

**ActivInstinct Limited**  
Annual report and financial statements  
Registered number 04478999  
52 week period ended  
30 January 2021



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## Directors' report

The Directors present their annual report and the unaudited financial statements for the 52 week period ended 30 January 2021.

### Principal activities

The Company has not traded during the current or prior period. The Directors do not expect that this position will change within the foreseeable future. The Company has been a dormant company in terms of section 1169 of the Companies Act 2006.

### Proposed dividend

The Directors do not recommend the payment of a dividend (2020: £nil).

### Directors

The Directors who held office during the period were as follows:

PA Cowgill

NJ Greenhalgh

### Political and charitable contributions

The Company made no political contributions or charitable donations during the period (2020: £nil).

By order of the Board



NJ Greenhalgh  
Director

Hollinsbrook Way  
Pilsworth  
Bury  
Lancashire  
BL9 8RR

21 September 2021

## **Statement of Directors' responsibilities in respect of the Annual report and the financial statements**

The Directors are responsible for preparing 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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), 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;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so. As explained in note 1, the Directors do not believe that it is appropriate to prepare the financial statements on a going concern basis

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. They are 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, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities

## **Statement of Profit and Loss Account and Other Comprehensive Income**

*For the 52 week period ended 30 January 2021*

During the current and prior financial period the Company did not trade, received no income and incurred no expenditure. Consequently, during those periods the Company made neither a profit nor a loss.

The Company had no items of other comprehensive income during the current or prior period and accordingly no Statement of Comprehensive Income is presented.

## **Statement of Changes in Equity**

*For the 52 week period ended 30 January 2021*

The Company did not trade during the current financial period and there were no changes in equity as a result. Accordingly no Statement of Changes in Equity is presented.

**Balance Sheet**  
**As at 30 January 2021**

	<i>Note</i>	As at 30 January 2021 £000	As at 30 January 2021 £000	As at 1 February 2020 £000	As at 1 February 2020 £000
<b>Current assets</b>					
Debtors	3	2,394		2,394	
<b>Creditors: amounts falling due within one year</b>	4	(403)		(403)	
<b>Net current assets</b>			1,991		1,991
<b>Total assets less current liabilities</b>			1,991		1,991
<b>Net assets</b>			1,991		1,991
<b>Capital and reserves</b>					
Called up equity share capital	5		73		73
Share premium			532		532
Profit and loss account			1,386		1,386
<b>Shareholders' funds</b>			1,991		1,991

The notes on pages 5 to 7 form part of the financial statements.

For the financial period ended 30 January 2021 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The Directors:

- confirm that members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- 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 Board of Directors on 21 September 2021 and were signed on its behalf by:



**NJ Greenhalgh**  
Director

Registered number 04478999

## Notes (Forming part of the financial statements)

### 1 Accounting policies

ActivInstinct Limited (the “Company”) is a company incorporated and domiciled in the UK.

#### Basis of preparation

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* (“FRS 101”).

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU (“Adopted IFRSs”), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The Company’s immediate parent undertaking, JD Sports Fashion Plc includes the Company in its consolidated financial statements. The consolidated financial statements of JD Sports Fashion Plc are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from the address in note 8.

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a Cash Flow Statement and related notes;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of Key Management Personnel.

As the consolidated financial statements of JD Sports Fashion Plc include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosure:

- The disclosures required by IFRS 7 *Financial Instrument Disclosures*

The financial statements are prepared on the historical cost basis.

The financial statements are presented in pounds sterling, rounded to the nearest thousand.

#### Going concern

As the Directors do not intend to acquire a replacement trade for the Company they have not prepared the financial statements on a going concern basis. No adjustments to the financial statements have been required as a result of this.

#### Changes to accounting standards

The following amendments to accounting standards and interpretations, issued by the International Accounting Standards Board (IASB), have been adopted for the first time by the Company in the period with no significant impact on its results or financial position:

- IFRS 9 ‘Financial Instruments’
- IFRS 15 ‘Revenue from Contracts with Customers’

IFRS 9 replaces IAS 39 ‘Recognition and Measurement’ and is applicable to financial assets and financial liabilities. The main changes the new standard introduces are:

- New requirements for the classification and measurement of financial assets and financial liabilities;
- A new model for recognising impairments of financial assets;

## Notes (continued)

### 1 Accounting policies (continued)

- Changes to hedge accounting by aligning hedge accounting more closely to an entity's risk management objectives; and
- The introduction of a forward looking approach to impairment of financial assets which results in earlier recognition of credit losses.

The Company have applied the modified retrospective approach for transition, including no requirement to restate comparative amounts. Comparative amounts were not restated and the effect on initial application was immaterial to the Company financial statements.

IFRS 15 replaces IAS 18 'Revenue', IAS 11 'Construction contracts' and related interpretations. Under IFRS 15, revenue should only be recognised when a customer obtains control of goods or services and has the ability to direct the use and obtain the benefits from the goods or services. It applies to all contracts with customers, except those in the scope of other standards. The Company has applied the modified retrospective approach for transition set out in the standard. Comparative amounts were not restated and the effect on initial application was immaterial to the Company financial statements.

### Financial instruments

Financial assets and financial liabilities are recognised in the Balance Sheet when the Company becomes party to the contractual provisions of the instrument. Financial assets are derecognised when the contractual rights to the cash flows from the financial assets expire or are transferred. Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled or expires.

### Trade and other debtors

Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost less impairment losses. A provision for the impairment of trade and other debtors is made using the expected credit loss method in accordance with IFRS 9. The movement in the provision is recognised in the profit and loss account.

### Trade and other creditors

Trade and other creditors are non-interest bearing and recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

### Foreign currency translation

Transactions in foreign currencies are translated into sterling at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the profit and loss account. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

### Impairment

The carrying amounts of the Company's assets other than stocks and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the profit and loss account.

As the accounts have been prepared on a non-going concern basis, an impairment charge has been recognised in these financial statements in respect of the tangible fixed assets.

### 2 Directors' remuneration

The Directors did not receive any emoluments from the Company during the year (2020: £nil) as they are employed by, and were remunerated through, other JD Sports Fashion Plc companies. The Directors did not provide any material qualifying services to the Company.



## Notes (continued)

### 3 Debtors

	As at 30 January 2021 £000	As at 1 February 2020 £000
Amounts owed by Group undertakings	2,394	2,394
	<u>2,394</u>	<u>2,394</u>

### 4 Creditors: amount falling due within one year

	As at 30 January 2021 £000	As at 1 February 2020 £000
Amounts owed to Group undertakings	403	403
	<u>403</u>	<u>403</u>

### 5 Capital

#### Issued ordinary share capital

	As at 30 January 2021 £000	As at 1 February 2020 £000
Allotted, called up and fully paid 1,455,590 Ordinary shares of 5p each	73	73
	<u>73</u>	<u>73</u>

The total number of issued ordinary shares as at 30 January 2021 was 1,455,590 (2020: 1,455,590) with a par value of £0.05 per share (2020: £0.05). All shares are fully paid up.

### 6 Parent Company

ActivInstinct Limited is a subsidiary of JD Sports Fashion Plc which is the smallest group in which the Company is a member and for which group financial statements are drawn up. JD Sports Fashion Plc is registered in England and the registered office is Hollinsbrook Way, Pilsworth, Bury, BL9 8RR. Copies of the consolidated financial statements of JD Sports Fashion Plc are available to the public and can be obtained from the Company Secretary, Edinburgh House, Hollinsbrook Way, Pilsworth, Bury, BL9 8RR or at [www.jdplc.com](http://www.jdplc.com).

### 7 Ultimate parent company

The ultimate parent undertaking is Pentland Group Limited (formerly known as "Pentland Group Plc"), a company registered in England and Wales. R S Rubin and his close family are considered the ultimate controlling party by virtue of their control of Pentland Group Limited (a company registered in Jersey). Consolidated financial statements will be prepared by Pentland Group Limited (a company registered in England and Wales), which is the parent undertaking of the smallest and largest group of undertakings to consolidate these financial statements for the year ended 31 December 2019. The consolidated financial statements of Pentland Group Limited can be obtained from the company's registered office at 8 Manchester Square, London, W1U 3PH, England.

The Consolidated Financial Statements of JD Sports Fashion Plc are available to the public and may be obtained from The Company Secretary, JD Sports Fashion Plc, Hollinsbrook Way, Pilsworth, Bury, BL9 8RR or online at [www.jdplc.com](http://www.jdplc.com).