

THE WHITE COMPANY HOLDING CO LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 29 JULY 2023

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THE WHITE COMPANY HOLDING CO LIMITED

COMPANY INFORMATION

Directors	B C Rucker N C T Wheeler M E Homer D L Maltby
Company secretary	R J Miller
Registered number	10464073
Registered office	2 Television Centre 101 Wood Lane London England W12 7FR
Independent auditor	Deloitte LLP Abbots House Abbey Street Reading, United Kingdom RG1 3BD

THE WHITE COMPANY HOLDING CO LIMITED

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THE WHITE COMPANY HOLDING CO LIMITED

GROUP STRATEGIC REPORT FOR THE PERIOD ENDED 29 JULY 2023

Introduction

The Directors present their strategic report for the 52 week (2022: 52 week) period ended 29 July 2023 (2022: 30 July 2022).

The Directors, in preparing the strategic report, have complied with s414C of the Companies Act 2006.

This strategic report has been prepared for the Group as a whole and therefore gives greater emphasis to those matters which are significant to The White Company Holding Co Limited (the "Company") and its subsidiary undertakings when viewed as a whole (the "Group").

Principal activity

The principal activity of The White Company Holding Co Limited is a holding company for the investments in The White Company Group companies.

The principal activity of the Group is the sale of high quality bed linen and other household accessories, clothing, gifts and a separate children's range, providing impeccably stylish everyday luxury, principally in white. This is not expected to change in the foreseeable future.

Key performance indicators

The Group uses a range of performance measures to monitor and manage the business effectively. These are both financial and non-financial, the most significant of which are the key performance indicators. These include a suite of KPIs that are reported on a weekly basis, including turnover, gross profit, stock, channel and store performance and customer metrics.

The KPIs are assessed versus annual budget and prior periods. Selected KPIs have been presented below:

	52 weeks ended 29 July 2023 £m	52 weeks ended 30 July 2022 £m	Growth FY23 vs FY22
Turnover	289.3	278.5	4 %
Underlying profit	33.5	32.3	4 %
Fair Value movement on foreign exchange contracts	(0.8)	0.7	
Dilapidations provision	(0.8)	-	
Operating profit	31.9	33.0	(3)%

Underlying profit is operating profit before accounting for fair value movements on foreign exchange contracts and one off costs for dilapidations provision.

THE WHITE COMPANY HOLDING CO LIMITED

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE PERIOD ENDED 29 JULY 2023**

Business review

The overall financial year was inevitably influenced by the backdrop of a set of economic circumstances not experienced for many years. High price inflation, impacting the costs of virtually all goods and services required to operate our business, higher wage inflation, surging energy costs and reduced FX rates all had an impact on the business. Likewise, rising interest rates and the knock-on impact to mortgage rates put further pressure on consumer spending.

Despite this challenging economic backdrop, we delivered another year of top line growth, with Turnover up 4% to £289.3m. Underlying Profits were also up 4% on the prior year, with overall Operating Profit, at £31.9m, only 3% down on the prior year, having taken account of a dilapidation provision on our Northampton Distribution Centre and the year on year movement in the fair value of FX trades.

The start of our 2023 financial year coincided with the worst of the economic conditions and was further impacted by the August 2022 heatwave. As a result, our first quarter trading was very challenging but then a good Christmas followed by further improvements in the second half led to a positive financial result for the full year.

The Turnover growth was driven by our Clothing categories, which saw a 13% increase on the prior year, while our Home categories, which had seen such large growth during Covid, still maintained Sales at the same level as last year.

UK Stores Sales were very strong throughout the year, with 15% growth overall, as customers continued to return to the high street. However, this was in part at the expense of the UK Online channel, which saw a 5% decline on the prior year, although the mix of online is still greater than pre-Covid. Outside of the UK, our International Sales saw an overall 5% growth on the prior year.

During the year, we opened our second small format trial store in Marlborough as well as a standard format store in Silverburn, Glasgow, both of which performed ahead of expectations. We concluded the year with 53 stores and 11 concessions in the UK, 2 stores in Ireland, as well as our UK, US and Euro specific websites, and continue to sell on the Next and Selfridges websites.

Based upon the performance of the first two stores, we have deemed the small format trial a success and will be rolling the concept out to further locations in the coming years, depending on the availability of appropriate sites (see future developments).

A concessions outlet in Bloomingdales store in Dubai was launched via our wholesale partner, Al Tayer, in February 2023, establishing our first physical presence in the region for a number of years. Based on the initial positive performance, we are working with our partner to find a suitable location for a standalone store. Outside of stores, we have continued to invest in our Digital Roadmap and have further invested in the IT infrastructure of the business.

At the beginning of the report, it was mentioned that our expenses in the year faced various inflationary challenges. Energy expenses soared to over double the amount from the previous year, increases in the National Living Wage affected store payroll, and rising costs from product suppliers has led to an increase in the cost base. We have managed these cost pressures, by implementing cost tightening measures across the business.

In July 2022 our Distribution operations in Swan Valley, Northampton were outsourced to Wincanton plc. Our first Peak trading period under this new operating model was very successful, with a positive improvement in each of our customer service metrics. Work is in progress to transition the operation to their automated facility in Rockingham, Corby, with this expected to be completed in early 2024.

We have also continued to maintain a healthy cash position throughout the year, finishing the year with a cash balance of £17.0m (2022: £25.5m), with no long-term debt.

THE WHITE COMPANY HOLDING CO LIMITED

GROUP STRATEGIC REPORT (CONTINUED) FOR THE PERIOD ENDED 29 JULY 2023

Business review (continued)

In summary, we have concluded the year with another set of positive financial results, despite the challenging backdrop. Some of these factors are likely to continue to influence the year ahead, and so our short-term outlook remains cautious. However, there is still significant long-term potential across both Stores and Online, in the UK and Internationally, and with the Distribution Centre move expected to conclude in the coming year, we remain optimistic around the long-term prosperity of the business.

Principal risks and uncertainties

The business has a number of risks through its normal course of business that it needs to mitigate each year, such as the retaining of existing customers and the recruiting of new ones. However, performance is also influenced by factors impacting the broader sector it operates in. At present, a number of these risks may have an impact over the coming year.

The principal risks for the year ahead continue to relate to the challenging economic backdrop faced by the United Kingdom in the form of high inflation, high interest rates and the knock-on impact of high mortgage rates. For the Group these are likely to manifest as follows:

- Higher interest rates are likely to remain for the foreseeable future, which means that an increasing portion of the consumer base will be faced with higher mortgage payments than in previous years, further squeezing disposable income.
- We purchase a large portion of our goods in US Dollar, and accordingly have an appropriate hedging policy. However, with the currency volatility we have seen over the last 12 months we are not immune to any negative impact this could have on the cost price of our goods.
- Energy costs in our Stores and Distribution Centre are a large operating overhead. Since the end of the financial year energy costs have come down considerably relative to the highs of the previous year, but continued global volatility may continue to influence UK energy costs.
- Whilst UK inflation has come down versus the previous year, it is still relatively high, driving continued growth in staff costs and the cost of goods and services we require to operate the business.

Outside of the economic factors described above, the biggest short-term business risk relates to our Distribution Centre move in early 2024. Whilst plans are in place to mitigate the risks associated with this, a move of this complexity may inevitably cause some short-term trading disruption.

These risks and any others that materialise during the year are monitored on an ongoing basis by the Board with mitigating actions taken as applicable. However, we remain confident of being able to withstand any financial risks created by these challenges.

Future developments and events after the balance sheet date

The Board remains focused on maintaining and improving the brand in all of its aspects, including product quality, product range and service offering, as well as improving the business's sustainability credentials.

Since the year end date, we have opened small format stores in Ringwood, St Andrews and Hitchin, along with a standard format store in Belfast, our first in Northern Ireland. Another small format is also due to open in Farnham before Christmas. In addition to these we continue to look for further opportunities both in the UK and Internationally. We have also served notice on our Distribution Centre in Northampton, in accordance with our lease obligations.

The Group is also focused on ensuring its infrastructure is appropriate for the current business and its future growth and has continued to invest accordingly.

THE WHITE COMPANY HOLDING CO LIMITED

GROUP STRATEGIC REPORT (CONTINUED) FOR THE PERIOD ENDED 29 JULY 2023

Directors' statement of compliance with duty to promote the success of the Group

Section 172(1) of the 2006 Companies Act requires that a director of a company must act in a way he/she considers, in good faith, would be the most likely to promote the success of the company for the benefit of its members as a whole and in so doing have regard to the following factors:

- The likely consequences of any decision in the long term;
- The interests of company's employees;
- The need to foster the company's business relationships with suppliers, customers and others;
- The impact of the company's operations on the community and the environment;
- The desirability of the company maintaining a reputation for high standards of business conduct; and
- The need to act fairly as between members of the company.

The following summarises the actions taken by the Board during the year:

Our Employees

We maintain constant dialogue with our employees throughout the year. Regular 'town hall' sessions are held by the CEO involving all company employees, which is an opportunity to feedback on key business activities as well as taking questions on matters that may be of concern or interest to employees. In addition we have our 'Workplace' intranet site which keeps our employees up to date with the various activities across the business. There are feedback sessions following each Board meeting for onward cascade to the business, as well as presentations on our ongoing financial performance. In October each year, post completion of the financial year, we hold our annual conference for all head office employees alongside the management teams from our Stores and Contact Centre. This provides the opportunity to discuss the activities and performance over the year just gone as well as looking ahead to the developments in the plan for the next 12 months.

In addition, each year we are part of the 'Culture Amp' employment survey, which is open to all employees and is an opportunity to provide anonymous feedback across a wide variety of subjects impacting an employee's satisfaction. The results of this are cascaded across the business and action plans developed at corporate and functional level.

Corporate Social Responsibility

Ethics and sustainability are woven into our sourcing strategy and make up one of the core pillars of our business. The demand for transparency, fair working practices and commitment to carbon emission reduction have provided the foundation for our sustainability strategy, to ensure we are working to high ethical standards and reducing our environmental impact across all areas of our business.

In the last year we have appointed our first ever Head of Sustainability, to increase the focus on this part of our Strategy. We have continued to work towards achieving 'B-Corp' accreditation, this being seen as the gold standard of verified social and environmental performance, public transparency, and legal accountability to balance profit and purpose, with the aim of getting full accreditation in the next 12 months. In addition, each year a portion of our annual Profits go towards supporting our designated charities through the Group's White Heart Foundation.

Relationship with Customers and Suppliers

Brand reputation is at the very core of the business success, so we seek constant feedback and engagement with our large customer base. We use various tools throughout the year to take onboard customer feedback, and to ensure this is incorporated into future business strategy. Examples of these mechanisms are Feefo, a customer review platform, and our ongoing "Kitchen Table" sessions with our customers. We have also built long term relationships with our supplier base and ensure that each supplier adheres to our Code of Conduct. We conduct regular communications with our supplier base, either face-to-face or virtually, to review product performance and future product development opportunities.

THE WHITE COMPANY HOLDING CO LIMITED

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE PERIOD ENDED 29 JULY 2023**

Shareholders

Our shareholders attend at least 6 Board meetings a year and have regular contact with our internal Operating Board, with this facilitating an ongoing engagement around factors discussed in this section. Also as a private company, solely owned by the founding family, with no external debt, this allows the decision making to be centred on the best long term interests of the Group and its stakeholders.

Carbon Reporting

The Group has taken advantage of the exemption in Part 7A of schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 from the energy and carbon reporting disclosure as it is a subsidiary undertaking and is including in the consolidated financial statements of Bectin Limited, a Company incorporated in England and Wales.

This report was approved by the board on 22 November 2023 and signed on its behalf.



R J Miller
Company Secretary

2 Television Centre
101 Wood Lane
London
England
W12 7FR

THE WHITE COMPANY HOLDING CO LIMITED

**DIRECTORS' REPORT
FOR THE PERIOD ENDED 29 JULY 2023**

The Directors present their report and the financial statements for the period ended 29 July 2023.

The principal activity of the Company is a holding company for the investments in The White Company Group companies.

The principal activity of the Group is the sale of high quality bed linen and other household accessories, clothing, gifts and a separate children's range, providing impeccably stylish everyday luxury, principally in white. This is not expected to change in the foreseeable future.

The Group has chosen in accordance with section 414C(11) of the Companies Act 2006, to include such matters of strategic importance to the Group in the Strategic Report which otherwise would be required to be disclosed in the Directors' Report.

Future developments

Details of future developments can be found in the Strategic Report on page 3 and form part of this report by cross-reference.

Going concern

The Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

In making this assessment, the Directors have considered the cash flow forecasts for the period of at least 12 months from the date of approval of these financial statements. The Directors, after reviewing the financial forecasts and considering appropriate downside sensitivities, consider that the Group has adequate resources to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements. The Group also has significant cash holdings which allows the business to trade through any short term downturn in the trading environment. Accordingly, the Directors are satisfied that it is appropriate to adopt the going concern basis in preparing these financial statements.

Further details regarding the adoption of the going concern basis can be found in the accounting policies in the financial statements (note 2).

Results and dividends

The turnover for the period amounted to £289.3m (2022: £278.5).

The profit for the period, after taxation, amounted to £25.7m (2022: £27.0m).

The Directors declared and paid an interim dividend of £15.0m (2022: £50.0m) to Bectin Limited.

The Directors did not propose a final dividend after the year end (2022: £nil).

A detailed review of business activities is included in the Strategic Report on page 2.

THE WHITE COMPANY HOLDING CO LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE PERIOD ENDED 29 JULY 2023**

Financial risk management objectives and policies

Objectives and policies

The Group's activities expose it to a number of financial risks including cash flow risk, credit risk, and liquidity risk. The use of financial derivatives is governed by the Group's policies approved by the board of directors. The Group does not use derivative financial instruments for speculative purposes.

Cash flow risk

The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates. The Group uses foreign exchange forward contracts to mitigate these exposures.

Credit risk

The Group's principal financial assets are bank balances and cash, and trade and other receivables.

The Group's credit risk is primarily attributable to its trade debtors. However, this is limited as the majority of customers pay prior to the receipt of goods. The amounts presented in the balance sheet are net of allowances for bad debts. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

The Group has no significant concentration of credit risk.

Liquidity risk

Sufficient funds are available for ongoing operations and future developments. The Group has no long term debt.

Directors

The Directors who served during the period and subsequent to the period end, unless otherwise stated, were:

B C Rucker
N C T Wheeler
M E Homer
D L Maltby

Directors' indemnities

The Group has made qualifying third party indemnity provisions for the benefit of its Directors which were made during the period and remain in force at the date of this report.

Disabled employees

Applications for employment by disabled persons are always fully considered, bearing in mind the abilities of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the Group continues and that appropriate training is arranged. It is the policy of the Group that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

THE WHITE COMPANY HOLDING CO LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE PERIOD ENDED 29 JULY 2023**

Employee consultation

The Group places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the Group. This is achieved through formal and informal meetings, an intranet site and an annual conference where key departments present their results and areas of focus. Employee representatives are consulted regularly on a wide range of matters affecting their current and future interests. In addition, all employees are either invited to be part of the Group's bonus scheme, or participate in local incentive schemes.

Further details of employee engagement can be found in the Strategic report on page 4 and form part of this report by cross-reference.

Diversity

The Company operates in increasingly diverse communities and draws colleagues from different ethnic backgrounds, faiths and orientations. We seek to improve the diversity at all levels in the Company and consider it important that we reflect the diversity of the community and peoples we serve.

Engagement with suppliers, customers and others

Details of engagement with suppliers, customers and other stakeholders can be found in the Strategic report on page 5 and form part of this report by cross-reference.

Disclosure of information to auditor

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 and the Group's auditor is 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 and the Group's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Post balance sheet events

There have been no significant events affecting the Group since the period end.

Auditor

The auditor, Deloitte LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 22 November 2023 and signed on its behalf.



R J Miller
Company Secretary

2 Television Centre
101 Wood Lane
London
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W12 7FR

THE WHITE COMPANY HOLDING CO LIMITED

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE PERIOD ENDED 29 JULY 2023**

The Directors are responsible for preparing the Annual Report and the consolidated 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 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 and then apply them consistently;
- make judgements 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; 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 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 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. The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's websites. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

THE WHITE COMPANY HOLDING CO LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE WHITE COMPANY HOLDING CO LIMITED

Independent auditor's report to the members of The White Company Holding Co Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of The White Company Holding Co Limited (the 'parent company') and its subsidiaries (the 'group'):

- give a true and fair view of the state of the group's and of the parent company's affairs as at 29 July 2023 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the consolidated profit and loss account;
- the consolidated statement of comprehensive income;
- the consolidated and parent company balance sheets;
- the consolidated and parent company statements of changes in equity;
- the consolidated cash flow statement;
- the consolidated analysis of net debt;
- the related notes 1 to 33.

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 are independent of the group and the parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 group's and parent 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.

THE WHITE COMPANY HOLDING CO LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE WHITE COMPANY HOLDING CO LIMITED

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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.

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 group's and the parent 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 group or the parent 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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered 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 considered the nature of the group's industry and its control environment, and reviewed the group's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and the directors about their own identification and assessment of the risks of irregularities, including those that are specific to the group's business sector.

THE WHITE COMPANY HOLDING CO LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE WHITE COMPANY HOLDING CO LIMITED

Extent to which the audit was considered capable of detecting irregularities, including fraud (continued)

We obtained an understanding of the legal and regulatory frameworks that the group operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, pensions legislation, tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the group's ability to operate or to avoid a material penalty. These included Health & Safety regulations, Employment Law, Bribery Act, Modern Slavery Act and General Data Protection Regulation (GDPR).

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following areas, and our specific procedures performed to address it are described below:

- **Inventory Provision** - The provision is developed using estimates of future sales demand across a wide range of products. These are subject to significant management estimate which increase the fraud risk. Our procedures to respond to this risk included obtaining an understanding of the processes and controls management have in place in order to calculate, approve and monitor inventory provisions. We also challenged management on the assumptions used in the development of their inventory provision, and examined the inputs into the provision calculation to ensure these were consistent with both historic and future sales data and the inventory ageing profile. We reperformed the inventory provision calculations based on the audited inventory inputs, and compared this to management's assessment.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the group 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 group and of the parent company and their environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

THE WHITE COMPANY HOLDING CO LIMITED

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE WHITE COMPANY HOLDING CO
LIMITED**

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

We have nothing to report in respect of these matters.

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.



Steven Ringham ACA (Statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
Reading, United Kingdom

27 November 2023

THE WHITE COMPANY HOLDING CO LIMITED

**CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE PERIOD ENDED 29 JULY 2023**

	Note	52 weeks ended 29 July 2023 £000	52 weeks ended 30 July 2022 £000
Turnover	4	289,343	278,494
Cost of sales		(130,437)	(120,746)
Gross profit		158,906	157,748
Administrative expenses		(126,968)	(124,794)
Operating profit	5	31,938	32,954
Interest receivable and similar income	9	488	15
Interest payable and similar expenses	10	(26)	(73)
Profit before taxation		32,400	32,896
Tax on profit	11	(6,701)	(5,892)
Profit for the financial period		25,699	27,004
Profit for the period attributable to:			
Owners of the parent		25,699	27,004
		25,699	27,004

The notes on pages 23 to 46 form part of these financial statements.

The above results were derived from continuing operations.

THE WHITE COMPANY HOLDING CO LIMITED

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 29 JULY 2023**

	52 weeks ended 29 July 2023 £000	52 weeks ended 30 July 2022 £000
Profit for the financial period	25,699	27,004
Currency translation difference on foreign currency net investments in overseas subsidiaries	2	(43)
Total comprehensive income for the period	25,701	26,961
Profit for the period attributable to:		
Owners of the parent Company	25,699	27,004
	25,699	27,004

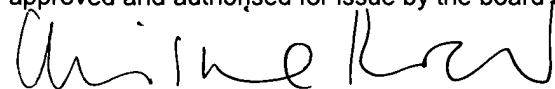
The notes on pages 23 to 46 form part of these financial statements.

THE WHITE COMPANY HOLDING CO LIMITED
REGISTERED NUMBER: 10464073

CONSOLIDATED BALANCE SHEET
AS AT 29 JULY 2023

	Note	29 July 2023 £000	30 July 2022 £000
Fixed assets			
Intangible fixed assets	13	40,298	30,405
Tangible fixed assets	14	5,883	6,606
		<u>46,181</u>	<u>37,011</u>
Current assets			
Stocks	16	37,138	36,324
Debtors: amounts falling due within one year	17	14,212	12,840
Debtors: amounts falling due after more than one year	17	3,046	3,177
Cash at bank and in hand	18	16,980	25,451
		<u>71,376</u>	<u>77,792</u>
Creditors: amounts falling due within one year	19	(57,935)	(62,235)
Net current assets		<u>13,441</u>	<u>15,557</u>
Total assets less current liabilities		<u>59,622</u>	<u>52,568</u>
Creditors: amounts falling due after more than one year	20	-	(75)
Provisions for liabilities	25	(813)	(4,385)
Net assets		<u>58,809</u>	<u>48,108</u>
Capital and reserves			
Share capital	26	-	-
Share premium account	27	126	126
Revaluation reserve	27	540	538
Profit and loss account	27	58,143	47,444
Shareholders funds		<u>58,809</u>	<u>48,108</u>

The financial statements of The White Company Holding Co Limited, registration number 10464073, were approved and authorised for issue by the board and were signed on its behalf on 22 November 2023.



B C Rucker
Director

The notes on pages 23 to 46 form part of these financial statements.

THE WHITE COMPANY HOLDING CO LIMITED
REGISTERED NUMBER: 10464073

COMPANY BALANCE SHEET
AS AT 29 JULY 2023

	Note	29 July 2023 £000	30 July 2022 £000
Fixed assets			
Investments	15	126	126
Net assets		<u>126</u>	<u>126</u>
Capital and reserves			
Share capital	26	-	-
Share premium account	27	126	126
Profit and loss account		-	-
Shareholders funds		<u>126</u>	<u>126</u>

The profit for the financial year dealt within the financial statement of the parent Company was £15,000k (2022: £50,000k).

The financial statements of The White Company Holding Co Limited, registration number 10464073, were approved and authorised for issue by the board and were signed on its behalf on 22 November 2023.



B C Rucker
Director

The notes on pages 23 to 46 form part of these financial statements.

THE WHITE COMPANY HOLDING CO LIMITED

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 29 JULY 2023**

	Called up share capital £000	Share premium account £000	Translation reserve £000	Profit and loss account £000	Total equity £000
At 1 August 2021	-	126	581	70,440	71,147
Profit for the period	-	-	-	27,004	27,004
Currency translation difference on foreign currency net investments in overseas subsidiaries	-	-	(43)	-	(43)
Total comprehensive income for the period	-	-	(43)	27,004	26,961
Dividends (note 12)	-	-	-	(50,000)	(50,000)
At 31 July 2022	-	126	538	47,444	48,108
Profit for the period	-	-	-	25,699	25,699
Currency translation difference on foreign currency net investments in overseas subsidiaries	-	-	2	-	2
Total comprehensive income for the period	-	-	2	25,699	25,701
Dividends (note 12)	-	-	-	(15,000)	(15,000)
At 29 July 2023	-	126	540	58,143	58,809

The notes on pages 23 to 46 form part of these financial statements.

THE WHITE COMPANY HOLDING CO LIMITED

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 29 JULY 2023**

	Called up share capital £000	Share premium account £000	Profit and loss account £000	Total equity £000
At 1 August 2021	-	126	-	126
Profit for the period	-	-	50,000	50,000
Total comprehensive income for the period	-	-	50,000	50,000
Dividends (note 12)	-	-	(50,000)	(50,000)
At 31 July 2022	-	126	-	126
Profit for the period	-	-	15,000	15,000
Total comprehensive income for the period	-	-	15,000	15,000
Dividends (note 12)	-	-	(15,000)	(15,000)
At 29 July 2023	-	126	-	126

The notes on pages 23 to 46 form part of these financial statements.

THE WHITE COMPANY HOLDING CO LIMITED

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 29 JULY 2023**

	29 July 2023 £000	30 July 2022 £000
Cash flows from operating activities		
Profit for the financial period	25,699	27,004
Adjustments for:		
Amortisation of intangible assets	7,136	5,390
Depreciation of tangible assets	3,090	4,301
Loss on disposal of tangible assets	-	176
Interest paid	26	73
Interest received	(488)	(15)
Taxation charge	6,701	5,892
(Increase) in stocks	(807)	(6,457)
(Increase) in debtors	(1,574)	(2,966)
(Decrease)/increase in creditors	(5,966)	4,593
(Decrease) in provisions	(3,506)	(917)
Corporation tax (paid)	(6,415)	(6,812)
Movement in fair value in derivatives	845	(736)
Net cash generated from operating activities	24,741	29,526
Cash flows from investing activities		
Purchase of fixed assets	(18,256)	(11,140)
Interest received	459	15
Net cash from investing activities	(17,797)	(11,125)

THE WHITE COMPANY HOLDING CO LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE PERIOD ENDED 29 JULY 2023

	29 July 2023 £000	30 July 2022 £000
Cash flows from financing activities		
Repayment of finance leases	(397)	(416)
Dividends paid	(15,000)	(50,000)
Interest paid	(29)	(75)
Net cash used in financing activities	(15,426)	(50,491)
Net (decrease) in cash and cash equivalents	(8,482)	(32,090)
Cash and cash equivalents at beginning of period	25,451	57,549
Foreign exchange gains and losses	11	(8)
Cash and cash equivalents at the end of period	16,980	25,451
Cash and cash equivalents at the end of period comprise:		
Cash at bank and in hand	16,980	25,451
	16,980	25,451

The notes on pages 23 to 46 form part of these financial statements.

THE WHITE COMPANY HOLDING CO LIMITED

**CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE PERIOD ENDED 29 JULY 2023**

	At 31 July 2022 £000	Cash flows £000	Other non- cash changes £000	At 29 July 2023 £000
Cash at bank and in hand	25,451	(8,471)	-	16,980
Debt due after 1 year	(75)	-	75	-
Debt due within 1 year	(397)	397	(75)	(75)
	<u>24,979</u>	<u>(8,074)</u>	<u>-</u>	<u>16,905</u>

The notes on pages 23 to 46 form part of these financial statements.

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

1. General information

The White Company Holding Co Limited (the "Company") is a private Company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales.

The address of its registered office is:

2 Television Centre
101 Wood Lane
London
England
W12 7FR

The nature of the Group's operations and its principal activities are set out in the Strategic Report on page 1.

2. Accounting policies

2.1 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied throughout the current and prior period.

2.2 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 Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Profit and Loss Account in these financial statements.

The accounting reference date of the Company is 31 July. The financial statements have been prepared for 52 weeks (2022: 52 weeks) up to 29 July 2023 (2022: 30 July 2022), the closest Saturday to 31 July (2022: closest Saturday to 31 July).

The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company and Group operates.

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

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements, which are presented alongside the consolidated financial statements. Exemptions have been taken in relation to share-based payments, financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

The following principal accounting policies have been applied:

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

2. Accounting policies (continued)

2.3 Basis of consolidation

The Group financial statements consolidate the financial statements of the Company and its subsidiary undertakings drawn up to the closest Saturday to 31 July each period. The financial statements have been prepared for 52 weeks (2022: 52 weeks) up to 29 July 2023 (2022: 30 July 2022).

A subsidiary is an entity controlled by the Company. Control is achieved where the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in the Profit and Loss Account from the effective date of acquisition or up to the effective date of disposal, as appropriate.

Business combinations are accounted for under the purchase method. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by the Group. All intra-group transactions, balances, income and expenses are eliminated on consolidation. In accordance with Section 35 of FRS 102, Section 19 of FRS 102 has not been applied in these financial statements in respect of business combinations effected prior to the date of transition.

2.4 Going concern

The Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

In making this assessment, the Directors have considered the cash flow forecasts for the period of at least 12 months from the date of approval of these financial statements. The Directors, after reviewing the financial forecasts and considering appropriate downside sensitivities, consider that the Group has adequate resources to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements. The Group also has significant cash holdings which allows the business to trade through any short term downturn in the trading environment. Accordingly, the Directors are satisfied that it is appropriate to adopt the going concern basis in preparing these financial statements.

2.5 Revenue

Turnover represents sales to customers at invoiced amounts less value added tax and other sales related taxes. Retail turnover is recognised when the Group sells a product to the customer. Web, mail order and wholesale turnover is recognised when the significant risks and rewards are considered to have been transferred to the buyer.

The Group sells retail products with the right of return and experience is used to estimate and provide for the value of such returns at the time of sale when considered significant. Credit note, exchanges or refunds are available to customers returning unwanted products with proof of purchase within 30 days of the date of receipt.

Sales of gift cards and e-gifts are treated as future liabilities and turnover is recognised when these products are redeemed against a later transaction.

THE WHITE COMPANY HOLDING CO LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 JULY 2023

2. Accounting policies (continued)

2.6 Intangible assets

Intangible fixed assets are initially recognised at cost. Subsequently intangible fixed assets are stated at cost net of amortisation and any provision for impairment. Amortisation is provided on a straight line basis at rates calculated to write off the cost of the intangible fixed assets over their useful lives. The carrying value of intangible fixed assets is reviewed for impairment at the end of the first full year following acquisition and in other periods if events or changes in circumstances indicate the carrying value may not be recoverable.

Amortisation charge is included in administrative expenses.

The estimated useful lives range as follows:

Trademarks and patents	-	10 years
Computer software	-	3 years or 5-10 years for major systems developments

2.7 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

The estimated useful lives range as follows:

Leasehold and property improvements	- The higher of 4 years and the next lease break for retail stores and over the lease term for Head Office assets
Plant and machinery	- 4 years
Fixtures and fittings	- 4 - 6 years
Office equipment	- 4 years
Computer hardware	- 4 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.8 Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

2. Accounting policies (continued)

2.9 Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the balance sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Financial assets are derecognised when and only when:

- a) the contractual rights to the cash flows from the financial asset expire or are settled,
- b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or
- c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

2.10 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.11 Derivative financial instruments

The Group uses derivative financial instruments to reduce exposure to foreign exchange risk. The Group does not hold or issue derivative financial instruments for speculative purposes.

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date. The resulting gain or loss is recognised in profit or loss immediately.

2.12 Stocks

Stocks are stated at the lower of cost and net realisable value. Valuation is determined based on the weighted-average costing method.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

2. Accounting policies (continued)

2.13 Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss.

The current corporation 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 Group operates and generates taxable income.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the Group. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

The carrying amount of deferred tax assets are reviewed at each reporting date and a valuation allowance is set up against deferred tax assets so that the net carrying amount equals the highest amount that is more likely than not to be recovered based on current or future taxable profit.

2.14 Foreign currency translation

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date.

All differences are taken to the profit and loss account with the exception of currency translation differences on foreign currency net investments in overseas subsidiaries which are accounting for through comprehensive income.

2.15 Finance leases: the Group as lessee

Leases where the Group assumes substantially all risks and rewards incidental to ownership of the leased assets are classified as finance leases.

The leased assets and the corresponding lease liabilities (net of finance charges) under finance leases are recognised on the balance sheet as tangible assets and borrowings respectively, at the inception of the leases based on the lower of the fair value of the leased assets and the present value of the minimum lease payments.

Each lease payment is apportioned between the finance expense and the reduction of the outstanding lease liability. The finance expense is recognised in profit or loss on a basis that reflects a constant periodic rate of interest on the finance lease liability.

2.16 Operating leases: the Group as lessee

Leases where substantially all risks and rewards incidental to ownership are retained by the lessors are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessors) are recognised in profit or loss on a straight-line basis over the period of the lease.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

2. Accounting policies (continued)

2.17 Lease incentives

Reverse premiums and similar incentives received to enter into operating lease agreements are released to the profit and loss account over the period of the lease term.

2.18 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

2.19 Trade Debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the debtors.

2.20 Trade Creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as current liabilities if the Group does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

2.21 Borrowing costs

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the Profit and loss account over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

2.22 Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

2. Accounting policies (continued)

2.23 Dividends

Dividend distribution to the Company's shareholders is recognised as a liability in the financial statements in the reporting period in which the dividends are declared and approved.

2.24 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Consolidated Profit and Loss Account in the same period as the related expenditure.

2.25 Interest income

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

2.26 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.

2.27 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Group in independently administered funds.

2.28 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each balance sheet date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each balance sheet date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

2. Accounting policies (continued)

2.29 Provisions for liabilities

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

3. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described in note 2, the Directors are required to make judgements, estimates and assumptions about the carrying amounts 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 if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements and key sources of estimation uncertainty in applying the Group's accounting policies

There are no critical judgements that the Directors have made in the process of applying the Group's accounting policies, apart from those involving estimations (which are dealt with separately below).

The following are the key sources of estimation uncertainty that the Directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

Stocks and finished goods provisions

The accounting estimate related to valuation of stocks is considered a "critical accounting estimate" because it is susceptible to changes from period-to-period due to the requirement for management to make estimates relative to each of the underlying factors, ranging from purchasing, to sales, to production. If actual demand or market conditions differ from estimates, stocks adjustments to lower market values would result in a reduction to the carrying value of stocks, an increase in stocks write offs and a decrease to gross margins. The carrying value of stock provision as at the end of the reporting period is £725k (2022: £979k).

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

4. Turnover

An analysis of turnover by class of business is as follows:

	52 weeks ended 29 July 2023 £000	52 weeks ended 30 July 2022 £000
Sale of goods	289,343	278,494
	289,343	278,494

Analysis of turnover by country of destination:

	52 weeks ended 29 July 2023 £000	52 weeks ended 30 July 2022 £000
United Kingdom	265,031	255,320
Rest of the world	24,312	23,174
	289,343	278,494

5. Operating profit

The operating profit is stated after charging/(crediting):

	52 weeks ended 29 July 2023 £000	52 weeks ended 30 July 2022 £000
Depreciation of tangible fixed assets	3,090	4,301
Amortisation of intangible assets	7,136	5,390
Other operating lease rentals	20,516	19,383
Realised net foreign exchange loss/(gain)	(551)	(2,185)
Unrealised net foreign exchange loss/(gain)	845	(736)
Dilapidations provision	813	-
Cost of stocks recognised as an expense	94,241	87,765
Loss on disposal of fixed assets	-	176

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

6. Auditor's remuneration

	52 weeks ended 29 July 2023 £000	52 weeks ended 30 July 2022 £000
Fees payable to the Company's auditor and its associates for the audit of the consolidated and parent Company's financial statements	129	118
Fees payable to the Group's auditor and its associates in respect of:		
Audit-related assurance services	4	4
Taxation compliance services	38	59
Other services relating to taxation	10	6
All other assurance services	2	3
	183	190

7. Employees

Staff costs, including Directors' remuneration, were as follows:

	Group 29 July 2023 £000	Group 30 July 2022 £000	Company 29 July 2023 £000	Company 30 July 2022 £000
Wages and salaries	36,786	48,103	-	-
Social security costs	3,314	4,839	-	-
Cost of defined contribution scheme	1,268	1,205	-	-
	41,368	54,147	-	-

The average monthly number of employees, including the Directors, during the period was as follows:

	Group 52 weeks ended 29 July 2023 No.	Group 52 weeks ended 30 July 2022 No.	Company 52 weeks ended 29 July 2023 No.	Company 52 weeks ended 30 July 2022 No.
Sales	1,146	1,183	-	-
Administration	376	370	4	4
Distribution and Contact centre	76	172	-	-
	1,598	1,725	4	4

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

8. Directors' remuneration

	52 weeks ended 29 July 2023 £000	52 weeks ended 30 July 2022 £000
Directors' emoluments	1,128	1,126
Amounts payable under long-term incentive schemes	2,856	3,975
	3,984	5,101

The highest paid Director received remuneration of £3,914 thousand (2022 - £4,997 thousand).

During the period 1 director received payment under the long-term incentive schemes (2022 -1)

Retirement benefits are not accruing for any Directors.

The remuneration of the Directors of the Company during the period was borne by The White Company (UK) Limited, a subsidiary of The White Company Holding Co Limited. No specific allocation is made in respect of the services of the Directors to the Company.

9. Interest receivable and similar income

	52 weeks ended 29 July 2023 £000	52 weeks ended 30 July 2022 £000
Other interest receivable	405	15
Interest receivable from parent undertaking	83	-
	488	15

10. Interest payable and similar expenses

	52 weeks ended 29 July 2023 £000	52 weeks ended 30 July 2022 £000
Bank interest payable	-	17
Other interest payable	26	56
	26	73

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

11. Taxation

	52 weeks ended 29 July 2023 £000	52 weeks ended 30 July 2022 £000
Corporation tax		
Current tax on profits for the period	6,524	5,928
Adjustments in respect of prior periods	45	371
Total current tax	6,569	6,299
Deferred tax		
Origination and reversal of timing differences	593	580
Adjustments in respect of prior periods	(570)	(238)
Effect of a change in the tax rates	109	(749)
Total deferred tax	132	(407)
Taxation on profit on ordinary activities	6,701	5,892

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

11. Taxation (continued)

Factors affecting tax charge for the period

The tax assessed for the period is lower than (2022 - lower than) the standard rate of corporation tax in the UK of 21% (2022 - 19%). The differences are explained below:

	52 weeks ended 29 July 2023 £000	52 weeks ended 30 July 2022 £000
Profit on ordinary activities before tax	32,400	32,896
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 21% (2022 - 19%)	6,806	6,250
Effects of:		
Expenses not deductible for tax purposes	351	345
Tax rate changes	109	(749)
Foreign currency movements	(18)	(11)
Adjustments to tax charge in respect of previous periods	(525)	60
Short term timing difference leading to an increase in taxation	-	72
Income not taxable	(22)	(75)
Total tax charge for the period	6,701	5,892

Factors that may affect future tax charges

The UK corporate tax rate increased from 19% to 25% with effect from 1 April 2023. The standard current tax rate used in the accounts for the period ended 29 July 2023 is therefore 21%.

12. Dividends

	29 July 2023 £000	30 July 2022 £000
Interim dividend declared and paid in the period	15,000	50,000
	15,000	50,000

On 18 January 2023, the company declared an interim dividend of £15m (2022: £50m). This represented £7.5m per share (2022: £25m per share).

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

13. Intangible fixed assets**Group**

	Computer software £000
Cost	
At 31 July 2022	59,051
Additions	17,029
Foreign exchange movement	5
	<hr/>
At 29 July 2023	76,085
	<hr/>
Amortisation	
At 31 July 2022	28,646
Charge for the period	7,136
Foreign exchange movement	5
	<hr/>
At 29 July 2023	35,787
	<hr/>
Net book value	
At 29 July 2023	40,298
	<hr/> <hr/>
At 30 July 2022	30,405
	<hr/> <hr/>

£8,173k (2022: £2,257k) of computer software has not been amortised within the financial year as the projects are still work in progress.

Included in computer software is an ERP System with a carrying value of £15,483k (2022: £17,394k). The remaining useful life of the asset is 8 years (2022: 9 years).

Included within computer software additions are development costs of internal projects. Development costs have been capitalised in accordance with FRS 102 Section 18 Intangible Assets other than Goodwill and are therefore not treated, for dividend purposes, as a realised loss.

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

14. Tangible fixed assets

Group

	Long-term leasehold property £000	Plant and machinery £000	Fixtures and fittings £000	Office equipment £000	Computer equipment £000	Total £000
Cost or valuation						
At 31 July 2022	16,020	1,355	8,956	87	4,322	30,740
Additions	324	-	1,598	1	446	2,369
Exchange adjustments	38	-	4	-	2	44
At 29 July 2023	16,382	1,355	10,558	88	4,770	33,153
Depreciation						
At 31 July 2022	12,529	620	7,689	74	3,222	24,134
Charge for the period	1,332	345	836	8	569	3,090
Exchange adjustments	39	-	4	-	3	46
At 29 July 2023	13,900	965	8,529	82	3,794	27,270
Net book value						
At 29 July 2023	2,482	390	2,029	6	976	5,883
At 30 July 2022	3,491	735	1,267	13	1,100	6,606

£461k (2022: £53k) of leasehold improvement and computer hardware has not been depreciated within the financial year as the projects are still work in progress.

Office equipment and plant and machinery with a carrying value of £nil (2022: £51k) and £376k (2022: £701k), respectively, is held under finance leases.

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

15. Fixed asset investments

Company

	Investments in subsidiary companies £000
Cost or valuation	
At 31 July 2022	126
At 29 July 2023	126
Net book value	
At 29 July 2023	126
At 30 July 2022	126

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Principal activity	Class of shares	Holding
TWC Delivery Company Limited	2 Television Centre, 101 Wood Lane, London W12 7FR	Delivery of services for The White Company Group *	Ordinary	100%
The White Company (UK) Limited +	2 Television Centre, 101 Wood Lane, London W12 7FR	Sale of household accessories	Ordinary	100%
The White Company, Inc +	2 Television Centre, 101 Wood Lane, London W12 7FR	Sale of household accessories	Ordinary	100%
TWC Retail (Ireland) Limited +	2 Television Centre, 101 Wood Lane, London W12 7FR	Sale of household accessories	Ordinary	100%

+ Held directly by The White Company Holding Co Limited.

* Ceased trading on 1 January 2021.

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

15. Fixed asset investments (continued)

Subsidiary undertakings (continued)

The aggregate of the share capital and reserves as at 29 July 2023 and the profit or loss for the period ended on that date for the subsidiary undertakings were as follows:

Name	Aggregate of share capital and reserves £000	Profit/(Loss) £000
TWC Delivery Company Limited	33	-
The White Company (U.K.) Limited	58,533	25,337
The White Company, Inc	(48)	194
TWC Retail (Ireland) Limited	212	168

16. Stocks

	Group 29 July 2023 £000	Group 30 July 2022 £000
Finished goods and goods for resale	37,138	36,324
	<u>37,138</u>	<u>36,324</u>

There are no material differences between the replacement cost of stocks and the amounts stated above.

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

17. Debtors

	Group 29 July 2023 £000	Group 30 July 2022 £000
Due after more than one year		
Deferred tax asset (note 24)	3,046	3,177
	<u>3,046</u>	<u>3,177</u>
	Group 29 July 2023 £000	Group 30 July 2022 £000
Due within one year		
Trade debtors	6,460	5,728
Amounts owed by group undertakings	-	126
Other debtors	2,867	1,721
Prepayments and accrued income	4,885	4,904
Forward foreign currency contracts	-	361
	<u>14,212</u>	<u>12,840</u>

Amounts owed by group undertakings, the parent undertaking, are unsecured, interest free and repayable on demand.

18. Cash at bank and in hand

	Group 29 July 2023 £000	Group 30 July 2022 £000
Cash at bank and in hand	16,980	25,451
	<u>16,980</u>	<u>25,451</u>

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

19. Creditors: Amounts falling due within one year

	Group 29 July 2023 £000	Group 30 July 2022 £000
Finance leases	75	397
Trade creditors	17,759	16,668
Corporation tax	483	146
Other taxation and social security	2,307	2,223
Accruals and deferred income	36,827	42,801
Forward foreign currency contracts	484	-
	<u>57,935</u>	<u>62,235</u>

Accruals and deferred income include the amount payable of £5,573k (2022: £10,219k) to senior members of management under the LTIP scheme.

20. Creditors: Amounts falling due after more than one year

	Group 29 July 2023 £000	Group 30 July 2022 £000
Finance leases	-	75
	<u>-</u>	<u>75</u>

21. Finance leases

Analysis of the maturity of loans is given below:

	Group 29 July 2023 £000	Group 30 July 2022 £000
Amounts falling due within one year	75	397
Amounts falling due 2-5 years	-	75
	<u>75</u>	<u>472</u>

Certain plant and machinery is held under finance lease arrangements. Finance lease liabilities are secured by the related assets held under finance leases (see note 14). The lease agreements include fixed lease payments and a purchase option at the end of the lease term.

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

21. Finance leases (continued)

At 29 July 2023 the Group had future minimum lease payments due under finance leases for each of the following periods:

	Group 29 July 2023 £000	Group 30 July 2022 £000
Not later than 1 year	77	426
Later than 1 year and not later than 5 years	-	77
	<u>77</u>	<u>503</u>

22. Financial instruments

	Group 29 July 2023 £000	Group 30 July 2022 £000
Financial assets		
Financial assets measured at fair value through profit or loss	16,980	25,812
Financial assets that are debt instruments measured at amortised cost	9,527	7,629
	<u>26,507</u>	<u>33,441</u>
Financial liabilities		
Derivative financial instruments measured at fair value through profit or loss held as part of a trading portfolio	(484)	-
Financial liabilities measured at amortised cost	(54,661)	(59,941)
	<u>(55,145)</u>	<u>(59,941)</u>

Financial assets measured at fair value through profit or loss comprise derivative financial asset and bank balances.

Financial assets that are debt instruments measured at amortised cost comprise trade debtors, other debtors (excluding tax recoverable) and intercompany balances.

Derivative financial instruments measured at fair value through profit or loss held as part of a trading portfolio comprise derivative financial liability balance.

Financial liabilities measured at amortised cost comprise short and long term loans, trade creditors and accruals (excluding deferred income).

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

23. Derivative financial assets and liabilities

Forward foreign currency contracts

The following table details the forward foreign currency contracts outstanding as at the period-end:

Group	Average contract exchange rate		Notional Principal Value		Fair value	
	Period Ended 29 July 2023 Rate	Period Ended 30 July 2022 Rate	Period Ended 29 July 2023 £000	Period Ended 30 July 2022 £000	Period Ended 29 July 2023 £000	Period Ended 30 July 2022 £000
Due within one year						
Forward foreign currency contracts - EUR	1.1299	1.1742	3,541	2,132	(97)	(27)
Forward foreign currency contracts - USD	1.2548	1.2878	15,938	6,997	(387)	388
			19,479	9,129	(484)	361

Forward foreign currency contracts are valued using forward exchange rates and yield curves derived from the quoted interest rates matching maturities of the contracts. The valuation of forward foreign currency contracts are obtained from the bank contracted with.

24. Deferred taxation

Group

	2023 £000	2022 £000
At beginning of year	3,177	2,772
Deferred tax (charge)/credit to profit and loss account for the period	(701)	238
Adjustments in respect of prior periods	570	167
At end of year	3,046	3,177

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

24. Deferred taxation (continued)

The deferred tax asset is made up as follows:

	Group 29 July 2023 £000	Group 30 July 2022 £000
Timing differences relating to fixed assets	1,465	1,776
Short-term timing differences	1,581	1,401
	<u>3,046</u>	<u>3,177</u>

Deferred tax has been calculated at the tax rates expected to apply in the periods in which timing differences reverse, based on rates and laws enacted at the balance sheet date.

25. Provisions for liabilities

Group

	Dilapidations provision £000	Long term incentive plan £000	Total £000
At 31 July 2022	-	4,385	4,385
Charged to profit or loss	813	1,188	2,001
Reclassified to accruals	-	(5,573)	(5,573)
At 29 July 2023	<u>813</u>	<u>-</u>	<u>813</u>

Dilapidations provision is in relation to the planned exit of the Distribution Centre and expected to be utilised within 1 year.

Long term incentive plan provisions are expected to be utilised over the next 3 years. At the end of FY23 the company has elected to reclass the LTIP provision to include as an accrual (Note 19) due to the nature of the payment being certain at the year-end date.

26. Share capital

	29 July 2023 £	30 July 2022 £
Allotted, called up and fully paid		
2 Ordinary shares of £1.00 each	<u>2</u>	<u>2</u>

The Company has one class of ordinary shares which carry no right to fixed income.

THE WHITE COMPANY HOLDING CO LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 JULY 2023

27. Reserves

Share premium account

The share premium reserve contains the premium arising on issue of equity shares, net of issue expenses.

Revaluation reserve

The revaluation reserve represents exchange differences arising on translation of opening net assets of overseas operations at opening rate and the results of overseas operations at actual rate.

Profit and loss account

The profit and loss account represents cumulative profits or losses, net of dividends paid and other adjustments.

28. Pension commitments

The Group operates a defined contribution pension scheme. Contributions during the period totalled £1,268k (2022: £1,205k). The unpaid contributions outstanding at the period end were £247k (2022: £213k).

29. Commitments under operating leases

At 29 July 2023 the Group had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group	Group
	29 July	30 July
	2023	2022
	£000	£000
Not later than 1 year	14,188	14,607
Later than 1 year and not later than 5 years	36,776	35,937
Later than 5 years	3,184	4,196
	54,148	54,740

30. Financial guarantee contracts

The Group has a duty deferment guarantee in favour of HM Customs & Excise of £99,000 (2022: £99,000).

31. Related party transactions

In accordance with FRS102 s.33.1A: Related Party Disclosures, the Company is exempt from disclosing transactions with entities that are part of Bectin Limited Group as related parties, as it is a wholly owned subsidiary of a parent undertaking publishing consolidated financial statements.

THE WHITE COMPANY HOLDING CO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 29 JULY 2023**

32. Subsequent events

There have been no significant events affecting the Group since period end.

33. Controlling party

In the opinion of the Directors, the Company's ultimate parent company and ultimate controlling party is Bectin Limited, a company incorporated in United Kingdom. Bectin Limited is the parent undertaking of both the smallest and largest group in which the results of the Company are consolidated.

Copies of the consolidated financial statements of Bectin Limited may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ, United Kingdom.

Registered address of Bectin Limited is Tythrop Park, Kingsey, Aylesbury HP17 8LT, United Kingdom.