors of Domino's Pizza Group plc, the ultimate parent company and details of their interests therein are shown in the directors' report of that company for the year ended 29 December 2019.

### Disclosure of information to auditor

The directors who were members of the board at the time of approving the directors' report are listed on page 2. Having made enquiries of fellow directors and of the Company's auditors, each of these directors confirms that:

- to the best of each director's knowledge and belief, there is no information (that is, information needed by the Company's auditors in connection with preparing their report) of which the Company's auditors are unaware; and
- each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the Company's auditors are aware of that information.

### Special provisions

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 414B and 415A of the Companies Act 2006.

### Financial instruments

The company's principal financial instruments are finance leases and trade creditors.

The financial instruments are principally in place to finance equipment leased to customers.

The company has not entered into any derivative transactions such as interest rate swaps or financial foreign currency contracts. The main risks arising from the company's financial instruments are cash flow interest rate risk, fair value interest rate risk and credit risk. In view of the low level of foreign currency transactions the Board does not consider there to be any significant foreign currency risks.

Due to the nature of customers, all of whom are franchisees, the franchisee selection process is sufficiently robust to ensure an appropriate credit verification procedure. In addition, balances are monitored on an ongoing basis with the result that the company's exposure to bad debts is not significant. Since the Company (Domino's Pizza Group plc and its subsidiaries) trades only with franchisees that have been subject to the franchisee selection process there is no requirement for collateral.

## Directors report (continued)

52 weeks ended 29 December 2019

### Financial risk management objectives and policies

The Company's financial risk management objectives consist of identifying and monitoring risks which might have an adverse impact on the value of the its financial assets and liabilities, reported profitability or cash flows.

The main risks are foreign currency risk, interest rate risk, liquidity risk and credit risk. The Board of Domino's Pizza Group plc reviews and agrees policies for managing each of these risks and these are shared with the Directors of the Company. Each of the risks is summarised below.

The Company has various financial assets such as trade receivables and cash, which arise directly from its operations. The Company's principal financial liabilities comprise bank revolving credit and overdraft facilities.

The Company has not entered into any derivative transactions such as interest rate swaps or foreign currency contracts. The Group's Treasury Policy, which applies to the Company allows it to trade in derivatives to manage commodity risk as well as foreign exchange and interest rate risks.

#### **Foreign currency risk**

The Company is not currently exposed to foreign exchange.

#### **Interest rate risk**

Interest rate risk is the risk that movement in the interbank offered rates increase causing finance costs to increase. The Company does not have any external loans and therefore is not exposed to interest rate risk.

#### **Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its obligations as they fall due.

To manage liquidity risk, the Company prepares short-term, medium-term and long-term forecasts, including cash flow, which are reviewed regularly and challenged. These forecasts are consolidated with the Group's other operations to ensure the Group has sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions without risking damage to the Group's reputation. All major investment decisions are considered by the Directors of the Company as part of the project appraisal and approval process.

The Company has the support of the Group, which has access to the £350.0m syndicated RCF which matures in December 2023 and also has access to Sterling overdrafts which were undrawn at 29 December 2019 (2018: undrawn).

#### **Credit risk**

Credit risk is the risk of financial loss if a customer or counterparty to a financial asset or liability fails to meet its contractual obligations. No expected credit loss impairment has been recognised (2018: nil) in respect of balances due from franchisees in light of the very low historic incidence of franchisee related credit losses.

Credit risk relating to cash and cash equivalents is controlled by limiting counterparties to those that have been Board approved and have high credit ratings. The long-term credit rating of the Group's cash and cash equivalents counterparties is A or higher. As such, no expected credit loss impairment has been recognised in respect of cash and cash equivalents (2018: nil).

Specific credit reviews of the counterparties to the other financial assets held have not revealed any significant risk of credit loss (2018: nil).

Credit risk is factored in the measurement approach for all financial assets held at fair value, such that their carrying value includes any expected credit loss impairment.

### Directors responsibility statement

The directors are responsible for preparing the Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", 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 of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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 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.

## Directors report (continued)

52 weeks ended 29 December 2019

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.

### Directors' confirmations

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have 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.

### Going Concern

The Company has net current liabilities of £6,839. The Directors have considered the going concern position of the Company based on the Company's current financial position, together with consideration of the overall position of Domino's Pizza Group plc ("the Group").

The Company is a trading subsidiary of the Group, and therefore the position of the Company is directly related to the overall position of the Group. The Group company has confirmed that they will offer support to the Company for a minimum of twelve months from the date of signing these accounts.

The directors of the Group have performed an assessment of the overall position and future forecasts for the purposes of going concern in light of the current environment. The overall Group has continued trading in the UK and international markets throughout the COVID-19 period. In the UK, sales growth has been strong during the first half of the year, especially over the initial lockdown period. This increase in sales growth has been offset with additional costs incurred in ensuring continued trade. The Directors of the Group have considered the future position based on current trading and a number of potential downside scenarios which may occur, either through further COVID-19 related impacts, general economic uncertainty and other risks. This assessment has considered the overall level of Group borrowings and covenant requirements, the flexibility of the Group to react to changing market conditions and ability to appropriately manage any business risks. Based on this assessment, the Directors of the Group have formed a judgement that there is a reasonable expectation the Group will have adequate resources to continue in operational existence for the foreseeable future.

On the basis of the above, the Directors of the Company have, both through consideration of the Company's financial position and the position of the Group, a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future.

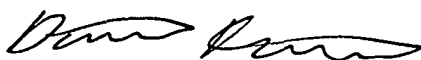
### Directors' and officers' liability insurance

The Company maintains insurance against certain liabilities, which could arise from a negligent act or a breach of duty by its directors and officers in the discharge of their duties.

### Independent auditors

Following a tender process, a resolution to appoint PricewaterhouseCoopers LLP was passed at the 2019 Domino's Pizza Group plc annual general meeting. Accordingly, we have appointed PricewaterhouseCoopers LLP to replace Ernst and Young LLP.

On behalf of the board



D Telford  
Director

10 July 2020

## ***Independent auditors' report to the members of Domino's Leasing Limited***

### **Report on the audit of the financial statements**

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#### **Opinion**

In our opinion, Domino's Leasing Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 29 December 2019 and of its result for the 52 week period (the "period") then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Report and Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 29 December 2019; the Statement of comprehensive income and the statement of changes in equity for the 52 week period then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

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#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Independence**

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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#### **Conclusions relating to going concern**

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

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

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#### **Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

#### **Directors' Report**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the period ended 29 December 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

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## **Responsibilities for the financial statements and the audit**

### *Responsibilities of the directors for the financial statements*

As explained more fully in the Directors responsibility statement, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

### *Auditors' 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 auditors' 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 FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

### *Use of this report*

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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## **Other required reporting**

### **Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

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## **Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

*Sarah Phillips*

Sarah Phillips (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Birmingham  
10 July 2020



## Statement of comprehensive income

52 weeks ended 29 December 2019


		52 weeks ended 29 December 2019 Total £	52 weeks ended 30 December 2018 Total £
	Notes		
Revenue		-	659
Cost of sales		-	-
<b>Gross profit</b>		-	<b>659</b>
Administrative costs		-	-
<b>Profit before taxation</b>		-	<b>659</b>
Taxation	4	-	-
<b>Profit for the period</b>		-	<b>659</b>
Other comprehensive income		-	-
<b>Total comprehensive income for the period</b>		-	<b>659</b>

**Balance sheet**

As at 29 December 2019

	Notes	At 29 December 2019 £	At 30 December 2018 £
<b>Current assets</b>			
Trade and other receivables	5	6,839	28,774
<b>Total assets</b>		<b>6,839</b>	<b>28,774</b>
<b>Current liabilities</b>			
Trade and other payables	6	-	(21,935)
<b>Total liabilities</b>		<b>-</b>	<b>(21,935)</b>
<b>Net assets</b>		<b>6,839</b>	<b>6,839</b>
<b>Shareholders' equity</b>			
Called up share capital	8	25,000	25,000
Accumulated losses		(18,161)	(18,161)
<b>Total shareholders' funds</b>		<b>6,839</b>	<b>6,839</b>

The financial statements on pages 11 to 14 of Domino's Leasing Limited (Registered No: 01950021) were approved by the Board on 10 July 2020 and signed on its behalf by



**D Telford**  
**Director**

# Statement of changes in equity

52 weeks ended 29 December 2019

	Called up share capital £	Accumulated losses £	Equity shareholders' funds £
<b>At 31 December 2017</b>	<b>25,000</b>	<b>(18,820)</b>	<b>6,180</b>
Profit for the period	-	659	659
Total comprehensive income for the period	-	659	659
<b>At 30 December 2018</b>	<b>25,000</b>	<b>(18,161)</b>	<b>6,839</b>
Profit for the period	-	-	-
Total comprehensive income for the period	-	-	-
<b>At 29 December 2019</b>	<b>25,000</b>	<b>(18,161)</b>	<b>6,839</b>

# Notes to the financial statements

52 weeks ended 29 December 2019

## 1. Accounting policies

The financial statements of Domino's Leasing Limited were approved for issue by the Board of Directors on 10 July 2020.

Domino's Leasing Limited ('the Company') is a company limited by shares incorporated and domiciled in the United Kingdom. The address of its registered office and principal place of business is disclosed in the Company information.

These financial statements were presented in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards under the historic cost convention.

The Company's financial statements are presented in pounds sterling (£), which is also the Company's functional currency. The Company's financial statements are individual entity financial statements.

### **Basis of preparation**

The Company has taken advantage of the following disclosure exemptions under FRS 101 in respect of:

- a) the requirements of IFRS 7 Financial Instruments: Disclosures
- b) the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- c) the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
  - (i) paragraph 79(a)(iv) of IAS 1;
- d) the requirements of paragraphs 10(d), 10(f), 16, 38(a), 38(b), 38(c), 38(d), 40(a), 40(b), 40(c), 40(d), 111 and 134-136 of IAS 1 Presentation of Financial Statements;
- e) the requirements of IAS 7 Statement of Cash Flows;
- f) the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- g) the requirements of paragraph 17 and 18(a) of IAS 24 Related Party Disclosures;
- h) the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member; and
- i) the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets
- j) The requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers

The basis for all of the above exemptions is because equivalent disclosures are included in the consolidated financial statements of the group in which the entity is consolidated, Domino's Pizza Group plc.

The financial statements have been prepared on a going concern basis as the ultimate controlling undertaking and fellow group undertakings have confirmed that they will provide financial support to enable the company to meet its financial obligations, as they fall due. Accounting policies have been applied consistently.

### **Key sources of estimation and assumption uncertainty**

During the period there were no judgements or estimation uncertainty.

### **Income Taxes**

Current tax assets and liabilities are measured at the amount expected to be recovered or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised using the liability method, providing for temporary differences between the tax bases and the accounting bases of assets and liabilities. Deferred tax is calculated on an undiscounted basis at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised, based on tax rates and laws enacted or substantively enacted at the balance sheet date. Deferred tax liabilities are recognised for all temporary differences, with the following exceptions:

- where the temporary difference arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future; and
- deferred tax assets are recognised only to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carried forward tax credits or losses can be utilised.

## Notes to the financial statements (continued)

52 weeks ended 29 December 2019

### 1. Accounting policies (continued)

#### **Income Taxes (continued)**

Tax is charged or credited to the income statement, except when it relates to items charged or credited directly to other comprehensive income or to equity, in which case the income tax is also dealt with in other comprehensive income or equity respectively.

Deferred tax assets and liabilities are offset against each other when the Company has a legally enforceable right to set off current tax assets and liabilities and the deferred tax relates to income taxes levied by the same tax jurisdiction on either the same taxable entity, or on different taxable entities which intend to settle current tax assets and liabilities on a net basis or to realise the assets and settle the liabilities simultaneously in each future period in which significant amounts of deferred tax liabilities are expected to be settled or recovered.

#### **Trade and other receivables**

Trade receivables, which generally have seven to 28-day terms, are recognised and carried at the lower of their original invoiced value and recoverable amount. Provision is made when it is likely that the balance will not be recovered in full. Balances are written off when the probability of recovery is considered remote.

#### **Derecognition of financial assets and liabilities**

A financial asset or liability is generally derecognised when the contract that gives rise to it is settled, sold or cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, such that the difference in the respective carrying amounts together with any costs or fees incurred are recognised in profit or loss.

## Notes to the financial statements (continued)

52 weeks ended 29 December 2019

### 2. Auditors' remuneration

Auditors' remuneration of £4,000 (2018: £12,000) has been borne by the parent company.

### 3. Director's remuneration

No salaries have been paid to directors during the year (2018: £nil). The directors were remunerated by Domino's Pizza UK & Ireland Limited and Domino's Pizza Group plc. The directors do not believe that it is practicable to apportion this amount between their services as directors of the company and their services as directors of other fellow Group companies.

### 4. Taxation

#### (a) Tax on profit

	Total	
	52 weeks ended 29 December 2019 £	52 weeks ended 30 December 2018 £
<b>Tax charged in the income statement</b>		
Current income tax:		
UK corporation tax:		
– current period	-	-
<b>Total current income tax charge</b>	-	-

#### b) Reconciliation of the total tax charge

The tax expense in the income statement for the 52 weeks ended 29 December 2019 is equal to (2018: lower) than the statutory corporation tax rate of 19.00% (2018: 19.00%). The differences are reconciled below:

	52 weeks ended 29 December 2019 £	52 weeks ended 30 December 2018 £
Profit before taxation	-	659
Result multiplied by the UK statutory rate of corporation tax of 19.00% (2018: 19.00%)	-	125
Group relief claimed and not paid for	-	(125)
Capital Allowances in excess of depreciation	-	(4,083)
Group relief surrendered for nil considerations	-	4,083
<b>Total tax expense reported in the income statement</b>	-	-

# Notes to the financial statements (continued)

52 weeks ended 29 December 2019

## 5. Trade and other receivables

Included in current assets:

	At 29 December 2019 £	At 30 December 2018 £
Amounts owed by Group undertakings	6,839	28,774
	6,839	28,774

In the prior period Amounts owed to group undertakings was incorrectly classified as 'Other receivables'. This has been reclassified to Amounts owed by group undertakings for the current and prior period.

## 6. Trade and other payables

	At 29 December 2019 £	At 30 December 2018 £
<b>Current</b>		
Included in current liabilities:		
Amounts owed to Group undertakings	-	21,935
	-	21,935

## 7. Called up share capital and reserves

### Authorised share capital

### Allotted, called up and fully paid share capital

	At 29 December 2019		At 30 December 2018	
	Number	£	Number	£
Ordinary shares of £1 each	25,000	25,000	25,000	25,000

## 8. Ultimate parent company and controlling party

In the opinion of the Directors, the immediate parent Company and controlling party is Domino's Pizza Group plc, a Company incorporated in England and Wales.

The smallest and largest group for which group financial statements are drawn up, and of which the Company is a member, is Domino's Pizza Group plc. Copies of the financial statements of Domino's Pizza Group plc may be obtained from its registered office, 1 Thornbury, West Ashland, Milton Keynes, MK6 4BB