

Registered number: 3985622

**MEMEC GROUP LIMITED**

**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**FOR THE PERIOD ENDED 2 JULY 2022**

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<b>MEMEC GROUP LIMITED</b>
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**COMPANY INFORMATION**

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**DIRECTORS**

M McKrell  
D Jackson

**REGISTERED NUMBER**

3985622

**REGISTERED OFFICE**

Avnet House  
Rutherford Close  
Stevenage  
Hertfordshire  
SG1 2EF

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**MEMEC GROUP LIMITED**

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**MEMEC GROUP LIMITED**

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**STRATEGIC REPORT  
FOR THE PERIOD ENDED 2 JULY 2022**

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**BUSINESS REVIEW**

During the period the Company continues to hold the investment in the Japanese business of Avnet Inc.

During the period the financial performance of the Japanese operations was strong, but there are indications that this was a short term position reflecting a short term strong market. There is now expected to be a period of market correction caused by excess inventory levels in the supply chain. For this reason the decision has been made to not adjust the provision for impairment of the investment in the Japanese operation. In the prior year this was increased by \$10,835k.

**PRINCIPAL RISKS AND UNCERTAINTIES**

The Directors consider that the principal risks and uncertainties faced by the Company are in the following categories:

**Economic risk**

The main economic risks are regarded as being changes in the performance and hence valuation of the Company's investments in the form of operating subsidiaries, the adequacy of capital levels of the Company if the ongoing financing costs of the Company are not covered by returns from investments or additional capital or funding. This risk is managed by the monitoring of the performance and valuation of investments and adjustments to funding and financial arrangement as deemed necessary.

**Competition risk**

The Directors of the Company and subsidiaries manage competition risk through close attention to alternative sources of financing.

**Currency exchange risk**

The Directors of the Company use foreign currency hedges each month to attempt to eliminate any exposure of foreign currency denominated asset and liability balances to changes in foreign currency exchange rates after the statement of financial position date.

**Financial risk**

The Company has budgetary and financial reporting procedures, supported by appropriate key performance indicators, to manage financial risk.

**Going concern**

The Directors have considered the going concern of the Company and have concluded that it remains appropriate to prepare the financial statements on a going concern basis.

Avnet Inc., the ultimate parent company in the group that owns this Company, has provided to the Directors confirmation that Avnet Inc. undertakes to both provide additional funds as necessary and not to seek repayment, unless adequate funds are available, of existing loans by Avnet Group Companies to the Company, so as to enable the Company to continue to trade normally and meet its liabilities as they fall due for at least one year from the date of signing of these financial statements.

Avnet Holding Europe BV (Avnet Financial Services), the financing and treasury company in the group, has provided to the Directors confirmation that Avnet Holding Europe BV undertakes to both provide additional funds as necessary and not to seek repayment, unless adequate funds are available, of existing loans or current accounts by Avnet Holding Europe BV (Avnet Financial Services) so as to enable the Company to continue to trade normally and meet its liabilities as they fall due for at least one year from the date of signing these financial statements.

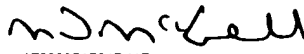
**MEMEC GROUP LIMITED**

**STRATEGIC REPORT (CONTINUED)  
FOR THE PERIOD ENDED 2 JULY 2022**

**FINANCIAL KEY PERFORMANCE INDICATORS**

The performance of the subsidiaries of the Company is monitored, paying attention to the following Key Performance Indicators:- Profitability (EBITDA); Sales growth and Market share; Bookings vs Billings; Return on investment and Valuation based upon asset values and projected cashflows.

This report was approved by the board on 30 January 2023 and signed on its behalf.

DocuSigned by:  
  
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**M McKrell**  
Director

**MEMEC GROUP LIMITED**

**DIRECTORS' REPORT  
FOR THE PERIOD ENDED 2 JULY 2022**

The Directors present their report and the financial statements for the period ended 2 July 2022.

**DIRECTORS' RESPONSIBILITIES STATEMENT**

The Directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**PRINCIPAL ACTIVITY**

The Company continues to act as a holding company supporting the Avnet group interests in Japan.

The Company has no branches outside of the United Kingdom.

**RESULTS AND DIVIDENDS**

The profit for the period, after taxation, amounted to \$66k (2021 - loss \$10,864k).

The Directors do not recommend the payment of a dividend (2021: \$nil).

**DIRECTORS**

The Directors who served during the period were:

M McKrell  
D Jackson

**MEMEC GROUP LIMITED**

**DIRECTORS' REPORT (CONTINUED)  
FOR THE PERIOD ENDED 2 JULY 2022**

**FUTURE DEVELOPMENTS**

The company continues to support the investments held, and the current funding facilities in order to continue to meet the demands of the group.

The directors have considered the going concern of the company and have concluded that it remains appropriate to prepare the financial statements on a going concern basis.

Avnet Inc., the ultimate parent company in the group that owns this company, has provided to the Directors confirmation that Avnet, Inc. undertakes to both provide additional funds as necessary and not to seek repayment, unless adequate funds are available, of existing loans by Avnet Group Companies to the Company, so as to enable the Company to continue to trade normally and meet its liabilities as they fall due for at least one year from the date of signing of these financial statements.

Avnet Holding Europe BV (Avnet Financial Services), the financing and treasury company in the group, has provided to the Directors confirmation that Avnet Holding Europe BV undertakes to both provide additional funds as necessary and not to seek repayment, unless adequate funds are available, of existing loans or current accounts by Avnet Holding Europe BV (Avnet Financial Services) so as to enable the Company to continue to trade normally and meet its liabilities as they fall due for at least one year from the date of signing these financial statements.

**DISCLOSURE OF INFORMATION TO AUDITORS**

Each of the persons who are Directors at the time when this Directors' Report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This report was approved by the board on 30 January 2023 and signed on its behalf.

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**M McKrell**  
Director

**MEMEC GROUP LIMITED**

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MEMEC GROUP LIMITED**

**Opinion on the financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 2 July 2022 and of its profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Memec Group Limited ("the Company") for the period ended 2 July 2022 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity, and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

**Basis for opinion**

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

**Independence**

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

**Conclusions relating to going concern**

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.



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**MEMEC GROUP LIMITED**

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**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MEMEC GROUP LIMITED**

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**Other information**

The Directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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 course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. 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 in this regard.

**Other Companies Act 2006 reporting**

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

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

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

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

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**MEMEC GROUP LIMITED**

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**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MEMEC GROUP LIMITED**

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**Responsibilities of Directors**

As explained more fully in the Directors' Responsibilities Statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

**Auditor's responsibilities for the audit of the financial statements**

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

*Extent to which the audit was capable of detecting irregularities, including fraud*

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and then design and perform audit procedures responsive to those risks, including obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- We have identified and assessed the potential risks related to irregularities, including fraud, by considering the following:
  - Enquiries of management regarding: the compliance with laws and regulations; the detection and response to the risk of fraud and any knowledge of actual, suspected or alleged fraud; and the controls in place to mitigate risks related to fraud or non-compliance with laws and regulations; and
  - Obtaining an understanding of the legal and regulatory framework in which the Company operates. The key laws considered are accounting standards and the Companies Act 2006.
- We have responded to risks identified by performing procedures including the following:
  - Enquiry of in-house management and in-house legal counsel concerning actual and potential litigation and claims;
  - Performing analytical procedures to identify any unusual or unexpected relationships which may indicate risks of misstatement due to fraud;
  - Reading the minutes of meetings of those charged with governance; and
  - Review of financial statements disclosures and testing to supporting documentation.
- We have also considered the risk of fraud through management override of controls by:
  - Testing on a sample basis the appropriateness of journal entries and other adjustments; and
  - Assessing whether the judgements made in making accounting estimates are indicative of potential bias.

**MEMEC GROUP LIMITED**

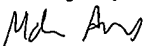
**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MEMEC GROUP LIMITED**

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

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

**Use of our report**

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:  
  
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Mark Ayres (Senior Statutory Auditor)  
For and on behalf of BDO LLP, Statutory Auditor  
London, UK

Date: 30 January 2023

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

<b>MEMEC GROUP LIMITED</b>
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**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE PERIOD ENDED 2 JULY 2022**

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	Note	2022 \$000	2021 \$000
Increase in provision for impairment of fixed asset investments	10	-	(10,835)
Administrative expenses		(24)	(26)
Other operating income / (charges)	4	1	(16)
<b>Operating loss</b>		<b>(23)</b>	<b>(10,877)</b>
Interest receivable and similar income	7	89	15
Interest payable and similar expenses	8	-	(2)
<b>Profit/(loss) before tax</b>		<b>66</b>	<b>(10,864)</b>
<b>Profit/(loss) for the financial period</b>		<b>66</b>	<b>(10,864)</b>
<b>Total comprehensive income / (loss) for the period</b>		<b>66</b>	<b>(10,864)</b>

The notes on pages 13 to 24 form part of these financial statements.

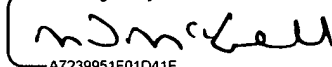
**MEMEC GROUP LIMITED**  
**REGISTERED NUMBER: 3985622**

**STATEMENT OF FINANCIAL POSITION**  
**AS AT 2 JULY 2022**

	Note	2 July 2022 \$000	3 July 2021 \$000
<b>Fixed assets</b>			
Investments	10	201,022	201,022
		<u>201,022</u>	<u>201,022</u>
<b>Current assets</b>			
Debtors: amounts falling due within one year	11	6,247	6,184
		<u>6,247</u>	<u>6,184</u>
Creditors: amounts falling due within one year	12	(20)	(23)
		<u>(20)</u>	<u>(23)</u>
<b>Net current assets</b>		<u>6,227</u>	<u>6,161</u>
<b>Total assets less current liabilities</b>		<u>207,249</u>	<u>207,183</u>
<b>Net assets</b>		<u>207,249</u>	<u>207,183</u>
<b>Capital and reserves</b>			
Called up share capital	14	241,200	241,200
Profit and loss account	15	(33,951)	(34,017)
		<u>207,249</u>	<u>207,183</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 30 January 2023.

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**M McKrell**  
 Director

The notes on pages 13 to 24 form part of these financial statements.

<b>MEMEC GROUP LIMITED</b>
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**STATEMENT OF CHANGES IN EQUITY  
FOR THE PERIOD ENDED 2 JULY 2022**

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	Called up share capital	Profit and loss account	Total equity
	\$000	\$000	\$000
At 4 July 2021	241,200	(34,017)	207,183
<b>Comprehensive income for the period</b>			
Profit for the period	-	66	66
	<hr/>	<hr/>	<hr/>
<b>At 2 July 2022</b>	<b>241,200</b>	<b>(33,951)</b>	<b>207,249</b>
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The notes on pages 13 to 24 form part of these financial statements.

## MEMEC GROUP LIMITED

STATEMENT OF CHANGES IN EQUITY  
FOR THE PERIOD ENDED 3 JULY 2021

	Called up share capital	Profit and loss account	Total equity
	\$000	\$000	\$000
At 28 June 2020	241,200	(23,153)	218,047
<b>Comprehensive loss for the period</b>			
Loss for the period	-	(10,864)	(10,864)
<b>At 3 July 2021</b>	<b>241,200</b>	<b>(34,017)</b>	<b>207,183</b>

The notes on pages 13 to 24 form part of these financial statements.

**MEMEC GROUP LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022**

**1. GENERAL INFORMATION**

MEMEC GROUP LIMITED is a private company limited by shares, incorporated in the United Kingdom, with its registered office at the same address as the principal place of business, in Stevenage, Hertfordshire.

Throughout the notes to the Financial Statements references are made to the Income Statement. The Income Statement is included within the Statement of Comprehensive Income.

**2. ACCOUNTING POLICIES**

**2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

In these financial statements, the Company is considered to be a qualifying entity and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Cash Flow Statement;
- Key Management Personnel compensation;
- Related party transactions. The Company is exempt under the terms of FRS 102.33 Related Party Disclosures from disclosing related party transactions with entities that are part of the Avnet Inc. group provided that any subsidiary which is party to the transaction is wholly owned by the group.

The following principal accounting policies have been applied:

**2.2 GOING CONCERN**

The directors have considered the going concern of the company and have concluded that it remains appropriate to prepare the financial statements on a going concern basis.

Avnet Inc., the ultimate parent company in the group that owns this company, has provided to the directors confirmation that Avnet, Inc. undertakes to both provide additional funds as necessary and not to seek repayment, unless adequate funds are available, of existing loans by Avnet Group Companies to the company, so as to enable the company to continue to trade normally and meet its liabilities as they fall due for at least one year from the date of signing of these financial statements.

Avnet Holding Europe BV (Avnet Financial Services), the financing and treasury company in the group, has provided to the directors confirmation that Avnet Holding Europe BV undertakes to both provide additional funds as necessary and not to seek repayment, unless adequate funds are available, of existing loans or current accounts by Avnet Holding Europe BV (Avnet Financial Services) so as to enable the company to continue to trade normally and meet its liabilities as they fall due for at least one year from the date of signing these financial statements.



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**MEMEC GROUP LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022**

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**2. ACCOUNTING POLICIES (CONTINUED)**

**2.3 FOREIGN CURRENCY TRANSLATION**

**Functional and presentation currency**

The Company's functional and presentational currency is USD.

**Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

**2.4 INTEREST INCOME**

Interest income is recognised in profit or loss using the effective interest method.

**2.5 FINANCE COSTS**

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

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**MEMEC GROUP LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022**

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**2. ACCOUNTING POLICIES (CONTINUED)**

**2.6 TAXATION**

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

**2.7 VALUATION OF INVESTMENTS**

Investments in subsidiaries are measured at cost less accumulated impairment.

Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

**2.8 DEBTORS**

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

**2.9 CREDITORS**

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

**MEMEC GROUP LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022****2. ACCOUNTING POLICIES (CONTINUED)****2.10 FINANCIAL INSTRUMENTS**

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Investments in non-derivative instruments that are equity to the issuer are measured:

- at fair value with changes recognised in the Statement of Comprehensive Income if the shares are publicly traded or their fair value can otherwise be measured reliably;
- at cost less impairment for all other investments.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

<b>MEMEC GROUP LIMITED</b>
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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022**

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**3. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates.

The following judgements and sources of estimation uncertainty have had the most significant effect on amounts recognised in the financial statements:

**Fixed asset investments**

Management estimation is required to determine any potential impairment of investments held in other group companies, as well as estimating the magnitude of the impairment.

**Taxation**

Management estimation is required to determine the amount of deferred tax assets that can be recognised, based upon likely timing and level of future profits.

**4. OTHER OPERATING INCOME / (CHARGES)**

	<b>2022</b>	<b>2021</b>
	<b>\$000</b>	<b>\$000</b>
Foreign exchange difference gain / (loss)	<b>1</b>	<b>(16)</b>
	<b>1</b>	<b>(16)</b>

**5. AUDITORS' REMUNERATION**

	<b>2022</b>	<b>2021</b>
	<b>\$000</b>	<b>\$000</b>
Fees payable to the Company's auditor and its associates for the audit of the Company's annual accounts	<b>5</b>	<b>5</b>
Fees payable to the Company's auditor and its associates for the audit of the annual accounts of fellow group companies	<b>11</b>	<b>10</b>
	<b>16</b>	<b>15</b>

<b>MEMEC GROUP LIMITED</b>
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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022**

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**6. EMPLOYEES**

The Company has no employees other than the Directors, who did not receive any remuneration (2021 - *NIL*).

**7. INTEREST RECEIVABLE AND SIMILAR INCOME**

	<b>2022</b>	<b>2021</b>
	<b>\$000</b>	<b>\$000</b>
Interest receivable from group companies	<b>89</b>	<b>15</b>
	<u><b>89</b></u>	<u><b>15</b></u>

**8. INTEREST PAYABLE AND SIMILAR CHARGES**

	<b>2022</b>	<b>2021</b>
	<b>\$000</b>	<b>\$000</b>
Interest payable to group companies	<b>-</b>	<b>2</b>
	<u><b>-</b></u>	<u><b>2</b></u>

**9. TAXATION**

	<b>2022</b>	<b>2021</b>
	<b>\$000</b>	<b>\$000</b>
Total current tax	<b>-</b>	<b>-</b>
	<u><b>-</b></u>	<u><b>-</b></u>

## MEMEC GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022

## 9. TAXATION (CONTINUED)

## FACTORS AFFECTING TAX CHARGE FOR THE PERIOD

The tax assessed for the period is lower than (2021 - *lower than*) the standard rate of corporation tax in the UK of 19.00% (2021 - 19.00%). The differences are explained below:

	2022 \$000	2021 \$000
Profit/(loss) on ordinary activities before tax	66	(10,864)
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.00% (2021 - 19.00%)	13	(2,064)
<b>Effects of:</b>		
Non-taxable / deductible (decrease)/increase in impairment provision	-	2,059
Utilisation of tax losses	(13)	-
Unrelieved tax losses carried forward	-	5
<b>Total tax charge for the period</b>	-	-

Tax losses amounting to \$9,633,000 are available to relieve future profits of the company (2021: \$9,698,000). There is significant uncertainty over the magnitude of future profits and therefore no deferred tax asset has been recognised (2021: \$Nil). There remains an unrecognised deferred tax asset of \$1,830,000 on losses available (2021: \$1,843,000).

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022**

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**10. FIXED ASSET INVESTMENTS**

	<b>Investments in subsidiary companies \$000</b>
<b>COST</b>	
At 4 July 2021	<u>243,859</u>
At 2 July 2022	<u>243,859</u>
<b>Impairment</b>	
At 4 July 2021	<u>42,837</u>
At 2 July 2022	<u>42,837</u>
<b>Net book value</b>	
At 2 July 2022	<u><u>201,022</u></u>
At 3 July 2021	<u><u>201,022</u></u>

During the period the financial performance of the Japanese operations was strong, but there are indications that this was a short term position reflecting a short term strong market. There is now expected to be a period of market correction caused by excess inventory levels in the supply chain. For this reason the decision has been made to not adjust the provision for impairment of the investment in the Japanese operation. In the prior year this was increased by \$10,835k.

<b>MEMEC GROUP LIMITED</b>
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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022**

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**10. FIXED ASSET INVESTMENTS (CONTINUED)****SUBSIDIARY UNDERTAKINGS**

The following were subsidiary undertakings of the Company:

<b>Name</b>	<b>Registered office</b>	<b>Class of shares</b>	<b>Holding</b>
Avnet Kabushiki Kaisha (1)	Japan	Ordinary	100%
Avnet EM Holdings(Japan) KK	Japan	Ordinary	100%

(1) Owned directly by Memec Group Limited at 2 July 2022. The other subsidiary is owned indirectly.

**11. DEBTORS**

	<b>2 July 2022 \$000</b>	<b>3 July 2021 \$000</b>
Amounts owed by group undertakings	<b>6,247</b>	<b>6,184</b>
	<b>6,247</b>	<b>6,184</b>

The amounts owed by group undertakings is due by Avnet Financial Services, a division of Avnet Holding Europe BV, under an unsecured current account, which is interest bearing and repayable on demand.

Interest on the current account is calculated as follows:-

1 month Libor Base rate + 1.07% for the first half of the year and 1 month Libor Base rate + 1.23% for the second half of the year.



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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022**

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**12. CREDITORS: Amounts falling due within one year**

	2 July 2022 \$000	3 July 2021 \$000
Amounts owed to group undertakings	4	8
Accruals and deferred income	16	15
	<u>20</u>	<u>23</u>

The amounts owed to group undertakings includes a balance of \$4k (2021: nil) that is due to Avnet Financial Services, a division of Avnet Holding Europe BV, under unsecured current accounts, which are interest bearing and repayable on demand. Other balances are repayable on demand and non-interest bearing.

Interest on the current accounts is calculated as follows:-

Euro balances - 1 month Euribor Base rate + 0.84% for the first half of the year and 1 month Euribor Base rate + 1.85% for the second half of the year.

GBP balances - 1 month Libor Base rate + 0.84% for the first half of the year and 1 month Libor Base rate + 1.85% for the second half of the year.

<b>MEMEC GROUP LIMITED</b>
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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022**

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**13. FINANCIAL INSTRUMENTS**

	2 July 2022 \$000	3 July 2021 \$000
<b>Financial assets</b>		
Financial assets that are debt instruments measured at amortised cost	<u>6,247</u>	<u>6,184</u>
<b>Financial liabilities</b>		
Financial liabilities measured at amortised cost	<u>(20)</u>	<u>(23)</u>

Financial assets measured at amortised cost comprise amounts due by fellow group companies under credit accounts, current accounts and formal loan documents, and other receivable balances from third parties.

Financial liabilities measured at amortised cost comprise intercompany current accounts and other amounts payable.

**14. SHARE CAPITAL**

	2 July 2022 \$000	3 July 2021 \$000
<b>Allotted, called up and fully paid</b>		
241,200,002 (2021 - 241,200,002) Ordinary shares of \$1.00 each	<u>241,200</u>	<u>241,200</u>

**15. RESERVES****Profit and loss account**

The profit and loss account consists of all current and prior period retained profits and losses.

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<b>MEMEC GROUP LIMITED</b>
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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 2 JULY 2022**

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**16. CONTROLLING PARTY**

The ultimate parent company and ultimate controlling party of Memec Group Limited is Avnet Inc., a company incorporated in the United States of America. The company's immediate parent and controlling party is Avnet Holdings (UK) Limited, a company registered in England and Wales. The financial statements of this company are available to the public and may be obtained from Companies House or from the company's registered address: Avnet House, Rutherford Close, Meadway Technology Park, Stevenage, Hertfordshire SG1 2EF.

The largest and the smallest group in which the results of Memec Group Limited are consolidated is that headed by Avnet Inc. The consolidated financial statements of this group are available to the public and may be obtained from Avnet Inc., 2211 South 47th Street, Phoenix, AZ85034, USA or by visiting Avnet Inc.'s Investor Relations website at [www.ir.avnet.com](http://www.ir.avnet.com).

The Company is exempt under s.401 of the Companies Act 2006 from producing consolidated accounts since its financial results are included in the consolidated financial statements of Avnet Inc. which is incorporated in the United States of America.