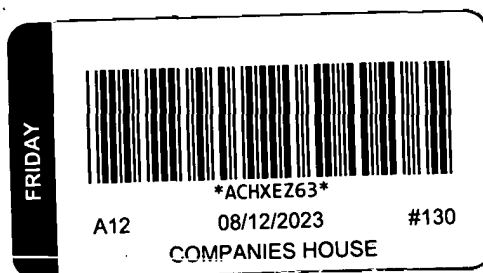


Company registration number 04983573 (England and Wales)

SMITH AND BROOKS HOLDINGS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2023



SMITH AND BROOKS HOLDINGS LIMITED

COMPANY INFORMATION

Directors	AA Adegoke A P O Dick
Company number	04983573
Registered office	Unit A Brook Park East Shirebrook NG20 8RY

SMITH AND BROOKS HOLDINGS LIMITED

CONTENTS

	Page
Directors' report	1
Profit and loss account	2
Balance sheet	3
Statement of changes in equity	4
Notes to the financial statements	5 - 6

SMITH AND BROOKS HOLDINGS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 30 APRIL 2023

The directors present their annual report and financial statements for the year ended 30 April 2023.

Principal activities

The company has not traded for some-years. The company will not trade in the future and is expected to remain dormant.

Directors

The directors who held office during the year and up to the date of approval of the financial statements were as follows:

AA Adegoke

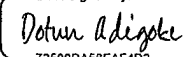
AP O Dick

Qualifying third party indemnity provisions

Fraser Group plc has granted the directors of the company with Qualifying Third Party Indemnity provisions within the meaning given to the term by Sections 234 and 235 of the Companies Act 2006. This is in respect of liabilities to which they may become liable in their capacity as director of the company and of any company within the group. Such indemnities were in force throughout the financial year and will remain in force.

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

On behalf of the board

DocuSigned by:

72509DA58EAFAD2...

AA Adegoke

Director

Date: 30 November 2023

SMITH AND BROOKS HOLDINGS LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30 APRIL 2023

The company has not traded during the current or preceding year. It received no income and incurred no expenditure, and therefore made neither profit nor loss.

SMITH AND BROOKS HOLDINGS LIMITED**BALANCE SHEET****AS AT 30 APRIL 2023**

	Notes	2023 £	£	2022 £	£
Fixed assets					
Investments	4	3,107,197		3,107,197	
Capital and reserves					
Called up share capital	6	1,000		1,000	
Capital contributions		3,167,232		3,167,232	
Profit and loss reserves		(61,035)		(61,035)	
Total equity		3,107,197		3,107,197	

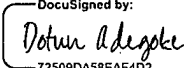
For the financial year ended 30 April 2023 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on 30 November 2023 and are signed on its behalf by:

DocuSigned by:

72509DA58EAF402.....
 AA Adegoke
 Director

Company Registration No. 04983573

The notes on pages 5 - 6 form part of these financial statements.

SMITH AND BROOKS HOLDINGS LIMITED**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 APRIL 2023**

	Share capital £	contribution reserve £	Profit and loss reserves £	Total £
Balance at 1 May 2021	1,000	3,167,232	(61,035)	3,107,197
Year ended 30 April 2022:				
Profit and total comprehensive income for the year	-	-	-	-
Balance at 30 April 2022	1,000	3,167,232	(61,035)	3,107,197
Year ended 30 April 2023:				
Profit and total comprehensive income for the year	-	-	-	-
Balance at 30 April 2023	1,000	3,167,232	(61,035)	3,107,197

The notes on pages 5 - 6 form part of these financial statements.

SMITH AND BROOKS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 APRIL 2023

1 Accounting policies

Company information

Smith and Brooks Holdings Limited is a private company limited by shares incorporated in England and Wales. The registered office is Unit A, Brook Park East, Shirebrook, NG20 8RY.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £. The financial statements are for the year ended 30 April 2023 (2022: year ended 30 April 2022).

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Exemptions

As permitted by FRS 102 the Company has taken advantage of the disclosure exemptions available under that standard in relation to financial instruments, hedging instruments, presentation of a cash flow statement, share-based payments, the aggregate remuneration of key management personnel and related party transactions with other wholly-owned members of the group. Where required, equivalent disclosures are given in the group accounts of Frasers Group plc in which these financial statements are consolidated. The group accounts of Frasers Group plc are available to the public and can be obtained as set out in note 7.

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

The directors do not consider that there are any significant judgements in applying the accounting policies or estimation uncertainty arising in the preparation of these financial statements.

3 Employees

Directors are employed and remunerated through other group companies. The company has no employees.

4 Fixed asset investments

	2023	2022
Investments in subsidiaries	3,107,197	3,107,197
Notes	£	£
5		

SMITH AND BROOKS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2023

5 Subsidiaries

Details of the company's subsidiaries at 30 April 2023 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held	
			Direct	Indirect
Eastchance Limited	Hong Kong	Ordinary	-	100.00
Smith and Brooks Group Limited	United Kingdom	Ordinary	100.00	-
Smith and Brooks Limited	United Kingdom	Ordinary	100.00	-

The registered office of all UK subsidiaries is the same as that of the company, as disclosed on the company information page.

6 Share capital

	2023 Number	2022 Number	2023 £	2022 £
Ordinary share capital				
Issued and fully paid				
Ordinary A shares of £1 each	510	510	510	510
Ordinary B shares of £1 each	200	200	200	200
Ordinary C shares of £1 each	290	290	290	290
	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>

7 Ultimate controlling party

The ultimate controlling party is M J W Ashley by virtue of his 100% ownership of MASH Holdings Limited, the ultimate parent company. MASH Holdings Limited indirectly holds the majority of the shares in Frasers Group plc, who own 100% of the share capital of Brands Holdings Limited (the immediate parent company).

Frasers Group plc is the smallest company and MASH Holdings Limited is the largest company to consolidate these accounts. Both Frasers Group plc and MASH Holdings Limited are companies registered in England and Wales. A copy of the group accounts can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.