Company Registration No.03847921

CURRYS RETAIL GROUP LIMITED (formerly DIXONS RETAIL GROUP LIMITED)

Annual Report and Financial Statements
year ended 29 April 2023

WEDNESDAY



A3 31/01/2024
COMPANIES HOUSE

#85

CURRYS RETAIL GROUP LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS 2023

CONTENTS	Page
Officers and professional advisers	1
Strategic report	2
Directors' report	4
Directors' responsibilities statement	6
Profit and loss account	7
Balance sheet	8
Statement of changes in equity	9
Notes to the financial statements	10

CURRYS RETAIL GROUP LIMITED OFFICERS AND PROFESSIONAL ADVISERS

Directors

	Date of appointment	Date of resignation
A Eddles		19 July 2022
K Jamieson		1 November 2022
S Semon	8 July 2022	
D Thompson	10 October 2022	
R Lester	16 November 2023	

Company Secretary

S Thomas

Registered office

1 Portal Way London W3 6RS United Kingdom

CURRYS RETAIL GROUP LIMITED STRATEGIC REPORT

This Strategic Report has been prepared for Currys Retail Group Limited (formerly Dixons Retail Group Limited) ("the Company")) and in preparing this Strategic Report the directors of the Company ("Directors") have complied with s.414C of the Companies Act 2006.

PRINCIPAL ACTIVITY

The Company is the holding company of a group of subsidiaries whose principal activities are the retail sale of high technology consumer electronics, personal computers, domestic appliances, photographic equipment, communications products and related financial and after-sales services. The Company's subsidiaries also undertake business to business sales in the computer and communication sectors and provide financial and after-sales services and investment in other Currys Retail Group Limited subsidiary companies. The Directors anticipate that these activities and the financial position of the Company will be maintained.

BUSINESS REVIEW AND RESULTS

Objective and strategy

The objective of the Company is to deliver value to its shareholders.

Results and financial position

The results of the Company are shown on page 7 and comprise mainly interest on loans with Currys plc Group companies. The assets of the Company comprise mainly investments in its subsidiary company. The financial position of the Company at the year-end was satisfactory.

During the year, the Company received no dividends from subsidiary companies (2021/22: £nil).

Principal risks to achieving the Company's objective

The Company is a wholly-owned subsidiary of Currys plc. From the perspective of the Directors, the principal risks and uncertainties are integrated with the principal risks of the Group and are not managed separately. The review of the business of Currys plc and its subsidiaries, which provides a comprehensive analysis of the main trends and factors likely to affect the development, performance and position of the business, can be found on pages 66 to 72 of the Currys plc Annual Report and Accounts 2022/23.

The principal risks and uncertainties specific to the Company are set out below:

(i) Impairment risk

The main assets held by the Company are its investments in companies which carry out the operations of the Group. The Group has established processes and procedures to assess and direct the financial and operational performance, and strategic direction of these businesses. These investments are assessed for impairment by the Directors on an annual basis or when there is an indicator of impairment.

(ii) Interest rate risk

Due to the nature of the Company's business and the assets and liabilities contained within the Company's balance sheet, the main financial risk is interest rate risk. Funding for all subsidiaries of Currys, including the Company, is arranged centrally. The Group regularly monitors interest rate risk and the Company does not trade or speculate in any financial instruments.

CURRYS RETAIL GROUP LIMITED STRATEGIC REPORT continued

Corporate Governance

The ultimate parent company, Currys plc, operates a robust corporate governance structure whereby trading divisions of the group as a whole are managed by separate management teams. The Board of Currys plc has established five committees; Audit, Remuneration, Nominations, Disclosure and Environment, Social and Governance and the remit of these includes all subsidiaries in the Currys Group. Reports on the operations of these committees are included in the Group's Annual Report and Accounts 2022/23.

Key performance indicators

The Directors of Currys Retail Group Limited manage the Company's operations on a group basis and so the Directors of the Company believe that analysis using key performance indicators for the Company is not necessary for an understanding of the development, performance or position of the business of the Company. The Group's development, performance and position is discussed in the Group's Annual Report and Accounts 2022/23 which does not form part of this report.

Approved by the Board of Directors and signed on its behalf by:

R Lester Director

12 January 2024

Rlest

Registered office: 1 Portal Way London W3 6RS United Kingdom Company Registration No. 03847921

CURRYS RETAIL GROUP LIMITED DIRECTORS' REPORT

The Directors present their annual report on the affairs of the Company with the unaudited financial statements. The financial statements reflect the Company's results for the year ended 29 April 2023 ("the year"). Comparative information is provided for the period ended 30 April 2022.

PRINCIPAL RISKS AND FUTURE DEVELOPMENTS

Details of principal risks and future developments can be found in the Strategic Report and form part of this report by cross-reference.

FINANCIAL RISK MANAGEMENT

Due to the nature of the Company's operations and the assets and liabilities contained within its balance sheet, the main financial risks the Directors consider relevant to the Company are impairment of investments and interest rate risk, which have been detailed in the Strategic Report on page 2.

DIVIDENDS

The Directors recommend that no dividend be paid on ordinary shares during the year (2021/22: £nil).

GOING CONCERN

As further described in note 1 to the financial statements, the Directors have formed a judgement that, at the time of approving the financial statements, there is reasonable expectation that the Company has adequate resources to continue in operation for the foreseeable future as the Company has received commitments from its ultimate parent company that it will provides financial support for a period of at least 12 months to ensure the Company can meet its liabilities as they fall due.

For this reason, the Directors continue to adopt the going concern basis in preparing the financial statements.

DIRECTORS

The Company had qualifying third party indemnity insurance for the benefit of its Directors throughout the period and at the date of the report.

The Directors of the Company during the year and subsequently were:

	Date of appointment	Date of resignation
A Eddles		19 July 2022
K Jamieson		1 November 2022
K Semon	8 July 2022	
D Thompson	10 October 2022	
R Lester	16 November 2023	

DONATIONS

The Company made no charitable or political donations in the year (2021/22: £nil).

CURRYS RETAIL GROUP LIMITED DIRECTORS' REPORT continued

AUDIT EXEMPTION

For the year ended 29 April 2023, the Company was entitled to exemption from audit under Section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities in respect of audit exemption:

- The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with Section 476 of the Companies Act 2006; and
- The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

Approved by the Board of Directors and signed on its behalf by:

R Lester Director

12 January 2024

Rlest

Registered office: 1 Portal Way London United Kingdom W3 6RS

Company Registration No. 03847921

CURRYS RETAIL GROUP LIMITED DIRECTORS' RESPONSIBILITIES STATEMENT

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), including FRS 101 'Reduced Disclosure Framework'. 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 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.

CURRYS RETAIL GROUP LIMITED PROFIT AND LOSS ACCOUNT For the year ended 29 April 2023

	Note	Year ended 29 April 2023 £million	Year ended 30 April 2022 £million
Operating profit	2	-	-
Income from shares in group undertakings Finance costs	3	(34)	(18)
(Loss) before taxation		(34)	(18)
Income tax	5		
(Loss) for the period		(34)	(18)

All operating results are derived from continuing operations in the UK.

There are no other items of comprehensive income or expense other than the loss for the current and preceding periods and therefore no statement of comprehensive income has been presented.

CURRYS RETAIL GROUP LIMITED BALANCE SHEET As at 29 April 2023

Fixed coasts	Note	29 April 2023 £million	30 April 2022 £million
Fixed assets Investments	6	2,094	2,094
	_	2,094	2,094
Current assets Trade and other receivables	7	1	1
	_	1	1
Current liabilities	0	(670)	(629)
Trade and other payables	8	(672) ————————————————————————————————————	<u>(638)</u>
		(672)	(638)
Net current liabilities	_	(671)	(637)
Total assets less current liabilities	_	1,423	1,457
Net assets	-	1,423	1,457
Capital and reserves	•		_
Called up share capital Retained earnings	9	1,423	1,457
Total equity		1,423	1,457

For the year ended 29 April 2023 the Company was entitled to exemption from audit under s. 479A of the Companies Act 2006. No members have required the Company to obtain an audit of its accounts for the period in question in accordance with s.476 of the Companies Act 2006. The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements were approved by the Directors on **12 January 2024** and signed on their behalf by:

R Lester

Riest

Director

Registered office: 1 Portal Way London United Kingdom W3 6RS

Company Registration No. 03847921

CURRYS RETAIL GROUP LIMITED STATEMENT OF CHANGES IN EQUITY For the year ended 29 April 2023

	Note	Called up share capital £million	Retained earnings £million	Total equity £million
As at 1 May 2021		-	1,475	1,475
Total comprehensive loss for the period		_	(18)	(18)
As at 30 April 2022		-	1,457	1,457
Total comprehensive loss for the period			(34)	(34)
At 29 April 2023		<u> </u>	1,423	1,423

1. ACCOUNTING POLICIES

1.1 Basis of preparation

Currys Retail Group Limited (the "Company") is a private company limited by shares incorporated in the United Kingdom and registered in England and Wales under the Companies Act 2006. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the Strategic Report on page 2.

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. Accordingly, the financial statements have therefore been prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council, incorporating the Amendments to FRS 101 issued by the Financial Reporting Council.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to share-based payments, financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash flow statement, standards not yet effective, and related party transactions. Where relevant, equivalent disclosures have been given in the group accounts of Currys plc.

These financial statements are separate financial statements. The Company is exempt from the preparation of consolidated financial statements, because it is included in the group accounts of Currys plc. The group accounts of Currys plc are available to the public and can be obtained as set out in note 10.

The financial statements have been presented in Pound Sterling, the functional currency of the Company derived from the Company's primary economic environment, and on the historical cost basis.

There are no new accounting standards, amendments to standards or IFRIC interpretations which are effective for the Company for the first time during the current financial year ended 29 April 2023 which have had an impact on the Company's results or net assets. Certain other new accounting standards, amendments to existing accounting standards and interpretations which are in issue but not yet effective, either do not apply to the Company or are not expected to have any material impact on the Company's net results or net assets.

The principal accounting policies are set out below.

1.2 Going concern

As further disclosed within the Directors' Report on page 4, the financial statements are prepared under the going concern basis as the Company has received commitments from its ultimate parent company that it will continue to provide the necessary financial support if required to ensure that the Company can meet its liabilities as they fall due for a period of at least 12 months from the date of approval of these financial statements.

After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operation for at least 12 months from the date of approval of these financial statements. Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements.

1.3 Translation of foreign currencies

Transactions in foreign currencies are initially recorded at the rate of exchange prevailing at the transaction date. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rates of exchange ruling at the balance sheet date. Exchange gains and losses arising on settlement or retranslation of monetary assets and liabilities are included in the income statement.

1. ACCOUNTING POLICIES continued

1.4 Tax

Current tax

Current tax is provided at amounts expected to be paid or recovered using the prevailing tax rates and laws that have been enacted or substantively enacted by the balance sheet date and adjusted for any tax payable in respect of previous years.

Deferred tax

Deferred tax liabilities are recognised for all temporary differences between the carrying amount of an asset or liability in the balance sheet and the tax base value and represent tax payable in future periods. Deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Current and deferred tax is recognised in the profit and loss account except where it relates to an item recognised directly in reserves, in which case it is recognised directly in reserves.

Deferred tax is measured at the average tax rates that are expected to apply in the years in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted, or substantively enacted by the balance sheet date.

Deferred tax assets and liabilities are offset against each other when they relate to income taxes levied by the same tax jurisdiction and when the Company intends to settle its current tax assets and liabilities on a net basis. Deferred tax balances are not discounted.

1.5 Non-derivative financial assets

Financial assets are recognised in the Company's balance sheet when the Company becomes party to the contractual provisions of the investment. The Company's financial assets comprise investments in subsidiaries and those receivables which involve a contractual right to receive cash from external parties. Financial assets comprise all items shown in notes 6 and 7.

When the Company recognises a financial asset, it classifies it in accordance with IFRS 9 depending on the Company's intention with regard to the collection, or sale, of contractual cash flows and whether the financial asset's cash flows relate solely to the payment of principal and interest on the principal outstanding. All of the Company's assets measured at amortised cost are subject to impairments driven by the expected credit loss (ECL) model. The Company has adopted the simplified approach to calculate lifetime expected credit losses. Historical credit loss rates are applied consistently to groups of financial assets with similar risk characteristics. These are then adjusted for known changes in, or any forward-looking impacts on creditworthiness.

Financial assets are derecognised when the contractual rights to the cash flows expire, or the Company transfers the financial asset in a way that qualifies for derecognition in accordance with IFRS 9.

Trade and other receivables

Trade and other receivables are initially measured at their transaction price. Where there is a significant financing component, trade and other receivables are discounted at contract inception using a discount rate that is at an arm's length basis and such that would be reflected in a separate financing transaction between the Company and the customer. Other receivables are initially measured at fair value plus transaction costs that are directly attributable to the acquisition or issue of the financial asset. Subsequently, trade and other receivables are measured at amortised cost.

Receivable balances with other Group entities are reviewed for potential impairment based on the ability of the counterparty to meet its obligations. The net current asset / liability position of the entity is considered and where the amount due to the Company is not covered, the estimated cashflows of the counterparty and subsidiary companies with the ability to distribute cash to it are considered.

1. ACCOUNTING POLICIES continued

1.5 Non-derivative financial assets continued

Investments

Investments in subsidiaries are stated at cost less any provision for impairment in value.

Investments are assessed for indicators of impairment at each balance sheet date. If there is objective evidence that the recoverable amount of the investment is less than it's carrying amount, an impairment loss is recognised in profit or loss. This is subject to reversal in future periodsThe recoverable amount of an investment is the higher of its fair value less costs to sell and its value in use

1.6 Non-derivative financial liabilities

The Company's financial liabilities are those which involve a contractual obligation to deliver cash to external parties at a future date. Financial liabilities comprise all items shown in note 8. Financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities (or a part of a financial liability) are derecognised when the obligation specified in the contract is discharged, cancelled or expires. In the event that the terms in which the Company are contractually obliged are substantially modified, the financial liability to which it relates is derecognised and subsequently re-recognised on the modified terms.

Trade and other payables

Trade and other payables are initially recorded at fair value and subsequently measured at amortised cost

1.7 Estimates, judgements and critical accounting policies

Investments in subsidiaries are reviewed annually for impairment by comparing the value in use based on estimated future cash flows to the carrying amount of the investment. Such calculations require judgement relating to the appropriate discount factors and long term growth rates prevalent in a particular market as well as short to medium term cash flow projections. The directors draw upon experience as well as external resources in making these judgements.

2. OPERATING PROFIT

The Company was exempt from audit for the year ended 29 April 2023 and therefore no audit fee was paid or accrued in the current year (2021/22: nil). The Group's auditors received no fees for non-audit services in the current or prior period.

3. FINANCE COSTS

	Year ended 29 April 2023 £million	Year ended 30 April 2022 £million
Interest payable to group undertakings	(34)	(18)
Total finance costs	(34)	(18)

4. EMPLOYEES AND DIRECTORS

The company had no employees during the year (2021/22: 1). Remuneration payments to employees in the prior period were recharged to the Company's subsidiary undertakings, with no charge included in the income statement.

The Directors received no remuneration for services to the Company during the year (2021/22: £nil).

5. TAX

	Year ended 29 April 2023 £million	Year ended 30 April 2022 £million
Current tax UK corporation tax at 19.5% (2021/22: 19%)		
A reconciliation of the notional to the actual income tax expense is set out by	pelow:	
	Year ended 29 April 2023 £million	Year ended 30 April 2022 £million
(Loss) before tax	(34)	(18)
Tax at UK statutory rate of 19.5% (2021/22: 19%) Non-taxible dividend income Tax losses utilised within the Group	(7)	(3)
Income tax expense	-	-

On 24 May 2021 the Finance Bill 2021 passed through all stages in the House of Commons and became substantively enacted, which included a legislative change to increase the rate of corporation tax from 19% to 25% with effect from 1 April 2023.

6. INVESTMENTS

Cost	£million
At 30 April 2022 and 29 April 2023	2,094

Where applicable, asset recoverable amounts have been assessed by calculating the value in use using the Currys Group's future projections and cash flows. The discount rates applied in the current period calculation ranged from 10.8% to 12.5%.

7. TRADE AND OTHER RECEIVABLES

	29 April 2023 £million	30 April 2022 £million
Other debtors	1	1
	1	1

8. TRADE AND OTHER PAYABLES

	29 April 2023 £million	30 April 2022 £million
Amounts due to ultimate parent undertaking Accruals	670 2	635 2
	672	637

Amounts due to the ultimate parent company comprise an unsecured loan repayable on demand with interest, charged at the Bank of England base rate plus 110 basis points, capitalised on a monthly basis.

9. SHARE CAPITAL

	29 April 2023 £million	30 April 2022 £million
Called up and fully paid:		
5,564,000,000 ordinary shares of £0.00001 each	-	-

10. PARENT COMPANY

The Company's immediate parent is Currys Holdings Limited, a company incorporated in Great Britain and which is registered in England and Wales.

The Company's ultimate parent and controlling entity is Currys plc, a company incorporated in Great Britain and which is registered in England and Wales. Currys plc is the parent of the largest and smallest group which includes the Company and for which consolidated financial statements are prepared. Copies of its financial statements may be obtained from its registered office at 1 Portal Way, London W3 6RS.

11. SUBSIDIARY UNDERTAKINGS

The subsidiary undertakings at 29 April 2023 are listed below:

Name	Country of incorporation or registration	Share Class(es) Held	% Heid	Registered Office	
Currys Group Limited	England & Wales	Ordinary	100	1 Portal Way, London, W3 6RS	
Currys Ireland Limited	Ireland	Ordinary	100	3rd Floor Office Suite. Omni Park Shopping Centre, Santry, Dublin 9	
Dixons South East Europe A E.V.E.	Greece	Ordinary	100	90 Marinou Antypa str., Neo Irakleio, Athens 14121	
DSG International Holdings Limited ¹	England & Wales	Ordinary	100¹	1 Portal Way, London, W3 6RS	
Eigiganten Aktiebolag	Sweden	Ordinary	100	Box 1264, 164, 29 Kista, Stockholm	
ElGiganten A/S	Denmark	Ordinary	100	Ame Jacobsens Allé 16, 2 sal København S, 2300 Copenhagen	
Elkjøp Nordic AS	Norway	Ordinary	100	Nydalsveien 18A, No-0484 Oslo	
Elkjøp Norge AS	Norway	Ordinary	100	Solheimveien 10, NO-1473 Lørenskog	
Gigantti Oy	Finland	Ordinary	100	Töölönlahdenkatu 2, FI-00100. Helsinki	

11. SUBSIDIARY UNDERTAKINGS continued

Name	Country of incorporation or registration	Share Class(es) Held	% Held	Registered office	
Alfa s.r.l.	Italy	Ordinary	100	Via monte Napoleone n.29, 20121 Milano	
CCC Nordic A/S	Denmark	Ordinary	 100	Ame Jacobsens Allé 15, 8 , 2300 København S.	
Currys CoE s.r.o.	Czech Republic	Business Shares	100	Trnita, 491/5, 602 00 Bmo	
Currys Hong Kong Sourcing Limited	Hong Kong	Ordinary	100	31/F, AXA Tower Landmark East, 100 How Ming Street, Kwun Tong Kowloon	
Currys Sourcing Limited	Hong Kong	Ordinary	100	31/F, AXA Tower Landmark East, 100 How Ming Street, Kwun Tong Kowloon	
Dixons Deutschland GmbH i.L (in liquidation)	Germany	Ordinary	100	Ottostraße 21, 80333 Munich	
Dixons Stores Group Retail Norway AS	Norway	Ordinary	100	Nydalsveien 18A, No-0484 Oslo	
DSG Corporate Services Limited	England & Wales	Ordinary	100	1 Portal Way, London, W3 6RS	
DSG European Investments Limited	England & Wales	Ordinary	100	1 Portal Way, London, W3 6RS	
DSG International Retail Properties Limited	England & Wales	Ordinary	100	1 Portal Way, London, W3 6RS	
DSG Ireland Limited	England & Wales	Ordinary	100	1 Portai Way, London, W3 6RS	
DSG Overseas Investments Limited	England & Wales	Ordinary	100	1 Portai Way, London, W3 6RS	
DSG Retail Ireland Pension Trust Limited	Ireland	Ordinary	100	40 Upper Mount Street, Dublin 2, D02 PR89	
ElCare Nordic AS	Norway	Ordinary	100	Industrivegen, 53, 2212, Kongsvinger	
ElCare Nordic Oy	Finland	Ordinary	100	Silvastintie 1, 01510, Vantaa	
Electrocare Nordic AB	Sweden	Ordinary	100	Arabygatan 9, 35246 Váxjö, Kronobergs lán	
El-Giganten Logistik AB	Sweden	Ordinary	100	Mobelvagen 51, 556 52 Jönkoping	
Elkjøp Holdco AS	Norway	Ordinary	100	Nydalsveien 18A, NO-0484 Oslo	
Epoq Logistic DC k.s.	Czech Republic	Ordinary	100	Evropská 868, 664 42 Modřice	
Mastercare Service and Distribution Limited	England & Wales	Ordinary	100	1 Portal Way, London, W3 6RS	
Petrus Insurance Company Limited	Gibraltar	Ordinary	100	2 Irish Town	

The following are the other significant shareholdings of the Company, which are all held indirectly. All these companies have a principal activity of electrical retail sales and related services.

Name	Country of incorporation or registration	Share Class(es) Held	% Held	Registered Office
Elkjøp Fjordane AS	Norway	Ordinary	30	Fugleskjærgata 10, 6905 Florø