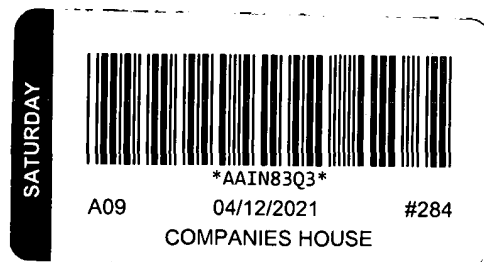


Company Registration No. 06861426 (England and Wales)

MASH HOLDINGS LIMITED
ANNUAL REPORT AND CONSOLIDATED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 26 APRIL 2020



MASH HOLDINGS LIMITED

COMPANY INFORMATION

Director	Mr M Ashley
Secretary	Eacotts International Limited
Company number	06861426
Registered office	Grenville Court Britwell Road Burnham Buckinghamshire SL1 8DF
Auditor	RSM UK Audit LLP 25 Farringdon Street London EC4A 4AB

MASH HOLDINGS LIMITED

CONTENTS

	Page
Strategic report	1 - 9
Director's report	10 - 17
Director's responsibilities statement	18
Independent auditor's report	19 - 21
Group statement of comprehensive income	22 - 23
Group balance sheet	24 - 25
Company balance sheet	26
Group statement of changes in equity	27 - 28
Company statement of changes in equity	29
Group statement of cash flows	30 - 31
Notes to the financial statements	32 - 97

MASH HOLDINGS LIMITED

STRATEGIC REPORT

FOR THE PERIOD ENDED 26 APRIL 2020

The Director presents the strategic report for the period ended 26 April 2020.

The significant components of the MASH Holdings Limited Group are Frasers Group Plc (Frasers), Newcastle United Football Club, which is part of the St James Holdings Limited Sub Group, and McGrove Developments Limited. All other subsidiaries are listed in note 18 on pages 56 to 80.

Review of the Businesses

Frasers Group Plc (formerly Sports Direct International Group)

Frasers has seen revenue increase by 6.9% to £3,957.4m in the period. UK Sports Retail increased 0.7% to £2,203.3m, which includes USC, Evans Cycles and GAME UK fascia sales. Premium Lifestyle revenue increased by 34.9% to £722.0m and European Retail increased by 16.3% to £697.7m including Heaton's (Republic of Ireland) and GAME Spain. Rest of World Retail revenue was £174.2m, down 19.3% and revenue in the Wholesale & Licensing division decreased by 2.0% to £160.2m.

Frasers turnover accounts for 96% of the total revenue, 98% of profit before tax and 86% of the total assets of the MASH Holding Group's consolidated accounts and is therefore highly material.

Frasers gross margin in the year decreased by 80 basis points from 42.8% to 42.0%. This was largely due to the acquisition of GAME Digital plc which contributes a lower margin rate. UK Sports Retail margin was down 110 basis points at 41.0% (FY19: 42.1%). Premium Lifestyle's gross margin increased by 210 basis points from 46.2% to 48.3% due to improved sell through as the product mix continued to improve. European Retail decreased 520 basis points from 43.6% to 38.4% largely due to the acquisition of GAME Spain which contributes a lower margin rate and increased stock provisioning. Rest of World Retail margin improved 420 basis points from 40.2% to 44.4%.

Frasers operating costs increased by 4.5% to £1,344.6m (FY19: £1,287.1m), mainly due to the acquisitions of GAME Digital plc, Jack Wills and Sofa.com. Excluding acquisitions, Frasers operating costs decreased by 13.2%.

As a result, Frasers underlying EBITDA for the year was up 5.0% to £302.1m (FY19: £287.8m). Excluding current year and prior year acquisitions and on a currency neutral basis, Frasers underlying EBITDA was in line with the prior period. UK Sports Retail underlying EBITDA was down 14.1% to £227.4m while Premium Lifestyle underlying EBITDA was £4.5m, up from a loss of £37.9m in FY19, European Retail underlying EBITDA was up 76.8% to £51.8m. Rest of World Retail was a loss of £6.8m, from a £0.9m loss in FY19 and Wholesale & Licensing underlying EBITDA decreased to £25.2m from £32.9m.

Frasers depreciation and amortisation charges have increased by 40.4% to £176.0m largely due to acquisitions, accelerated depreciation on leasehold stores which are onerous and a change in accounting estimate for the Everlast brand which is now being amortised over 15 years which previously had an indefinite life.

Frasers underlying profit before tax decreased 18.1% to £117.4m (FY19: £143.3m), largely due to the effects of Covid-19 including the closure of retail stores and associated provisioning and depreciation and amortisation charges.

Frasers generated underlying free cash flow during the year of £263.1m, down from £273.3m in the prior period. Net debt decreased by £12.5m to £366.0m at period end. Spend on acquisitions and capex including Glasgow Frasers, Brookfield Unit Trust (Cheshunt Retail Park) and warehouse automation was offset by disposal of properties, combined with continued strong cash generation in the core business.

At the reporting period end date, the total equity balance of Frasers was £1,280.3m.

MASH HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Newcastle United Football Club

Newcastle United Football Club (NUFC) Group's financial statements have been prepared for the period ending 31 July 2020. For the purposes of MASH Holdings Limited Group reporting, the NUFC Group's published accounts have been rolled back to reflect the activity for the year ending 26 April 2020.

NUFC Group's turnover accounts for 3.5% of the total revenue, 0.6% of profit before tax and 7% of the total assets of the MASH Holding Group's consolidated accounts.

Turnover for the period ended 26 April 2020 for this component was £144.0m (2019: £181.5m).

Media revenue fell £17.8m to £106.1m (2019: £123.9m). Commercial income including centrally distributed Premier League sponsors decreased by £0.3m to £25.9m (2019: £26.2m).

Operating expenses for the 13 month period were up £25.1m to £148m (12 months ended 30 June 2019: £122.9m), the additional month of (predominantly) wage costs outweighing any savings arising from the staging of the final 5 home matches behind closed doors. The wages to turnover ratio increased to 79.4% although this ratio is heavily impacted by the fall in income and the inclusion of an additional months costs.

The net effect of the above is a fall of £48.8m in operating profit before player amortisation and impairment from £53.5m to £4.7m.

Profit on disposal of players' registrations rose to £26.3m (2019: £24.6m). Amortisation increased (partly as a result of the additional month's charge) by £9.0m from £38.6m to £47.6m in addition to which an impairment charge of £11.1m was made in the period.

The overall impact of all of the above, is a loss of £26.0m before tax, reducing to £22.5m after a taxation credit of £3.4m (2019: £41.2m profit before tax, £34.7m profit after tax).

Principal risks and uncertainties

Principal risks in relation to Frasers are as follows:

Covid-19 - Frasers response to Covid-19 demonstrates that management's monitoring and mitigation of existing and emerging risks are embedded into the way Frasers manages the business. The future levels of risk presented by Covid-19 and its impacts on the global economy, the business and the sector in which it operates are uncertain. Frasers' business continuity and crisis management plans have been mobilised successfully across Frasers from the outset. Executive and senior management teams continue to manage the ongoing impacts on Frasers business as a principal risk and with the oversight of the Board.

In this context, Frasers continue to:

- prioritise the safety of its people and customers
- stress test our solvency and liquidity
- explore external analysis on its sector and the wider economy
- manage growth, performance and opportunity
- manage cash and financial controls in respect of spend and approvals
- understand, respond to and comply with Government guidelines in all respects
- manage its supply chain and supplier relationships
- re-align its strategic response in terms of our online trading capability and customer service response
- continue to evaluate the availability of its workforce to support operations

Frasers stores continued trading safely within Government guidelines where they were allowed to do so at the outset of the lockdown. Online capability was enhanced with speed and Frasers re-opened the remainder of its retail estate safely following subsequent Government updates and a comprehensive review of new operating requirements. Frasers continues to manage the effects and evaluate the ongoing uncertainties of Covid-19 as a priority. Its principal risks otherwise remain unchanged in substance other than mitigations continue to include the impacts of Covid-19 in context of those risks.

MASH HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Brexit has presented some challenges to Frasers in respect of administration, planning and logistics, but these are not currently considered to be material. Accordingly, Frasers evaluation of Brexit risk has reduced since the balance sheet date, though this remains part of Frasers ongoing monitoring of global macroeconomic conditions, events or political factors. The Company will continue to monitor the full effect of implementing the UK-EU Trade and Co-operation Agreement and the development of the trading relationship with the EU.

Third-party brand relationships, key suppliers and supply chain management - Key brands, brand suppliers and major manufacturers are central to Frasers business and elevation strategy. The supply chain is international and is subject to stringent management of supply chain logistics and working capital to secure and ensure the flow of product in line with Frasers strategic ambition. As a result there is a risk that Frasers fails to manage and leverage supplier and brand partner relationships successfully to secure the right products for the business at the right price and quality and to meet or exceed customer expectations; failure to mitigate these risks might impact elevation targets, performance and long-term growth. Frasers has a policy of forging long-term close commercial relationships which are underpinned by the commitment to product, elevation and customer excellence. The elevation strategy targets forging stronger relationships with key brand partners and this is an ongoing priority. Dedicated relationship partners and procurement and commercial teams are engaged by Frasers. Frasers utilises two leading supply chain companies to procure much of its own branded products and in the prior year created Sports Direct Asia Limited as a Frasers owned supply chain entity to further diversify risk. Frasers stock levels supported its position through the Covid-19 pandemic and it has continued to secure ongoing supplies due to the depth and breadth of commercial relationships. Suppliers sign-up to Frasers Code of Conduct / Supply Policy which enables Frasers to monitor and benchmark supplier performance and make changes where it deems necessary. Strong service level agreements are in place which help to support an effective supply chain network. Robust monitoring and management of stock levels and product availability.

Treasury, liquidity and credit risks - Short, medium and long-term funding arrangements support the Frasers operations and ability to meet financial obligations. Funding and liquidity are provided through bank loans, overdrafts and shareholders' funds. Interest rate risks arise on net borrowings. Foreign exchange risk arises from international trading: future sales and purchases in foreign currency, loans to non-UK subsidiaries and unhedged options to buy or sell foreign currency. Credit risk arises primarily through Wholesale & Licensing customers and there is some level of counter-party risk exposures though we do not consider these material. Failure to appropriately manage funding and liquidity positions might impact plans for growth, the ability to manage trading requirements meet longer-term liabilities and the ongoing viability of the Frasers business. Frasers Treasury function manages liquidity, interest rate and foreign exchange risks. Treasury policy with Board oversight outlines guardrails for operation, monitoring and reporting. Frasers Board reports on debt, covenants, funding and cash flow positions including stress testing. Investments of cash surplus, borrowings and derivative investments are made under pre-approved investment criteria. Forward foreign currency contracts are utilised to hedge against highly probable foreign currency trading transactions. Stress testing and analysis of business risk scenarios is undertaken. The working capital facility is available until November 2022. A credit policy is in place with regular monitoring of customer and counter-party credit risks.

Strategy - Frasers continues to deliver its elevation strategy which focuses on an enhanced product offering and enhanced customer experience across all fascias. Owned brands and advances in e-commerce delivery also remain integral to strategic growth. There is a risk that Frasers fails to deliver its strategy efficiently, effectively and on a timely basis, or the wrong strategy is adopted which impacts long-term growth, performance and ambition. The Board and senior management set and agree the strategy and undertake both regular and detailed annual review. Frasers is diverse in terms of geography and product and executive management is able to respond to strategic opportunities and challenges with agility to maximise strategic ambition. The impact of global economic and political factors or events are considered as part of strategic monitoring and monitoring of performance, markets and competition. Strong financial controls, reporting and analysis maximise resource allocations, profits and cash flow towards Frasers strategic targets and efficient and effective strategic delivery. Effective management of Frasers property portfolio supports its elevated direction aided by ongoing research for insights into consumer trends.

MASH HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Financial and business performance - Frasers operates on the high street and online in a highly competitive and challenging retail industry, both nationally and internationally. Its continued ability to manage its business on a sound financial basis and respond with agility to business and trading performance in all circumstances is critical to compete and grow in this environment and in line with its strategic ambition. Failure to manage business, trading and financial performance effectively might impact Frasers cash and funding positions, plans for growth, profitability or the ongoing viability of its business. To mitigate this risk, Frasers ensures strong CEO and Board level oversight of business performance, opportunities and key strategic initiatives resulting in strong financial and business leadership. Sound financial controls monitoring of revenues, budgets, costs, working capital and investments with cash flow and performance KPIs. Stress testing and analysis of business risk scenarios is performed. The business aims to maximise agility to respond to external events impacting revenue and consumer trends. Frasers invests in online trading capabilities, customer service and efficient integration processes. It maintains strength through the depth and breadth of its supply chain network and by utilising research and insights into consumer and retail competitor trends.

Customer - Customer engagement and retention is pivotal to Frasers whether that be on the high street or online. Harnessing customer value and loyalty is multi-faceted but underpinned by its product offerings, price and service. However, there is a risk that Frasers may fail to anticipate and respond to its customer needs or changes in consumer trends and spending or to drive and deliver customer service excellence which impacts its growth, value, reputation and strategic ambition. Ongoing monitoring of customer insights and feedback, and competitor and market trends, enables Frasers to respond to and drive its customer led strategy. This risk is further mitigated by: investment in customer service offering, systems and communication to understand and improve our customer experience; development and investment in online offering, capacity and capability; targeted social media and marketing programmes which support its customer groups; celebrity engagement in brand and product awareness; ongoing review of its Corporate Social Responsibility and Environmental Social and Governance agendas to support its strategy in line with its customer focus.

Legal and regulatory compliance - The legal and regulatory landscape in which Frasers operates as a business is constantly changing. Its commitment to deliver robustly on obligations is central to its culture and values. There is a risk that an action or incident may arise which results in a legal or regulatory breach and which impacts the business financially, commercially or reputationally and/or may result in litigation. The following controls and mitigations are in place to reduce this risk: an experienced and qualified in-house legal team provides core services and advice as well as oversight of new and emerging legislative and regulatory requirements; external advisers provide additional services and training in specialist areas as required by the business and legal team; key legislative and regulatory compliance risk areas are prioritised on an ongoing basis and include all Government mandated requirements in response to Covid-19, Frasers IP rights, listing rules, GDPR and Health & Safety as an ongoing priority. Frasers Code of Conduct supports its ethics, behaviours and culture and regulatory policies, which include, for example: Anti-Bribery & Corruption, Corporate Gifts & Hospitality, and Conflicts of Interest. Reviewing approach and content for mandatory induction, policies and ongoing training across relevant areas for all employees and colleagues. A review of framework for ongoing monitoring of compliance is in progress; Frasers legal team is a key contributor and adviser to the internal Risk and Compliance Steering Group.

Technology capability and infrastructure renewal - Frasers operates in a competitive and challenging customer-focussed market. Its systems need to be at the forefront of customer service excellence and support its end-to-end supply chain logistics. Available technology is constantly evolving and managing changes and transformation in this environment is a key focus. Therefore, a risk may arise as a result of Frasers failing to maximise the use of its existing technology or renew infrastructure in a timely and effective way to keep pace of change and support its strategic ambition. Frasers mitigates this risk by: ensuring a technology strategy is in place and aligned to its business strategy; forward programme of infrastructure renewal to operate its businesses efficiently and support its ability to compete; streamlining and decommissioning programme supports acquisitions and integration activity; investments in its online trading capabilities, warehouse management systems and in-store technology to enhance the end-to-end customer experience; experienced technology team supported by ongoing skills training to keep abreast of emerging technologies and customer leading insights; ongoing cycle of internal training programmes to support effective use of existing technologies and new technologies across the businesses as they are introduced and implementation of agile projects transformation.

MASH HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Cyber risks, data loss and data privacy - The threat of malicious or unauthorised attacks on systems and data is becoming increasingly sophisticated. Frasers systems are critical to its operations and trading. Frasers has legal and commercial obligations to protect the security and privacy of the data it holds and processes. Cyber-attacks may result in data loss and/or denial of service impacting the business financially through fines and penalties or lost trade as well as reputational damage, impacting its ability to operate. A further risk is that Frasers may fail to adequately protect the data it holds and processes resulting in legislative or regulatory breach, loss of trust and financial loss. Frasers mitigates this risk by ensuring:

- Strategies and policies are in place to support its IT security posture.
- Strong collaboration with leading industry service partners who provide core services beyond its in-house scale. Capability, delivery, security and savings are core drivers. The collaboration includes Microsoft and other strategic partnerships for content delivery network support for website and cyber mitigations.
- Protection tools, including encryption, and detection tools in place to support effective monitoring and reporting are reviewed regularly.
- Information Security function undertakes ongoing monitoring of threats and vulnerabilities.
- Annual external review of its cyber posture and penetration testing across Frasers Group.
- Ongoing internal training to enhance knowledge and mitigate data protection and privacy risks.
- Ongoing programme of security and privacy monitoring across Frasers Group and extended enterprise.
- The in-house legal team supports second-line monitoring and reporting of legislative compliance.
- Frasers continues to invest in GDPR training and communications (and local legislative equivalents in its overseas operations).

Business continuity management and incident response - Frasers head office and distribution centre at Shirebrook and e-commerce activity are critical to business operations. There is an ongoing and increasing reliance on the availability of technology. Frasers need the ability to respond to incidents effectively and on a timely basis to ensure continuity of operations and trade. There is a risk of Frasers failing to respond and recover effectively or on a timely basis to operational or IT incidents or events which might impact financially through lost revenue or have a reputational impact based on Frasers capability and communications. In order to mitigate this risk Business Continuity and IT Disaster Recovery plans are in place, regularly reviewed and tested. Governance structure also supports agile incident response with clear roles, responsibilities and reporting lines. Annual external review and challenge of Frasers processes is scheduled for continuous improvement. There is also an ongoing training programme to support good practice and knowledge sharing. Internal and external communications, marketing and PR capabilities are integral to Frasers incident response plan.

Frasers entities and extended enterprise - Frasers Group is complex and extensive and includes oversight of third-party, and extended enterprise partners and suppliers. Frasers are committed to ensure they have the right levels of transparency and monitoring across Frasers Group to enable effective oversight in line with their values and culture. There is a risk that Frasers fails to effectively monitor activities across Frasers Group entities, partners and suppliers who form part of their extended enterprise; which results in financial, reputational or legislative compliance issues. To mitigate this risk transparency across Frasers Group structure, extended enterprise and its changes is an ongoing priority and is subject to regular review and discussion. Oversight roles and responsibilities across Frasers Group structure support risk-based monitoring and assurance. Frasers maintain strength in their supply chain management and supplier and partner relationships. Risk and controls reporting across Frasers Group is subject to continuous improvement, including self-assessment processes for confirmation of compliance with key policies, controls and other Frasers requirements. Governance and monitoring of new investments, acquisitions and opportunities is also undertaken by Frasers. Frasers internal audit team is also developing third-line monitoring.

MASH HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

People, talent management and succession - Frasers business benefits from a depth and strength of knowledge, talent and experience which has long been pivotal to its success. Retaining and protecting this talent, providing for succession and an ongoing programme of attracting and developing new talent is core to Frasers people plans and objectives. The failure to attract, retain or develop talent across the business and implement effective succession planning might impact the ability to achieve business and strategic objectives and efficiency of growth transformation. The development of strong trainee management and apprenticeships programmes to support future talent are in place. There are also external hires to strengthen capability gaps as well as a policy of prioritising internal development and promotion wherever possible and actively encouraging cross-functional experience. Frasers is also working to improve appraisal processes with clear expectations for performance and opportunities for development. A new Head of Talent has been appointed to deliver on talent agenda and succession as well as a new HR Director being appointed to lead and enhance Frasers overarching people strategy, plans and objectives. An agenda for diversity and equality of opportunity is at the heart of what Frasers do. There has been an external culture assessment to add insights to the values and standards of conduct. Worker's Representative at Frasers Board level and supporting communications channels gives people a voice.

Newcastle United Football Club

The key business risks and uncertainties associated with the operation of a professional football club are as follows:

Covid-19 - The ongoing impact of Covid-19 and the uncertainty it presents around the key activities of the Group, is acknowledged as a significant additional risk at the current time.

Football tier - Not being in membership of the Premier League for any prolonged periods due to the impact on revenue streams.

Staff - Ability to recruit and retain playing staff and other key employees in what is a highly competitive market.

Injuries - Unavailability of key playing staff through injury.

Regulations - Changes to the rules and regulations of the FA, PL, EFL, UEFA and FIFA in areas such as: competition format, revenue distribution, profitability and sustainability rules, eligibility of players and operation of the transfer market.

Commercial contracts - Negotiation of key commercial contracts - including Premier League centrally negotiated broadcasting and commercial agreements.

Health and safety - Risks associated with the stadium operation on match and non-match days.

Cash management - The Club's financing requirements depend on many factors and these are kept under constant review including the impact of dealing with overseas customers and suppliers where transactions are subject to currency fluctuations.

The Group will take such action as is considered necessary to manage and/or mitigate these risks.

MASH HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Other Investment Activities

Another material component of the Group, McGrove Developments Limited, deals with the development of building projects.

The principal risks in relation to such investment activities are as follows:

- Identification of suitable investment opportunities.
- Risks associated with property investment and development, including project management costs, liability of suppliers, raising finance and managing cash flow. These are managed by engaging with skilled professionals and project managers to ensure appropriate action is taken on a timely basis and that projects are assessed for their viability on a continuous basis as they progress.

Financial risk management including derivatives, objectives, forward fixed rate currency contracts and policies

The Group uses financial instruments, comprising loans, cash and other liquid resources and various other items such as trade debtors, creditors and finance lease arrangements that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the Group's operations.

The main issues arising from the Group's financial instruments are liquidity risk, interest rate and foreign currency risk. The director reviews and agrees policies for managing each of these risks and they are summarised below. The policies have remained unchanged from the previous period.

In addition to the above the Group also has significant exposure to foreign exchange fluctuations relating to purchases made in foreign currency, principally the US dollar. The Group's policy is to reduce substantially the risk associated with purchases denominated in foreign currencies by using forward fixed rate currency purchase contracts, taking into account any foreign currency cash flows.

Liquidity risk

The Group seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs by negotiating adequate facilities from the Group's bankers and other lenders.

Interest rate risk

The Group finances its operations through a mixture of shareholders' equity, retained profits and bank borrowings. The Group's exposure to interest rate fluctuations is managed by the use of both fixed and floating facilities.

Foreign currency risk

The Group is exposed to transaction and translation foreign exchange risk. The Group seeks to minimise its exposure when possible.

Credit risk

Fraser's provides credit to some of its customers, primarily through the Brands division. Credit evaluations are performed on all customers requiring credit over a certain amount and concentration of risk is monitored.

Capital management

MASH Holdings Limited seeks to enhance shareholder value by capturing business opportunities as they develop. To achieve this goal, MASH Holdings Limited maintains sufficient capital to support its business. MASH Holdings Limited reviews its sufficiency of capital as appropriate, taking into consideration economic risks inherent in its business, regulatory requirements, and maintenance of a sufficient debt rating for its business.

MASH HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Key performance indicators

Group revenue

Group revenue increased by 5.7%, with Frasers revenue increasing by 6.9%, and Newcastle United revenue decreasing by 20.7%.

Profit before tax

Group profit before tax increased from £185.4m to £208.2m. This is largely due to the increase in group revenue as mentioned above.

Cash flow

The Group generated operating cash flow of £309.3m compared with the prior year of £280.4m. This is due to the increased profits in the year.

UK Sports Retail gross margin

UK Sports Retail gross margin decreased from 42.8% to 41.0% largely due to a lower margin rate from GAME UK acquired in the year. Excluding acquisitions gross margins increased to 43.5%.

Sports retail like-for-like stores gross contribution

Sports retail like-for-like stores gross contribution was down 6.6% compared to the previous period.

No. of Sports Retail stores

The number of Sports Retail stores increased from 968 to 1,534 largely due to the acquisition of GAME.

Employee turnover

During the period 29.0% of our UK salaried staff left the Group, which is an increase of 6.0% on the FY19 figure.

Packaging recycling

During the period 12,358 tonnes of packaging (2019: 12,807 tonnes) were recycled. We are actively reducing the amount of waste we send to landfill and segregate waste to ensure that we recycle as much as possible. Looking ahead, we will continue our commitment to minimise waste and improve energy efficiency across our stores.

Average league home attendance

The average attendance for league matches at home decreased from 51,116 to an average of 48,428. This excludes the games played behind closed doors due to Covid-19.

MASH HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Related Parties

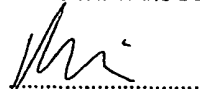
MM Prop Consultancy Limited, a company owned and controlled by Michael Murray, a member of Key Management, continues to provide property consultancy services to Frasers. MM Prop Consultancy Limited is primarily tasked with finding and negotiating the acquisition of new sites in the UK, Europe and Rest of the World for both the larger format stores and the combined retail and gym units. It also provides advice to Frasers in-house property team in relation to existing sites in the UK, Europe and Rest of the World. In the year, all properties are assessed and those that are considered by Frasers Independent Non-Executive Directors to have been completed and be eligible for review at the period end are assessed and valued by an independent valuer who confirms the value created by MM Prop Consultancy Limited. Frasers Independent Non-Executive Directors then review and agree the value created and have full discretion to approve a payment to MM Prop Consultancy Limited of up to 25% of the value created. There is a current pipeline of properties that may be eligible to be assessed both positively and negatively by the Non-Executive Directors in future years.


In FY19 £5.4m was provided, and during FY20 £4.3m was subsequently paid as Michael Murray agreed to waive a proportion of his fee and settle on 20% of the final agreed value created.

During FY19 MM Prop Consultancy Limited was paid £0.2m for the value estimated to have been created on a property in Sunderland. Subsequently in late FY20 the onward sale of that property realised an amount such that the actual value created could lead to a payment being due to MM Prop Consultancy Limited of £0.5m. The Group wishes to note the additional value created by MM Prop Consultancy Limited for which no fee is due.

At the period end £nil has been accrued as payable to MM Prop Consultancy Limited. Frasers Independent Non-Executive Directors consider this to be appropriate due to the effects of the Covid-19 pandemic which has resulted in significant economic uncertainty in the UK. With the widespread closure of businesses, furloughing of employees, people ordered to stay at home ("the lockdown") and the unprecedented economic environment; any property valuations would, at best, be uncertain and, at worst, be unreliable. As a consequence, it is not possible to quantify the value created on property transactions reliably. MM Prop Consultancy Limited has agreed to defer the valuation until a reliable assessment can be performed.

On behalf of the board


.....
Mr M Ashley
Director



3 December 2021

MASH HOLDINGS LIMITED

DIRECTOR'S REPORT

FOR THE PERIOD ENDED 26 APRIL 2020

The Director presents his annual report and financial statements for the period ended 26 April 2020.

Principal activities

The principal activities of the Group during the period ended were;

- the operation of a professional football club together with related and ancillary activities;
- retailing and wholesale distribution of sports and leisure clothing;
- licensing of group brands; and
- other investment activities.

Director

The Director who held office during the period and up to the date of signature of the financial statements was as follows:

Mr M Ashley

Results and dividends

The results of the Group for the period are set out on pages 22 to 23. The results for the Company are set out in Note 13.

Going concern

The Company and Group's business activities, financial position and factors likely to affect the future development and cash flows are set out within the strategic report. The Group operates in sectors of the economy which have been significantly impacted by the outbreak of Covid-19 and whilst there remains uncertainty related to the macro-economic environment, component management have prepared budgets and forecasts which demonstrate that the components are well positioned to continue to withstand the on-going impact of this. In making this assessment component management have considered cash required as well as the facilities available and compliance with covenant requirements, and have stress tested their forecasts using scenarios relevant to each component.

The Director has considered the uncertainties which impact the Group's trading operations and the impact that each such component, and the uncertainties associated with it, has on the ability of the Group to continue as a going concern. The Company is not reliant on any cash flows in the going concern assessment period from its components. The shareholder has also confirmed that he will not require repayment of the loan advanced to the Company should this compromise the going concern status of the Company and Group. On this basis, the Director has a reasonable expectation that the Company and Group will be able to continue in operational existence for the foreseeable future, being a period of not less than 12 months from the date of approval of these financial statements and for this reason he continues to adopt the going concern basis of preparation.

Director's indemnities

The Group has granted the Director 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 he may become liable in his 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.

Charitable and political donations

During the year, the Group made charitable donations of £384k (2019: £453k) in the UK. No political donations were made (2019: £nil).

Financial risk management strategies

Financial risk management strategies are discussed in the strategic report on pages 1 to 9.

MASH HOLDINGS LIMITED

DIRECTOR'S REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Diversity and equal opportunities

The Group's recruitment policy is to match the capabilities and talents of each applicant to the appropriate job. Factors such as gender, race, religion or belief, sexual orientation, age, disability or ethnic origin should be ignored and any decision which is made with regard to candidates should be irrespective of these. Discrimination in any form will not be tolerated under any circumstances within the Group.

Applications for employment by disabled persons are given full and fair consideration for all vacancies and are assessed in accordance with their particular skills and abilities. The Group endeavours to meet its responsibilities towards the training and employment of disabled people, and to ensure that training, career development and promotion opportunities are available to all.

The Group makes every effort to provide continuity of employment when our people become disabled. Attempts are made in every circumstance to provide employment, whether this involves adapting the current job role and remaining in the same job, or moving to a more appropriate job role. Job retraining and job adaptation are just two examples of how the Group works in the interests of its workforce to promote equal opportunities in order that an individual's employment within the Group may continue. The Group values the knowledge and expertise that our people have gained throughout their time with us, and therefore does not wish to lose valued members of staff.

Employee investment

The Group has continued its practice of keeping employees informed of matters affecting them as employees and the financial and economic factors affecting the performance of the Group.

Frasers Group plc:

The workforce is notified of announcements and major changes in the business via company emails, SLACK, social media and Frasers intranet, as well as information being communicated through line managers. Frasers has elected a Worker's Representative who attends all Board meetings and provides feedback from employees to the Frasers Board. Frasers also has the "Your Company, Your Voice" scheme which enables staff to raise issues of concern via suggestion boxes. The contributions are read by senior management and the Workers' Representative who provides the Board with an overview and replies to staff as appropriate. A selection of questions received, and answers given by management are displayed in communal areas for staff. During the year a series of presentations were made by senior management to staff at the Shirebrook campus to keep staff apprised of developments within Frasers. Topics covered included, property, the elevation strategy and finance.

Training programmes and induction courses provide the workforce with opportunities to keep up to date with the latest developments of Frasers. The retail conference offers attendees an opportunity to celebrate their success, receive updates on how Frasers strategy is progressing, and for them to judge how Frasers is performing via the 'Confident or Concerned' questionnaire.

There are various staff incentives available to Frasers retail colleagues. These incentives include the 5 Star Commission Scheme, Turnover Bonus, PBT Bonus, Stocktake Bonus and other commission schemes. These schemes may vary between fascia's. Retail colleagues (including casual workers) are also eligible to participate in the Fearless 1000 bonus scheme.

Fraser's relationship with their employees is paramount. The ongoing engagement with We are Wiser is focused establishing a strong and empowered culture throughout Frasers with outcomes showing that they offer a wealth of opportunities for hard working members of staff. Frasers appointment of Cally Price, the Non-executive Workforce Director, is evidence of how they want to focus on their employees to provide them with the best possible working environment.

Frasers Board agreed that senior management and the Board should take a pay cut during the first pandemic lockdown whilst ensuring that virtually all staff including those on furlough would receive 100% of their salaries. The Board recognised that there were challenging times ahead and that it was important to protect jobs and ensure colleague welfare during the lockdown period.

MASH HOLDINGS LIMITED

DIRECTOR'S REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Newcastle United Football Club:

The Club hugely values its workforce, many of whom are long serving, and engagement with staff at all levels of the organisation is a key objective of the Director and senior management team, especially so during the current remote working arrangements for the majority of the (non-footballing) workforce. In as far as confidentiality and commerciality allow, the Club strives to keep employees informed and updated on matters which may effect them. A staff intranet, for the communication and exchange of news and views, together with an employee forum (formed in 2019) provide a platform for on-going formal and informal engagement.

Business Relationships

Frasers Group plc

In all instances we aim to create and maintain open and transparent business relationships. We are currently investing in our customer service technology in order to respond to customers more quickly and effectively. We work with suppliers to ensure that relationships remain beneficial for both parties, and to ensure that modern slavery and human trafficking are not present in the supply chain. We work closely with regulators such as HMRC.

The Group worked closely with its suppliers and banks during the Covid-19 pandemic to ensure that the Group remains in the best possible financial situation. The Group has discussed the position with suppliers to try to reduce or defer orders/projects during the difficult time, and has spoken to our banking partners to ensure that cash is available should it be required.

Customers

Frasers aims to produce and deliver an unrivalled range and quality of products across different customer value propositions to appeal to a broad range of customers.

During FY20 and going forward Frasers are investing in customer service software to understand, evaluate and enhance customer experience. Fraser's website continues to undergo redevelopment with a customer focus and user experience in mind, making products easier to locate and providing customers with a smoother checkout experience. Loyalty schemes are one method Frasers use to show appreciation to customers.

Other steps taken to improve customer satisfaction are store designs tailored to the local markets following customer feedback, increased investment in third-party brands in response to customer demand as well as elevation in customer service offerings.

Suppliers

Frasers aim to forge strong, transparent relationships with all suppliers. This enables Frasers to provide customers with excellent products at affordable prices, allowing customers to continue to receive the level of quality that they have come to expect.

Fraser's suppliers have to be willing to sign up to the Group Ethics/Supply Policy, which establishes a relationship of trust and supports oversight and ongoing engagement. Fraser's suppliers have a vested interest in improving the efficiency of the supply chain, as well as limiting any negative environmental impact, by ensuring that packaging is kept to a minimum and is created from mainly recyclable materials whenever possible as it allows Frasers to work towards its environmental aims, as well as benefitting the world around us.

MASH HOLDINGS LIMITED

DIRECTOR'S REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Newcastle United Football Club:

Newcastle United is an active member of a number of regional business networks, and is currently a Gold Member of Newcastle Gateshead Initiative and a Partner Member of the North East Chamber of Commerce. These networks enable formal communication between the Club and regional stakeholders in industry and public sector agencies.

The Club has a roster of commercial and business partners at local, national and international level, building engagement with fans and other business partners for mutual impact. Local businesses are not only important customers but also form a key part of the Club's supply chain, particularly in areas such as stadium maintenance and IT.

The 2019 EY report on the Economic and Social Impact of Newcastle United highlighted the significant contribution made by the Club to the local economy. The Director and senior management team continue to work with other regional bodies to identify opportunities to host special sporting, cultural and business events at St. James' Park. These events bring important economic benefits to the region and ensure the city is on the map for inbound tourism.

Post reporting date events

Frasers Group plc

From 15 June 2020 all Frasers stores (with the exception of the Scottish stores which reopened on 13 July 2020), were fully reopened following the Government's lockdown as a result of the Covid-19 pandemic.

Frasers announced on the 29 June 2020 that it has increased its investment in Hugo Boss AG, and held the following interests in the common stock:

- 552,500 shares of common stock, representing 0.8% of Hugo Boss's total share capital
- 2,249,601 shares of common stock via contracts for difference, representing 3.2% of Hugo Boss's total share capital
- 4,260,000 shares of common stock via the sale of put options, representing 6.1% of Hugo Boss's total share capital

After taking into account the premium it will receive under the put options, Frasers maximum aggregate exposure in connection with its acquired interests in Hugo Boss is approx. €204.0m (approx. GBP £186.0m).

On 22 July 2020 Frasers sold certain IP relating to the Belong Business for a total consideration of \$10m (approx £8m). A further \$7.5m may be received over the following five years if certain criteria are met. There may also be additional revenue streams from advertising and sponsorships. As part of the sale, Frasers has agreed to license back some of the IP sold to continue to operate the BELONG Gaming Arenas in certain territories including the UK.

On 22 August 2020, Frasers acquired the trade and assets of DW Sports for cash consideration of £37m which is deemed to be the fair value of the consideration. The acquisition complements Frasers existing gym and fitness club portfolio and is consistent with Frasers elevation strategy.

On 4 May 2021 Frasers commenced a share buyback programme with the aggregate purchase price of all shares acquired under the programme to be no greater than £60m and the maximum number of shares to be purchased of 10m ordinary shares with a nominal value of 10p each. The purpose of the programme was to reduce the share capital of Frasers. 3,895,835 ordinary shares of 10p each for consideration of £22,429,985 were acquired through this programme.

MASH HOLDINGS LIMITED

DIRECTOR'S REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

On 21 June 2021 Frasers commenced an irrecoverable non-discretionary share buyback programme to purchase Frasers shares during the closed period which commenced on 21 June 2021 and ended on the day of reporting Frasers full FY21 results. The aggregate purchase price of all shares acquired under the programme were no greater than £60m and the maximum number of shares to be purchased were 10m ordinary shares with a nominal value of 10p each. The purpose of the programme was to reduce the share capital of Frasers. In total to date 2,024,127 ordinary shares of 10p each for consideration of £11,937,385 have been acquired through this programme.

On 6 August 2021 Frasers announced the commencement of a new share buyback programme from 9 August 2021 for the period up to and including the last trading date before Frasers holds its 2021 Annual General Meeting. The aggregate purchase price of all shares acquired under the Programme will be no greater than £56m. The maximum number of shares that may be purchased under the Programme will be 8m ordinary shares. The purpose of the programme is to reduce the share capital of Frasers.

Frasers Board has now confirmed the intention to transition the CEO role from Mike Ashley to Michael Murray over the course of FY22. It is intended that Michael Murray will assume the role of CEO on 1 May 2022. A reward and remuneration package has now been agreed on the assumption Michael Murray will assume the CEO role. Once Michael Murray assumes the Frasers CEO role, Mike Ashley will step down from the CEO role at the same time but would remain on the Frasers Board as an executive director. Frasers notes that it will be necessary for Mr Murray and Frasers to finalise the terms on which any relevant prior consultancy services agreements will terminate prior to 1 May 2022.

Frasers elevation strategy is transforming the business and receiving positive feedback from consumers and brand partners, especially on projects such as the new Oxford Street Sports Direct which opened in June 2021.

On 5 November 2021 Frasers announced that it has instructed Liberum Capital Limited in relation to an irrecoverable, non-discretionary share buyback programme to purchase the Company's shares during the forthcoming closed period, which commences on 8th November 2021 and will end on the day the Company reports its half year results (the "Closed Period Programme". The aggregate purchase price of all shares acquired from 4th October 2021 to the day the Company reports its half year results will be no greater than £70m. The maximum number of shares that may be purchased between 4th October 2021 to the day the Company reports its half year results will be 10m ordinary shares. The purpose of the Closed Period programme is to reduce the share capital of Frasers.

Newcastle United Football Club:

Subsequent to the Statement of financial position date the Club has committed to a further maximum net spend of approximately £48m (2019: £48m) in respect of changes to the playing squad and team management.

The 2020-21 Premier League season completed in May 21 with the Club finishing in 12th position.

On 2 July 2021 the Club announced a new multi-year partnership with British Sportswear group Castore. In addition to becoming the official kit supplier Castore will also take over the Clubs retail operations.

On 7 October 2021, St James Holdings, a 100% owned subsidiary of MASH Holdings Limited, completed the sale of the entire issued share capital of Newcastle United Limited. The total consideration paid to St James Holdings was £305m. There are no conditions attached to the sale and there is no deferred consideration owing as all payments were made on or before closing the sale.

MASH HOLDINGS LIMITED

DIRECTOR'S REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Future developments

Frasers Group Plc

Frasers is continuing to invest in its physical and digital elevation strategy and their omni-channel offering is growing in strength. Frasers stores in the UK have reopened above expectations and the online channel continues to significantly outperform pre-Covid-19 periods. Nonetheless, management remains of the view that there is a high risk of future Covid-19 pandemic restrictions.

The Board of Frasers has continued to consider the probable return of restrictions during the coming years. As the effects of the Covid-19 pandemic continue to cause future uncertainty, including the Delta variant surge, the Board of Frasers thus did not give market guidance on its annual results announcement on 5 August 2021.

Newcastle United Football Club

On 7th October 2021 the Group's investment in the Club was sold, for more details see note 37.

Other investment activities

The Group continues to seek out profitable investments and development projects.

The overall strength of our business model means that we are very well positioned for these challenges and targets. Our progress since the period end has slowed due to the impact of Covid-19.

Section 172 statement

s172 states: A Director of a company must act in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to:

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

The s172 Directors' Duty is to "promote the success of the Company for the benefit of its members as a whole", whilst having regard to other stakeholder interests. The duty emphasises that Directors must consider the wider impact of their decisions, rather than just the financial and strategic elements. The Directors should create a culture whereby the long-term consequences of its actions and the long-term success of the Group are given due consideration.

The Director takes care to consider the interests of all stakeholders when deciding on courses of action, but he also recognises that the result will not always be a positive one for all stakeholder groups. The Director takes into consideration the strategy, purpose, values and culture of the business when making his decisions.

Further details pertinent to Frasers and Newcastle United can be found in their respective individual financial statements.

MASH HOLDINGS LIMITED

DIRECTOR'S REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Energy and carbon report

The Group's CO2 emissions and supporting metrics for the period are detailed below:

Energy consumption	kWh
Aggregate of energy consumption in the year	394,956,909
Emissions of CO2 equivalent	tCO2e used
Scope 1 - direct emissions	23,114
Scope 2 - indirect emissions	69,586
Scope 3 - other indirect emissions	7,550
Total gross emissions	100,250
Intensity ratio	
Tonnes per £m turnover	24.5

Quantification and reporting methodology

The Group reports energy consumed through building operations and staff travel following the GHG Reporting Protocol (including scopes 1, 2 and 3) and Environmental Reporting Guidelines, including streamlined energy and carbon reporting guidance. Scope 2 reporting uses the market-based calculation approach.

Intensity measurement

The chosen intensity measurement ratio is total gross emissions in metric tonnes CO2e per £m turnover, the recommended ratio for the sector.

Measures taken to improve energy efficiency

Fraser's:

Fraser's have engaged the services of a number of leading consultancies to independently survey and review sites which has resulted in a number of findings into how Fraser's can reduce their energy consumption across their property portfolio. Fraser's now have the vast majority of sites upgraded to smart meters which send live and accurate data into monitoring and alerts system. This allowed Fraser's to trial over a selected number of stores a monitoring and bureau service, which has resulted in a 10.3% reduction in energy used over a 6 month period vs the prior year. Fraser's are also actively reviewing the business case for other energy saving initiatives including solar PV installations on sites, battery storage opportunities and EV charging stations at appropriate stores and Head Office.

With the exclusion of Shirebrook, the electricity supplied to all of Fraser's stores and gyms is from 100% renewable sources. Shirebrook electricity is from a local independent power supplier.

Fraser's recognises their responsibility to manage the impact their business has on the environment and are committed to reducing this both now and in the future.

Fraser's continue to comply with the Government's Carbon Reduction Commitment and have identified key areas where they can make a difference, in particular energy usage in their stores, transport and waste management. As a Group Fraser's realise that information and knowledge are key factors in helping the environment. During FY2020 a number of team members attended an event aimed at collaborating across entire supply chains to consider and resolve fundamental environmental problems such as plastics, circularity, climate and fair wages. Fraser's are putting their learnings from this event into practice on a daily basis.

MASH HOLDINGS LIMITED

DIRECTOR'S REPORT (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Frasers have embarked on several energy efficiency projects during the period with heat recovery systems implemented in the gyms, trialing the use of LED lighting in stores and installing 'last man out' switches in their properties. Frasers is committed to continually improving its emissions and new stores will be fitted with LED lighting and high efficiency air conditioning systems.

Frasers regularly review their carbon footprint with an aim to making reductions. The implementation of voice picking system has led to a reduction of paper usage by 17m sheets, saving over 2,000 trees on average per year.

Newcastle United Football Club:

The Club has been committed to improving its environmental impact for many years. The Club engaged the services of an external energy consultant back in 2008 and have been guided by policy to make year on year reduction regarding environmental emissions.

There has been considerable investment at St James Park Stadium, the Club's Training Ground and Academy which has seen improvements every year including lighting upgrades and controls, boiler optimisation, borehole, combined heat and power (CHP), better practice, monitoring and targeting software, regular energy audits and a daily optimised building management system to match the Clubs daily operating patterns.

The Club is also pleased to confirm that they generated 1,418,726 kilowatts of electricity, saving 362 tCO₂e via renewable generation in this period.

The Club will continue to seek improvements in energy consumption in the coming years but with the uncertainty of the current virus situation it is difficult to estimate what this would look like.

Statement of disclosure to auditor

The director confirms that:

- so far as the director is aware, there is no relevant audit information of which the auditor of the company is unaware; and
- the director has taken all the necessary steps that they ought to have taken as director in order to make them aware of all relevant audit information and to establish that the auditor of the company is aware of that information.

RSM UK LLP were appointed as auditor to the Group and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

On behalf of the board



Mr M Ashley
Director

Date: 3 December 2021

MASH HOLDINGS LIMITED

DIRECTOR'S RESPONSIBILITIES STATEMENT

FOR THE PERIOD ENDED 26 APRIL 2020

The Director is responsible for preparing the Strategic Report and the Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare Group and Company financial statements for each financial year. Under that law the Director has 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 director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the Group and Company and of the profit or loss of the company for that period. In preparing these financial statements, the director is 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 group and company will continue in business.

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

MASH HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MASH HOLDINGS LIMITED

Opinion

We have audited the financial statements of MASH Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the period from 29 April 2019 to 26 April 2020, which comprise the Group Statement of Comprehensive Income, the Group Balance Sheet, the Company Balance Sheet, the Group Statement of Changes in Equity, the Company Statement of Changes in Equity, the Group Statement of Cash Flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 26 April 2020 and of the group's profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 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.

The impact of macro-economic uncertainties on our audit

Our audit of the financial statements requires us to obtain an understanding of all relevant uncertainties, including those arising as a consequence of the effects of macro-economic uncertainties such as Covid-19 and Brexit. All audits assess and challenge the reasonableness of estimates made by the directors and the related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the group's future prospects and performance.

Covid-19 and Brexit are amongst the most significant economic events currently faced by the UK, and at the date of this report their effects are subject to unprecedented levels of uncertainty, with the full range of possible outcomes and their impacts unknown. We applied a standardised firm-wide approach in response to these uncertainties when assessing the group's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company associated with these particular events.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the director's use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the director has not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's or the parent company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

In our evaluation of the directors' conclusions, we considered the risks associated with the group's business, including effects arising from macro-economic uncertainties such as Covid-19 and Brexit, and analysed how those risks might affect the group's financial resources or ability to continue operations over the period of at least twelve months from the date when the financial statements are authorised for issue. In accordance with the above, we have nothing to report in these respects.

MASH HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF MASH HOLDINGS LIMITED

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the group or company will continue in operation.

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 director is responsible for the other information. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

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 strategic report and the director's report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the director's report have been prepared in accordance with applicable legal requirements.

Matter on which we are required to report under the Companies Act 2006

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the director's report.

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept 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.

Responsibilities of the director for the financial statements

As explained more fully in the director's responsibilities statement set out on page 17, the director is 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 director determines 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 director is 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 director either intends to liquidate the group or the parent company or to cease operations, or has no realistic alternative but to do so.

MASH HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF MASH HOLDINGS LIMITED

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 Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

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

Rsm UK Audit LLP

Mark Harwood
(Senior Statutory Auditor)
for and on behalf of RSM UK Audit LLP

3 December 2021

Chartered Accountants
Statutory Auditor

25 Farringdon Street
London
EC4A 4AB

MASH HOLDINGS LIMITED

GROUP STATEMENT OF COMPREHENSIVE INCOME

FOR THE PERIOD ENDED 26 APRIL 2020

		Period ended 26 April 2020 £000	Period ended 28 April 2019 £000
	Notes		
Turnover	3	4,108,528	3,885,200
Cost of sales		(2,298,496)	(2,118,535)
Gross profit		1,810,032	1,766,665
Distribution costs		(1,125,077)	(1,077,496)
Administrative expenses		(487,063)	(530,439)
Exceptional costs	4	(8,735)	(12,400)
Profit on sale of properties		54,188	8,351
Other operating income		23,637	23,438
Operating profit	5	266,982	178,119
Share of results of associates		4,484	(8,612)
Interest receivable and similar income	9	19,831	17,402
Interest payable and similar expenses	10	(18,625)	(19,449)
Fair value gains and losses	11	(72,958)	(6,145)
Profit on disposal of players' registrations		-	24,110
Profit before taxation		199,714	185,425
Tax on profit	12	(71,064)	(91,417)
Profit for the financial period		128,650	94,008
Other comprehensive profit / (loss)			
Currency translation differences		8,095	(10,263)
Total comprehensive income for the period		136,745	83,745

The Statement of Comprehensive Income has been prepared on the basis that all operations are continuing operations.

The accompanying accounting policies and notes on pages 32 to 97 form part of these Financial Statements.

MASH HOLDINGS LIMITED

GROUP STATEMENT OF COMPREHENSIVE INCOME

FOR THE PERIOD ENDED 26 APRIL 2020

	Period ended 26 April 2020 £000	Period ended 28 April 2019 £000
Notes		
Profit for the financial period is attributable to:		
- Owners of the parent company	61,915	60,229
- Non-controlling interests	66,735	33,779
	<u>128,650</u>	<u>94,008</u>
Total comprehensive income for the period is attributable to:		
- Owners of the parent company	66,196	53,969
- Non-controlling interests	70,549	29,776
	<u>136,745</u>	<u>83,745</u>

The Statement of Comprehensive Income has been prepared on the basis that all operations are continuing operations.

The accompanying accounting policies and notes on pages 32 to 97 form part of these Financial Statements.

MASH HOLDINGS LIMITED

GROUP BALANCE SHEET

AS AT 26 APRIL 2020

		2020		2019	
	Notes	£000	£000	£000	£000
Fixed assets					
Goodwill	14		89,350		106,181
Other intangible assets	14		116,682		90,444
Total intangible assets			206,032		196,625
Tangible assets	15		1,120,383		952,242
Investment properties	16		76,343		91,213
Investments	17		84,013		95,848
			1,486,771		1,335,928
Current assets					
Stocks	21	1,424,294		1,208,513	
Debtors	22	623,424		703,417	
Cash at bank and in hand		585,129		488,004	
		2,632,847		2,399,934	
Creditors: amounts falling due within one year	23	(939,725)		(741,069)	
Net current assets			1,693,122		1,658,865
Total assets less current liabilities			3,179,893		2,994,793
Creditors: amounts falling due after more than one year	25		(942,279)		(841,134)
Provisions for liabilities	28		(518,971)		(497,799)
Defined benefit pension liability	30		(1,931)		(1,886)
Net assets			1,716,712		1,653,974

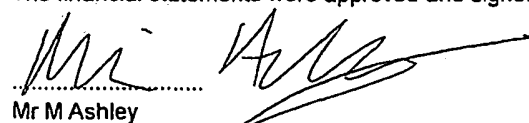
MASH HOLDINGS LIMITED

GROUP BALANCE SHEET (CONTINUED)

AS AT 26 APRIL 2020

		2020		2019	
	Notes	£000	£000	£000	£000
Capital and reserves					
Called up share capital	31		1		1
Share premium account	33		241,517		241,517
Other reserves	33		(248,588)		(253,747)
Profit and loss reserves	33		1,003,247		1,016,225
Equity attributable to owners of the parent company			996,177		1,003,996
Non-controlling interests			720,535		649,978
Total equity			1,716,712		1,653,974

The financial statements were approved and signed by the director and authorised for issue on 3 December 2021



 Mr M Ashley
 Director

The accompanying accounting policies and notes on pages 32 to 97 form part of these Financial Statements.

MASH HOLDINGS LIMITED

COMPANY BALANCE SHEET

AS AT 26 APRIL 2020

	Notes	2020 £000	2019 £000
Fixed assets			
Investments	17	44,031	44,031
Current assets			
Debtors	22	568,948	567,538
Cash at bank and in hand		16,360	37,944
		<u>585,308</u>	<u>605,482</u>
Creditors: amounts falling due within one year	23	<u>(88,243)</u>	<u>(106,347)</u>
Net current assets		497,065	499,135
Net assets		<u>541,096</u>	<u>543,166</u>
Capital and reserves			
Called up share capital	31	1	1
Share premium account	33	241,517	241,517
Profit and loss reserves		299,578	301,648
Total equity		<u>541,096</u>	<u>543,166</u>

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's loss for the period was £2,070k (2019: loss £7,558k).

The financial statements were approved and signed by the director and authorised for issue on 3 December 2021


 Mr M Ashley
 Director

Company Registration No. 06861426

The accompanying accounting policies and notes on pages 32 to 97 form part of these Financial Statements.

MASH HOLDINGS LIMITED

GROUP STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 26 APRIL 2020

	Notes	Share capital £000	Share premium account £000	Merger reserve £000	Own share reserve £000	Foreign currency reserve £000	Revaluation reserve £000	Profit and loss reserves £000	Total controlling interest £000	Non-controlling interest £000	Total £000
Balance at 29 April 2018		1	241,517	(239,498)	(69,029)	76,161	-	940,673	949,825	620,102	1,569,927
Period ended 28 April 2019:											
Profit for the period		-	-	-	-	-	-	60,229	60,229	33,779	94,008
Other comprehensive loss:											
Currency translation differences		-	-	-	-	(6,260)	-	-	(6,260)	(4,003)	(10,263)
Total comprehensive loss for the period		-	-	-	-	(6,260)	-	60,229	53,969	29,776	83,745
Purchase of own shares by subsidiary undertaking		-	-	-	(5,600)	-	-	(1,671)	(7,271)	-	(7,271)
Transfer of shares from Own share reserve to Profit and loss reserves		-	-	-	7,473	-	-	-	7,473	-	7,473
Non-controlling interest - acquisition		-	-	-	-	-	-	-	-	100	100
Transfer from foreign currency reserve to profit and loss reserve		-	-	-	-	(16,994)	-	16,994	-	-	-
Balance at 28 April 2019		1	241,517	(239,498)	(67,156)	52,907	-	1,016,225	1,003,996	649,978	1,653,974

MASH HOLDINGS LIMITED

GROUP STATEMENT OF CHANGES IN EQUITY (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

	Notes	Share capital £000	Share premium account £000	Merger reserve £000	Own share reserve £000	Foreign currency reserve £000	Revaluation reserve £000	Profit and loss reserves £000	Total controlling interest £000	Non-controlling interest £000	Total £000
Balance at 28 April 2019		1	241,517	(239,498)	(67,156)	52,907	-	1,016,225	1,003,996	649,978	1,653,974
Period ended 26 April 2020:											
Profit for the period		-	-	-	-	-	-	61,915	61,915	66,735	128,650
Other comprehensive loss:											
Currency translation differences		-	-	-	-	4,281	-	-	4,281	3,814	8,095
Total comprehensive income for the period		-	-	-	-	4,281	-	61,915	66,196	70,549	136,745
Purchase of own shares by subsidiary undertaking	33	-	-	-	181	-	-	(74,196)	(74,015)	-	(74,015)
Acquisition of subsidiary		-	-	-	-	-	-	-	-	8	8
Transfer to revaluation reserve		-	-	-	-	-	697	(697)	-	-	-
Balance at 26 April 2020		1	241,517	(239,498)	(66,975)	57,188	697	1,003,247	996,177	720,535	1,716,712

The accompanying accounting policies and notes on pages 32 to 97 form part of these Financial Statements.

MASH HOLDINGS LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 26 APRIL 2020

	Share capital £000	Share premium account £000	Profit and loss reserves £000	Total £000
Balance at 30 April 2018	1	241,517	309,206	550,724
Period ended 28 April 2019:				
Loss and total comprehensive income for the period	-	-	(7,558)	(7,558)
Balance at 28 April 2019	1	241,517	301,648	543,166
Period ended 26 April 2020:				
Loss and total comprehensive income for the period	-	-	(2,070)	(2,070)
Balance at 26 April 2020	1	241,517	299,578	541,096

The accompanying accounting policies and notes on pages 32 to 97 form part of these Financial Statements.

MASH HOLDINGS LIMITED

GROUP STATEMENT OF CASH FLOWS

FOR THE PERIOD ENDED 26 APRIL 2020

		2020		2019	
	Notes	£000	£000	£000	£000
Cash flows from operating activities					
Cash generated from operations	42		410,176		323,070
Income taxes paid			(58,477)		(42,673)
Net cash inflow from operating activities			351,699		280,397
Investing activities					
Purchase of intangible assets		(75,133)		(48,542)	
Proceeds on disposal of intangibles		30,858		39,401	
Purchase of tangible fixed assets		(323,832)		(159,746)	
Proceeds on disposal of tangible fixed assets		118,822		21,049	
Purchase of investment property		(778)		(735)	
Purchase of subsidiaries, net of cash acquired		(7,268)		(98,713)	
Investment in associates		(5,560)		-	
Purchase of fixed asset investments		(24,791)		(57,842)	
Proceeds on disposal of fixed asset investments		4,865		54,921	
Other investments and loans made		(233)		(259)	
Proceeds from other investments and loans		28		-	
Interest received		11,941		2,451	
Other investment income received		490		3,351	
Net cash used in investing activities			(270,591)		(244,664)
Financing activities					
Exercise of option over non-controlling interests		-		100	
Purchase of own shares by subsidiary undertaking		(43,892)		(7,296)	
Proceeds from borrowings		509,992		464,401	
Repayment of borrowings		(436,500)		(395,000)	
Interest paid		(16,313)		(13,105)	
Net cash generated from financing activities			13,287		49,100

MASH HOLDINGS LIMITED

GROUP STATEMENT OF CASH FLOWS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

Notes	2020	2019
	£000	£000
	£000	£000
Net increase in cash and cash equivalents	94,395	84,833
Cash and cash equivalents at beginning of period	488,004	399,996
Effect of foreign exchange rates	2,730	3,175
Cash and cash equivalents at end of period	<u>585,129</u>	<u>488,004</u>
Relating to:		
Cash at bank and in hand	585,129	488,004

The accompanying accounting policies and notes on pages 32 to 97 form part of these Financial Statements.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 26 APRIL 2020

1 Accounting policies

Company information

MASH Holdings Limited ("the company") is a private company limited by shares and is incorporated in England and Wales. The registered office is: Grenville Court, Britwell Road, Burnham, SL1 8DF. The Group financial statements consolidate those of the Company and its subsidiaries (together referred to as 'the Group'). The results of subsidiaries acquired and sold are consolidated for the periods from or to the date on which control passed. The Parent Company financial statements present information about the Company as a separate entity and not about its Group.

1.1 Accounting convention

These financial statements, which include the Group and the Parent Company, 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 have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

The accounting policies set out below have been applied consistently for the Group to all periods presented in these consolidated financial statements. The financial statements are prepared on the going concern basis. The company has taken advantage of the exemption in section 408 of the Companies Act 2006 from disclosing its individual profit and loss account. The financial statements have been prepared for the period 29 April 2019 to 26 April 2020. The comparative figures are for the period 30 April 2018 to 28 April 2019. The financial statements are presented in Pounds Sterling (£'000s).

The reporting dates of St James Holdings Limited and Newcastle United Limited are 30 June 2020 and 31 July 2020 respectively, whereas the Group reporting date is 26 April 2020. Where significant transactions or events occur between the two dates, the subsidiaries' results are adjusted to reflect the position as at the Group reporting date.

1.2 Basis of consolidation

The consolidated financial statements represent the results of the Group and its own subsidiaries ("the Group") as if they form a single entity. Interests in associates and joint ventures are equity accounted. Intercompany transactions and balances are therefore eliminated in full on consolidation.

1.3 Merger accounting

The transactions to acquire the shares of St James Holdings Limited and Frasers Group plc constituted a group reconstruction and were accounted for using merger accounting principles. Therefore, the consolidated financial statements of MASH Holdings Limited are presented as if MASH Holdings Limited and the subsidiaries acquired in the group reconstruction had always been part of the same group. Adjustments are made to eliminate the profit or loss arising on the transactions with associates to the extent of the Group's interest in the entity. Where a subsidiary has different accounting policies to the Group, adjustments are made to these subsidiaries' financial statements to apply the Group's accounting policies when preparing the consolidated financial statements.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

1 Accounting policies

(Continued)

1.4 Business combinations

Acquisitions of subsidiaries are accounted for using the purchase method. The cost of the business combination is measured at the aggregate of the fair values (at the date of exchange) of assets given, liabilities incurred or assumed, and equity treatments issued by the Group in exchange for control of the acquiree. Any excess of the cost of the business combination over the acquirer's interest in the net fair value of the identifiable assets and liabilities is recognised as goodwill.

If the net fair value of the identifiable assets and liabilities acquired exceeds the cost of a business combination, the excess up to the fair value of non-monetary assets acquired is recognised in profit or loss in the periods in which the non-monetary assets are recovered. Any excess exceeding the fair value of non-monetary assets acquired is recognised in profit or loss in the periods expected to be benefited.

The consolidated financial statements incorporate the financial statements of the company and entities controlled by the Group (its subsidiaries). Control is achieved where the Group 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 total comprehensive income from the effective date of acquisition and up to the effective date of disposal, as appropriate using accounting policies consistent with those of the parent.

1.5 Going concern

The Company and Group's business activities, financial position and factors likely to affect the future development and cash flows are set out within the strategic report. The Group operates in sectors of the economy which have been significantly impacted by the outbreak of Covid-19 and whilst there remains uncertainty related to the macro-economic environment, component management have prepared budgets and forecasts which demonstrate that the components are well positioned to continue to withstand the on-going impact of this. In making this assessment component management have considered cash required as well as the facilities available and compliance with covenant requirements, and have stress tested their forecasts using scenarios relevant to each component.

The Director has considered the uncertainties which impact the Group's trading operations and the impact that each such component, and the uncertainties associated with it, has on the ability of the Group to continue as a going concern. The Company is not reliant on any cash flows in the going concern assessment period from its components. The shareholder has also confirmed that he will not require repayment of the loan advanced to the Company should this compromise the going concern status of the Company and Group. On this basis, the Director has a reasonable expectation that the Company and Group will be able to continue in operational existence for the foreseeable future, being a period of not less than 12 months from the date of approval of these financial statements and for this reason he continues to adopt the going concern basis of preparation.

1.6 Merger relief

Where the company acquired 100% of the shares of St James Holdings Limited by the issue of its own ordinary shares the conditions for merger relief under the Companies Act 2006 were met. The Company has chosen to account for this transaction at nominal value in the parent company financial statements and therefore recognises the cost of investment in St James Holdings Limited at the nominal amount of the shares issued. As a result no share premium or merger reserve arises.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

1 Accounting policies

(Continued)

1.7 Associates

Associates are entities over which the Group has significant influence but not control, generally accompanied by a share of between 20% and 50% of the voting rights.

The Group's share of the results of associates is included in the Group's consolidated profit and loss account using the equity method of accounting. Investments in associates are carried in the Group's consolidated balance sheet at cost plus post acquisition changes in the Group's share of the net assets of the associates, less any impairment in value. The carrying values of investments in associates include acquired goodwill.

Unrealised gains arising from transactions with associates are eliminated to the extent of the Group's interest in the entity.

1.8 Listed and other investments

Equity investments are measured at fair value through profit or loss, except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably, which are recognised at cost less impairment until a reliable measure of fair value becomes available.

Investments in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

1.9 Turnover

Revenue is recognised at the fair value of the consideration received or receivable and represents the amounts receivable for goods and services rendered net of returns, discounts and rebates allowed by the Group and Value Added Taxes. The Group recognises revenue when (a) the significant risks and rewards of ownership have been transferred to the buyer; (b) the Group retains no continuing involvement or control over the goods; (c) the amount of revenue can be measured reliably; (d) it is probable that future economic benefit will flow to the entity.

Retailing and wholesale distribution of sports and leisure clothing

In the case of goods sold through retail stores, revenue is recognised when the substantial risks and rewards of ownership are transferred upon the receipts of goods by the customer less provision for returns. Accumulated experience is used to estimate and provide for such returns at the time of the sale. Retail sales are usually in cash, by debit card or by credit card.

In the case of goods sold on the internet revenue is recognised at the point that the risks and rewards of the inventory have passed to the customer, which is the point of delivery to the customer. Transactions are settled by credit card or payment card. Provisions are made for internet credit notes based on the expected level of returns, which in turn is based upon the historical rate of returns.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

1 Accounting policies

(Continued)

In the case of goods sold to other businesses via wholesale channels, revenue is recognised when the substantial risks and rewards of ownership are transferred to the customer which is the point of delivery to the customer.

In the case of income generated from trademarks and licences, revenue is recognised on a right of access basis and is linked to sale or purchase volumes in accordance with the relevant agreements. Royalty income is not recognised until the later of the related sale being made or the performance obligation being satisfied (or partially satisfied).

In the case of gym membership fees that are received in advance, revenue is deferred and recognised over the period of a customer's membership.

In the case of revenue from third party commission on concession sales within the House of Fraser department stores this is recognised when goods are sold to the customer. As we act as the agent this is stated at the full value of the commission that the Group receives on the transaction.

For loyalty schemes, as points are earned by customers the estimated fair value of the points to the customer is deferred. The deferral is based on the estimated level of vouchers being triggered at the contractual threshold levels and based on the estimated level of redemption. The deferral is treated as a deduction from revenue.

Operation of professional football club and ancillary activities

Turnover represents income arising from sales to third parties, and excludes transfers fees receivable, which are dealt with in the profit and loss on disposal of players' registrations, and value added tax. Turnover in relation to the operation of the professional football club can be classified into three major streams, within which significant amounts are accounted for as follows:

- **Match Day**

Season ticket and corporate hospitality revenue is recognised over the period of the football season as home matches are played. Cash received in advance for season tickets is initially accounted for as deferred income and released to revenue over the course of the season.

- **Media**

Fixed elements of central broadcasting contracts are recognised over the period of the football season as league matches (home and away) are played. Television appearance fees are accounted for as earned. The merit based payment is recognised at the end of the league season, when the final league position is known.

- **Commercial**

Sponsorship contracts are recognised over the duration of the contract, either on a straight-line basis, or over the period of the football season, as appropriate based on the terms of the contract. Catering revenues are recognised on an earned basis. Revenue from the sale of branded products is recognised at the point of despatch when significant risks and rewards or ownership are deemed to have been transferred to the buyer.

- **Other Income**

Other income includes grants, monies received from insurance claims and fees in respect of players' international duties. Grants are accounted for under the accruals model and all other income is recognised on an accruals basis.

Licensing of group brands

Revenue granted from trademarks and licences is recognised on an accruals basis in accordance with the relevant agreements or on a transactional basis when revenue is linked to sale of purchase volumes.

Other investment activities

Revenue from other investment activities includes rental income derived from the letting of freehold property and is recognised on a straight line basis over the term of the lease.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

1 Accounting policies

(Continued)

1.10 Acquired players' registrations

The costs of acquired player registrations, including agents' fees, are capitalised at cost at the date of acquisition as intangible assets and amortised over the period of the players' contracts, which are variable in length, with appropriate adjustments for any accumulated impairment losses which have taken place.

For the purpose of impairment reviews, acquired players registrations are classified as a single cash-generating unit until the point at which it is made clear that the player is no longer an active member of the playing squad. In these circumstances the carrying value of the player's registration is reviewed against a measurable net realisable value.

1.11 Contingent payments

Under the conditions of certain transfer agreements, further fees may become payable to the selling club in the event of the player concerned making a certain number of first team appearances, or on the occurrence of certain other specified future events. Liabilities in respect of these additional payments are accounted for when, in the opinion of the director, it becomes probable that the number of required appearances will be achieved or the specified future event will occur.

1.12 Signing on fees

Signing-on fees are initially recognised as intangible assets – player registrations. Signing-on fees are charged, on a straight-line basis, to the profit and loss account over the period of the player's contract. Prepayments/accruals arising at each period end are included within prepayments and accrued income or accruals within current assets or current liabilities, as appropriate. Where a player's registration is transferred, any signing on fees payable in respect of future periods are charged against the profit/(loss) on disposal of players' registrations in the period in which the disposal is recognised.

1.13 Deferred Income

Deferred income comprises amounts received from capital grants, sponsorship, corporate hospitality and season ticket income. Capital grants are released to the profit and loss account on a straight-line basis over the estimated useful lives of the assets to which they relate. Other deferred income is released to the profit and loss account on a straight-line basis over the period to which it relates.

1.14 Trademarks and licences

The cost of acquiring trademarks and licences is capitalised together with any direct costs of acquisition. The amount arising is amortised on a straight line basis over the estimated useful life of between 5 and 15 years.

1.15 Goodwill

On acquisition of a subsidiary or associated undertaking, the fair value of the consideration is allocated between the identifiable net tangible and intangible assets and liabilities on a fair value basis, with any excess consideration representing goodwill. Goodwill in respect of subsidiaries is included within intangible fixed assets. Goodwill relating to associated undertakings is included in the carrying value of the associated undertaking.

Goodwill arising on acquisitions is capitalised as an asset on the balance sheet. Where goodwill is regarded as having a finite useful economic life it is amortised on a straight line basis over its estimated life, not exceeding 10 years. Impairment reviews are carried out at each reporting date. The need for impairment is tested by comparing the recoverable amount, which is the higher of the value in use and fair values less costs to sell, to the carrying value. Any impairment is recognised immediately in the income statement. Impairment losses on goodwill are not reversed.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

1 Accounting policies

(Continued)

1.16 Tangible fixed assets

Tangible fixed assets are stated at cost, net of accumulated depreciation. Finance costs, including interest, are capitalised as part of the initial cost of an asset where relevant.

Depreciation on tangible fixed assets is provided at the rates indicated below, to write off the cost or valuation of assets, less estimated residual value, over their useful lives:

Freehold land and buildings	Between 10 and 25 years – straight line
Leasehold land and buildings	50 years or over the term of the lease, whichever is shortest - straight line
Leasehold improvements	5 years or over the term of the lease, whichever is shortest - straight line
Plant and equipment	Between 3 - 15 years per annum - straight line

No depreciation is provided on freehold land or assets in the course of construction. The residual value is reassessed annually.

Certain of the Group's properties are held for long-term investment. Investment properties are accounted for as follows:

Investment properties are initially recognised as cost which includes purchase cost and any directly attributable expenditure. Investment properties whose fair value can be measured reliably are measured at fair value. The surplus or deficit on revaluation is recognised in the Statement of Comprehensive Income.

1.17 Interest Income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

1.18 Stocks

Stocks are valued at the lower of cost and net realisable value. Cost includes the purchase price of the manufactured products, materials, direct labour, transport costs and a proportion of applicable overheads. Cost is calculated using the weighted average cost method. Net realisable value is based on the estimated selling price less all estimated selling costs.

The Company receives trade discounts and rebates from suppliers based upon the volume of orders placed in a given time window. Where there is sufficient certainty that a discount or rebate will be received in the future that relates to historic purchases this is reflected in the cost of inventories.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.19 Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks and other short-term liquid investments with original maturities of three months or less. Bank overdrafts are shown within borrowings in current liabilities.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

1 Accounting policies

(Continued)

1.20 Financial instruments

Financial instruments are recognised in the Group's balance sheet when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

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.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

1 Accounting policies

(Continued)

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

Financial liabilities are derecognised when the group's contractual obligations expire or are discharged or cancelled.

1.21 Taxation

Current tax

Current tax is the amount of income tax payable in respect of the taxable profit for the period or prior periods. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date, which will result in an obligation to pay more, or a right to pay less tax in the future.

Deferred tax assets are recognised on an undiscounted basis when it is more likely than not that they will be recovered. Deferred tax is measured using rates enacted or substantively enacted at the balance sheet dates that are expected to apply in the period in which the continuing difference reverses.

Deferred tax is recognised on investment properties measured at fair value using the tax rates and allowances that are expected to apply to the sale of the asset.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

1 Accounting policies

(Continued)

1.22 Provisions

A provision is recognised when the Group has a legal or constructive present obligation as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The Group provides for property related costs following advice from chartered surveyors and previous experience of exit costs. The estimated costs of fulfilling the leaseholds property-related obligations is discounted to present value and analysed between non-capital and capital components. The capital element is recognised as a decommissioning cost and depreciated over the life of the asset. The non-capital element is taken to the profit and loss account in the first year of the lease where the cost it represents is of no lasting benefit to the Group or its landlord. 'Wear and tear' costs are expensed to the profit and loss account. Provisions for onerous lease contracts are recognised when the Group believes the unavoidable costs of meeting the lease obligations exceed the economic benefits expected to be received under the lease.

1.23 Share capital

Ordinary shares are classified as equity.

1.24 Share-based payments

Frasers Group issues equity-settled share-based payments to certain directors and employees. These are measured at fair value at the date of grant, which is expensed to the consolidated profit and loss account on a straight-line basis over the vesting period, with the corresponding credit going to equity.

Fair value is based on the market share price on the grant date and the likelihood of meeting the vesting targets. The expected staff numbers used in the model have been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations. The credit for the share-based payment charge does not equal the charge per the income statement as it excludes amounts recognised in the balance sheet in relation to the expected national insurance contributions for the shares and a transfer of accrued national insurance contributions in respect of previous years' charges which had previously been recognised in equity. The amount transferred is not material to the financial statements.

The company does not issue any equity-settled share-based payment.

1.25 Leases

Leases of property, plant and equipment where the Group has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the lower of the fair value of the leased asset and the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The asset subject to the finance lease is depreciated over the shorter of its useful life and the lease term. The corresponding rental obligations, net of finance charges, are included as a liability.

Leases of property, plant and equipment where the Group does not have substantially all the risks and rewards of ownership are classified as operating leases. Payments made under operating leases are charged to the income statement on a straight-line basis over the lease term. Incentives provided by the lessor are credited to the income statement on a straight-line basis over the minimum lease term.

Contingent rental payments, above standard payments, are conditional on the Group's operating performance derived from the lease item, (e.g. turnover levels). These are expensed in the period in which they are incurred.

Rental income from operating leases where the Group acts as a lessor is recognised on a straight-line basis over the term of the relevant lease.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

1 Accounting policies

(Continued)

1.26 Exceptional items

The Group presents as exceptional items on the face of the statement of comprehensive income those material items of income and expense which, because of their size, nature and infrequency of the events giving rise to them, merit separate presentation to allow shareholders to understand better the elements of financial performance in the period, so as to facilitate comparison with prior periods to assess trends in financial performance more readily.

1.27 Foreign currencies

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the profit and loss account for the period.

The individual financial statements of each group entity are presented in the currency of the primary economic environment in which the entity operates (its functional currency). For the purpose of the consolidated financial statements, the results and financial position are presented in GBP (£).

For the purpose of presenting consolidated financial statements, the assets and liabilities of the group's foreign operations are translated from their functional currency to GBP (£) using the closing exchange rate. Income and expenses are translated using the average rate for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

Exchange differences arising on the translation of group companies are recognised in other comprehensive income and are not reclassified to profit or loss on disposal of the underlying group company.

1.28 Pensions

Defined Contribution 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. Obligations for contributions to defined contribution pension plans are recognised as an expense in the profit and loss account as incurred.

Defined Benefit Scheme

In relation to its defined benefit schemes, the Group recognises in its balance sheet the present value of its defined benefit obligations less the fair value of plan assets. The current service cost is charged against operating profit. Interest on the scheme liabilities is included in finance costs and the expected return on scheme assets is included in finance income.

The defined benefit obligation is calculated at each period end by independent actuaries using the projected unit credit method. The present value of the obligation is determined by discounting the estimated future cash outflows using interest rates of high quality corporate bonds that are denominated in the currency in which the benefits will be paid and which have terms to maturity approximating the terms of the related pension liabilities. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are reflected within other comprehensive income in the consolidated statement of comprehensive income in the period in which they arise.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

1 Accounting policies

(Continued)

Football League Limited Pension and Life Assurance Scheme

Certain employees are members of the Football League Limited Pension and Life Assurance Scheme (FLLPLAS), a multi employer plan. As the Group is one of a number of participating employers in FLLPLAS, it is not possible to accrue any actuarial surplus or deficit on a meaningful basis. The assets of the scheme are held separately from those of the Group, being invested with insurance companies. Under the provisions of FRS 102 the scheme is treated as a defined contribution multi-employer scheme, and the contributions are charged to the profit and loss account as incurred. As one of a number of participating employers the Group is advised only of its share of the scheme's deficit. Its share of the underlying assets and liabilities of the scheme cannot be identified on a reasonable and consistent basis. Where the plan is in deficit and where the Group has formally agreed, with the plan, to participate in a deficit funding agreement the Group recognises a liability for this obligation. The amount recognised is the net present value of the obligation payable under the agreement that relates to the deficits. The amount is expected in the Income Statement. The unwinding of the discount is recognised as a finance cost.

1.29 Treasury Shares

Frasers Group plc has entered into irrevocable non-discretionary share buyback programmes to purchase its own shares during the closed period. Associated put options over own equity are accounted for as derivative instruments (at their net fair value).

2 Judgements and key sources of estimation uncertainty

The critical accounting estimates and judgements made by the Group regarding the future or other key sources of estimation, uncertainty and judgement that may have a significant risk of giving rise to a material adjustment to the carrying values of assets and liabilities within the next financial period are:

Critical judgements

Determining Related Party Relationships

Management determines whether a related party relationship exists by assessing the nature of the relationship by reference to the requirements of FRS102 Section 33, Related Party Disclosures. This is in order to determine whether significant influence exists as a result of control, shared directors or parent companies, or close family relationships. The level at which one party may be expected to influence the other is also considered for transactions involving close family relationships.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

2 Judgements and key sources of estimation uncertainty

(Continued)

Control And Significant Influence Over Certain Entities

Under FRS102 Sections 14 - 15 Investments in Associates and Joint Ventures, if an entity holds 20% or more of the voting power of the investee, it is presumed that the entity has significant influence, unless it can clearly demonstrate that this is not the case. Frasers holds greater than 20% of the voting rights of Studio Retail Group Plc, French Connection Group Plc and Mulberry Group Plc, whereby management consider that Frasers does not have significant influence over these entities for combinations of the following reasons:

- Frasers does not have any representation on the board of directors of the investee other than a Frasers representative having an observer role on the board of Studio Retail Group Plc. Management have reviewed the terms of the observer arrangement and have concluded that this does not give them the right to participate in or influence the financial or operating decisions of Studio Retail Group Plc. Studio Retail Group Plc can terminate this arrangement at any time, and can determine which parts of the Board meetings the representative can be present at and what information they are given access to. It should be noted the Frasers representative did not attend any board meetings in full or part during the reporting period;
- There is no participation in decision making and strategic processes, including participation in decisions about dividends or other distributions;
- There have been no material transactions between the entity and its investee companies;
- There has been no interchange of managerial personnel;
- No non-public essential technical management information is provided to the investee.

In assessing the level of control that management have over certain entities, management will consider the various aspects that allow management to influence decision making. This includes the level of share ownership, board membership, the level of investment and funding and the ability of the Group to influence operational and strategic decisions and effect its returns through the exercise of such influence.

Frasers holds 49% of the share capital of Four (Holdings) Limited which is accounted for using the equity method. The Group does not have any representation on the Board of Directors and no participation in decision about relevant activities such as establishing operating and capital decisions, including budgets, appointing/remunerating key management personnel or service providers and terminating their services or employment. However, in prior periods Frasers has provided Four (Holdings) Limited with a significant loan. At the reporting date, the amount owed by Four (Holdings) Limited totalled £67.5m (£33.8m net of amounts recognised in respect of expected credit losses). Frasers is satisfied that the existence of these transactions provides evidence that the entity has significant influence over the investee but in the absence of any other rights, in isolation it is insufficient to meet the control criteria, as Frasers does not have power over Four (Holdings) Limited.

Registrations and impairment of Players

Under the conditions of certain transfer agreements, further fees may become payable to the selling club. Liabilities in respect of these additional payments are accounted for when, in the opinion of the Director, it becomes probable that the specified future event will occur.

Under certain circumstances, the Director may be required to estimate a net realisable value for an individual player's registration. This value will take in to account any offers received for that player, as well as the Director's knowledge and experience of recent trading and market conditions. When considered necessary, an impairment charge will be made to reduce the carrying value of the player's registration to their fair value less any costs of disposal.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

2 Judgements and key sources of estimation uncertainty

(Continued)

Key sources of estimation uncertainty

Provision for obsolete, slow-moving or defective stocks

The Director has applied his knowledge and experience of the retail industry in determining the level and rates of provisioning required in calculating the appropriate inventory carrying values. The provision includes estimates for shrinkage, spoilage and slow-moving items depending on the age and current selling prices of the individual stock items.

Provision estimates are forward looking and are formed using a combination of factors including historical experience, management's knowledge of the industry, group discounting, sales pricing protocols and the overall assessment made by management of the risk in relation to inventory. Management use a number of internally generated reports to monitor and continually re-assess the adequacy and accuracy of the inventory provision. The additional cost of repricing inventory and handling charges in relation to relocating inventory (tunneling) are considered in arriving at the appropriate percentage provision. The testing performed to check that the assumptions are applied remain valid by management produces a range of outcomes and the provision is set within this range.

Total Group inventory provision at 26 April 2020 is 15.7% (2019: 15.5%). A 1% change in the total provision would impact underlying EBITDA by approx. £14.2m.

Provision for property related costs and onerous lease contracts

The basis of the estimation of the provisioning for property-related costs and onerous lease contracts is detailed in the provisions accounting policy. Estimates and judgements are continually evaluated and are based on historical experience, external advice and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Provisions for onerous lease contracts are recognised when the unavoidable costs of meeting the lease obligations exceed the economic benefits expected to be received over the term of the lease. Where an onerous lease has been identified, the fixed assets associated to that store are also reviewed for impairment.

Management uses store EBITDA in order to determine whether an onerous lease exists, specific assumptions which involve the use of estimates to determine the appropriate level of provision include:

- Forecast sales and margin in stores, reflecting historic and expected future performance including the impact of the Elevation of Sports Retail strategy across the Group. UK forecasts are currently expecting a sales drop of -10% in FY21 (FY19: -5% in FY20) and then -1% (FY19: -1%) for future years and a margin of impact of -300bps (FY19: -250bps). European forecasts are currently expecting a sales drop of -10% (FY19: -2% in FY20) and then -1% (FY19: -1%) for future years and a margin impact of -300bps (FY19: -250bps). A change in year 1 sales assumption of 1% would result in a movement of £5.0m and a change in margin impact of 100bps would result in a movement of £10.0m.
- Forecast wages and direct store cost inflation. UK wage and operating costs inflation assumes 3% (FY19: 3%) and Europe assumes 3% (FY19: 2%). UK rent increases are expected at 2% (FY19: 16%). European rent increases are expected at 2% (FY19: 2%). A 1% change in wages and operating costs would result in a movement of £19.5m and a change in the rent increase of 1% would result in a movement of £0.7m.
- Other assumptions include a discount rate of 2% (FY19: 3%) across Frasers. A change in the discount rate of 1% would result in a movement of £10.0m.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

2 Judgements and key sources of estimation uncertainty

(Continued)

Dilapidations

The Group provides for its legal responsibility for dilapidation costs following advice from chartered surveyors and previous experience of exit costs (including strip out costs and professional fees). Management use a reference estimate of £100,000 (FY19: £80,000) for large leasehold stores, £50,000 (FY19: £50,000) for smaller leasehold stores (£25,000 per store for GAME UK and GAME Spain stores) and \$/€50,000 (FY19: \$/€50,000) for non-UK stores. Management do not consider these costs to be capital in nature and therefore dilapidations are not capitalised, except for in relation to the sale and leaseback of Shirebrook in the year in which a material dilapidations provision has been recognised.

A 10% increase per store would result in an approx. £8.0m charge to the income statement.

Other Provisions

Provisions are made for items where the Group has identified a present legal or constructive obligation arising as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Legal and regulatory provisions relate to management's best estimates of provisions required for legal and regulatory claims and ongoing non-UK tax enquiries. Other provisions relate to management's best estimates of provisions required for restructuring, employment and commercial. Where applicable these are inclusive of any estimated penalties, interest and legal costs.

In relation to the non-UK tax enquiries during FY20 management have made a judgement to consider all claims collectively, applying the following key estimates to the gross amounts (excluding re-imbursement assets):

- 10% penalty (FY19: 10%). A 5% increase would result in approx. £7m increase in the provision.
- 3% interest on the liability (FY19: 3%). A 1% increase would result in approx. £10m increase in the provision.

Other Receivables And Amounts Owed By Related Parties

Other receivables and amounts owed by related parties are stated net of provision for any impairment. Management have applied estimates in assessing the recoverability of working capital and loan advances made to investee companies. Matters considered include the relevant financial strength of the underlying investee company to repay the loans, the repayment period and underlying terms of the monies advanced, forecast performance of the underlying borrower, and where relevant, the Group's intentions for the companies to which monies have been advanced.

The key estimate within the loan assessment for the Four (Holdings) Limited amounts owed by related parties is the discount rate applied and management have based the discount rate on a market rate of 6.5%. The discount rate would need to be increased by 2% for a further loss allowance to be recognised.

3 Turnover

An analysis of the group's turnover is as follows:

	2020 £000	2019 £000
Turnover analysed by class of business		
Retail	3,956,744	3,701,885
Football Club	142,049	181,465
Other	9,735	1,850
	<u>4,108,528</u>	<u>3,885,200</u>

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

3 Turnover

(Continued)

	2020 £000	2019 £000
Turnover analysed by geographical market		
United Kingdom	3,102,128	2,946,849
Europe	722,300	599,800
Rest of the World	284,100	338,551
	<u>4,108,528</u>	<u>3,885,200</u>

4 Exceptional costs

	2020 £000	2019 £000
Impairment of intangible assets	(8,735)	(12,400)
	<u>(8,735)</u>	<u>(12,400)</u>

The impairment relates to the impairment of goodwill.

5 Operating profit

	2020 £000	2019 £000
Operating profit for the period is stated after charging/(crediting):		
Exchange gains	(35,028)	(22,100)
Depreciation of owned tangible fixed assets	150,367	125,172
Profit on disposal of tangible fixed assets	(41,312)	-
Amortisation of intangible assets	72,815	61,372
Impairment of intangible assets	8,735	12,400
Profit on disposal of intangible assets	(27,135)	-
Operating lease charges	236,300	245,155
	<u>236,300</u>	<u>245,155</u>

6 Auditor's remuneration

	2020 £000	2019 £000
Fees payable to the company's auditor and associated firms:		
For audit services		
Audit of the financial statements of the group and company	306	80
Audit of the financial statements of the company's subsidiaries	2,897	1,414
	<u>3,203</u>	<u>1,494</u>
For non-audit services		
Audit-related assurance services	107	107
Taxation compliance services	-	197
	<u>107</u>	<u>304</u>

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

7 Employees

The average monthly number of persons (including the director) employed by the group and company during the period was:

	Group 2020 Number	2019 Number	Company 2020 Number	2019 Number
Playing squad and team management	151	132	-	-
Commercial	140	141	-	-
Retail, administration and sales	30,182	27,540	-	-
	<u>30,473</u>	<u>27,813</u>	<u>-</u>	<u>-</u>

Their aggregate remuneration comprised:

	Group 2020 £000	2019 £000	Company 2020 £000	2019 £000
Wages and salaries	547,259	513,514	-	-
Social security costs	42,740	38,166	-	-
Pension costs	6,055	3,707	-	-
	<u>596,054</u>	<u>555,387</u>	<u>-</u>	<u>-</u>

8 Director's remuneration

The director received no remuneration in the period (2019: £nil).

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

9 Interest receivable and similar income

	2020 £000	2019 £000
Interest income		
Interest on bank deposits	11,825	2,451
Other interest income	2	-
	<u>11,827</u>	<u>2,451</u>
Total interest revenue	11,827	2,451
Other income from investments		
Gains on disposal of financial instruments measured at fair value through profit or loss	7,400	11,600
	<u>19,227</u>	<u>14,051</u>
Total income excluding fixed asset investments	19,227	14,051
Income from fixed asset investments		
Income from shares in group undertakings	114	-
Income from other fixed asset investments	490	3,351
	<u>19,831</u>	<u>17,402</u>
Total income	19,831	17,402

The gains on disposal of financial instruments measured at fair value through profit or loss mainly relates to the sale of strategic investments.

10 Interest payable and similar expenses

	2020 £000	2019 £000
Interest on financial liabilities measured at amortised cost:		
Interest on bank overdrafts and loans	17,852	14,510
Other interest and finance leases	399	4,751
Interest on other loans	-	43
	<u>18,251</u>	<u>19,304</u>
Other finance costs:		
Interest on the net defined benefit liability	104	145
Other interest payable	270	-
	<u>18,625</u>	<u>19,449</u>
Total net interest payable and similar expenses	18,625	19,449

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

11 Fair value gains and losses

	2020 £000	2019 £000
Fair value gains/(losses) on financial instruments		
Change in value of financial assets held at fair value through profit or loss	(122)	(11,144)
Changes in the fair value of investment properties	(7,391)	158
	<u>(7,513)</u>	<u>(10,986)</u>
Other gains/(losses)		
Loss on disposal of financial assets held at fair value through profit or loss	(29,605)	-
Loss on disposal of financial assets held at cost	(35,840)	-
Amounts written back to financial assets held at cost	-	4,841
	<u>(72,958)</u>	<u>(6,145)</u>

12 Tax on profit

	2020 £000	2019 £000
Current tax		
UK corporation tax on profits for the current period	79,380	60,581
Adjustments in respect of prior periods	3,859	8,894
Total UK current tax	<u>83,239</u>	<u>69,475</u>
Foreign current tax on profits for the current period	379	507
Total current tax	<u>83,618</u>	<u>69,982</u>
Deferred tax		
Origination and reversal of timing differences	(12,580)	21,435
Changes in tax rates	26	-
Total deferred tax	<u>(12,554)</u>	<u>21,435</u>
Total tax charge for the period	<u>71,064</u>	<u>91,417</u>

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

12 Tax on profit

(Continued)

The actual charge for the period can be reconciled to the expected charge for the period based on the profit or loss and the standard rate of tax as follows:

	2020 £000	2019 £000
Profit before taxation	199,714	185,425
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2019: 19.00%)	37,946	35,231
Tax effect of expenses that are not deductible in determining taxable profit	25,887	45,464
Tax effect of income not taxable in determining taxable profit	(22,786)	-
Tax effect of utilisation of tax losses not previously recognised	(254)	(56)
Unutilised tax losses carried forward	-	279
Adjustments in respect of prior years	3,859	6,300
Group relief	658	-
Permanent capital allowances in excess of depreciation	(12)	(79)
Effect of overseas tax rates	1,560	649
Under provided in prior years	1	189
Deferred tax adjustments in respect of prior years	-	173
Movement in deferred tax	14,989	-
Other tax adjustments	9,216	3,267
Taxation charge for the period	71,064	91,417

The UK corporation tax rate for the year is 19% (2019: 19%). Following budget 2021 announcements, the proposal is to retain the main tax rate of UK corporation tax at 19% until April 2023 at which point the rate will increase by 6% to 25%. Deferred tax has been provided at 19% in these financial statements (2019: 17%). If deferred tax were to be provided at 25% the deferred tax movement would increase by £4m.

Non-taxable income largely relates to profits on property disposal due to differences between capital allowances and depreciation.

13 Profit/loss for the financial period

The parent company has taken advantage of Section 408 of the Companies Act 2006 and has not included its own profit and loss account in these financial statements. The company's loss for the period was £2,070k (2019: loss £7,558k).

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

14 Intangible fixed assets

Group	Goodwill	Patents & licences	Development costs	Players' registrations	Total
	£000	£000	£000	£000	£000
Cost					
At 29 April 2019	411,799	85,763	113	172,432	670,107
Additions - separately acquired	12,681	2,000	-	75,133	89,814
Disposals	-	(396)	(113)	(26,564)	(27,073)
Exchange adjustments	4,605	280	-	-	4,885
	<u>429,085</u>	<u>87,647</u>	<u>-</u>	<u>221,001</u>	<u>737,733</u>
At 26 April 2020	429,085	87,647	-	221,001	737,733
Amortisation and impairment					
At 29 April 2019	305,618	82,594	113	85,157	473,482
Amortisation charged for the period	25,200	4,012	-	43,603	72,815
Impairment losses	8,735	-	-	-	8,735
Disposals	-	(396)	(113)	(22,841)	(23,350)
Exchange adjustments	182	(163)	-	-	19
	<u>339,735</u>	<u>86,047</u>	<u>-</u>	<u>105,919</u>	<u>531,701</u>
At 26 April 2020	339,735	86,047	-	105,919	531,701
Carrying amount					
At 26 April 2020	89,350	1,600	-	115,082	206,032
	<u>89,350</u>	<u>1,600</u>	<u>-</u>	<u>115,082</u>	<u>206,032</u>
At 28 April 2019	106,181	3,169	-	87,275	196,625
	<u>106,181</u>	<u>3,169</u>	<u>-</u>	<u>87,275</u>	<u>196,625</u>

The company had no intangible fixed assets at 26 April 2020 or 28 April 2019.

The Group amortises the goodwill over ten years and tests the carrying amount of goodwill and assets with an indefinite life annually for impairment or more frequently if there are indications that their carrying value might be impaired. The carrying amounts of other intangible assets are reviewed for impairment if there is an indication of impairment.

Impairment is calculated by comparing the carrying amounts to the value in use derived from discounted cash flow projections for each cash-generating unit (CGU) to which the intangible assets are allocated. A CGU is deemed to be an individual fascia or brand and these have been grouped together into similar classes for the purpose of formulating operating segments. The recoverable amount relating to Everlast was £138.7m. Following a loss of a license in Everlast and due to the ongoing impact of Covid-19 an impairment has been recognised where the discounted present value of future cash flows did not support the full value of the asset.

Value in use calculations are based on five-year management forecasts with a terminal growth rate applied thereafter, representing managements estimate of the long-term growth rate of the sector served by the CGUs. Further impairments have been recognised in relation to goodwill on loss making companies and are individually immaterial to each CGU that has been written down, the goodwill has been written down to £nil.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

14 Intangible fixed assets

(Continued)

The key assumptions, which are equally applicable to each CGU, in the cash flow projections used to support the carrying amount of goodwill were as follows:

As at 26 April 2020	European Retail & Licensing (Excluding Everlast)	Wholesale	Everlast
Terminal sales growth	2.00%	2.00%	2.00%
5 year forecast growth	2.00%	2.00%	0.90%
Gross margin	30% - 40%	-	-
Discount rates	6.20%	6.20%	12.10%

As at 26 April 2019	European Retail & Licensing (Excluding Everlast)	Wholesale	Everlast
Terminal sales growth	2.00%	-	2.00%
Gross margin	30% - 40%	-	-
Discount rates	6.20%	6.20%	13.00%

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

15 Tangible fixed assets

Group	Freehold land and buildings	Leasehold land and buildings	Leasehold improvements	Plant and equipment	Total
	£000	£000	£000	£000	£000
Cost					
At 29 April 2019	805,203	172,048	134,688	767,099	1,879,038
Additions	177,213	17,583	-	129,036	323,832
Business combinations	25,400	566	-	6,108	32,074
Disposals	(92,148)	(17,932)	-	(145,937)	(256,017)
Transfers (1)	4,910	-	-	32,994	37,904
Exchange adjustments	2,289	(562)	-	2,794	4,521
At 26 April 2020	922,867	171,703	134,688	792,094	2,021,352
Depreciation and impairment					
At 29 April 2019	167,646	60,139	118,428	580,583	926,796
Depreciation charged in the period	47,861	11,557	-	90,949	150,367
Impairment losses	-	-	-	5,092	5,092
Eliminated in respect of disposals	(63,270)	(10,581)	-	(104,656)	(178,507)
Transfers	-	-	-	11	11
Exchange adjustments	499	(688)	-	(2,601)	(2,790)
At 26 April 2020	152,736	60,427	118,428	569,378	900,969
Carrying amount					
At 26 April 2020	770,131	111,276	16,260	222,716	1,120,383
At 28 April 2019	637,557	111,909	16,260	186,516	952,242

The company had no tangible fixed assets at 26 April 2020 or 28 April 2019.

(1) The £33m was reclassified due to Shirebrook warehouse plant and equipment not forming part of the final sale and leaseback completed during the year. The £4.9m transfer to freehold land and buildings is in relation to the property held at 6-9 Timber Street which has previously been accounted for as an investment property.

The impairment of £5.1m is in relation to assets acquired via the acquisitions of subsidiaries.

Included in freehold land and buildings is £1.5m in relation to land held at 6-9 Timber Street.

Fixtures and equipment with a carrying value of £514,000 (2019: £681,000) are held under HP agreements.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

16 Investment property

	Group 2020 £000	Company 2020 £000
Fair value		
At 29 April 2019	91,213	-
Additions	778	-
Transfers to freehold property	(4,910)	-
Net gains or losses through fair value adjustments	(7,391)	-
Other changes	(3,347)	-
At 26 April 2020	76,343	-

Investment property comprises the properties held by Frasers, MASH' (Timber Street) Limited and MASH Miami Inc. The fair value of the Group's investment properties has been calculated by the Group's internal property team who are appropriately qualified chartered surveyors and follow the applicable methodology of the Royal Institute of Chartered Surveyors.

If investment properties were held at cost rather than fair value they would be stated at £82,525,748.

17 Fixed asset investments

	Notes	Group 2020 £000	2019 £000	Company 2020 £000	2019 £000
Investments in subsidiaries	18	-	-	43,786	43,786
Investments in associates	19	-	11,014	-	-
Listed investments		83,768	84,589	-	-
Other investments		245	245	245	245
		84,013	95,848	44,031	44,031

At the period ended 26 April 2020, the Group held direct interests in the following listed investments:

- A 36.9% (2019: 36.9%) interest in Studio Retail Group Plc
- A 26.1% (2019: 26.1%) interest in French Connection Group plc
- A 4.8% (2019: 6.4%) interest in Iconix Brand Group, Inc.
- A 12.5% (2019: 0%) interest in Mulberry Group plc.
- Various other interests, none of which represent more than 5.0% of the voting power of the investee.

Investments in listed company shares, which have been classified as current asset investments, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in profit or loss for the period.

The market value of the MASH Holding Limited's (entity only) investment in the subsidiary company, Frasers Group plc was £60.0m at 26 April 2020 (2019: £78.9m at 28 April 2019).

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

17 Fixed asset investments

(Continued)

Movements in fixed asset investments

Group	Investments in associates £000	Listed investments £000	Other investments £000	Total £000
Cost or valuation				
At 29 April 2019	11,014	268,783	245	280,042
Additions	5,563	24,791	-	30,354
Valuation changes	20,380	-	-	20,380
Share of loss for the period	(15,896)	-	-	(15,896)
Disposals	(21,061)	(5,900)	-	(26,961)
At 26 April 2020	-	287,674	245	287,919
Fair value movements				
At 29 April 2019	-	184,194	-	184,194
Reduction in fair value	-	19,712	-	19,712
At 26 April 2020	-	203,906	-	203,906
Carrying amount				
At 26 April 2020	-	83,768	245	84,013
At 28 April 2019	11,014	84,589	245	95,848

Movements in fixed asset investments

Company	Investments in Subsidiaries £000	Other investments £000	Total £000
Cost or valuation			
At 29 April 2019 and 26 April 2020	43,786	245	44,031
Carrying amount			
At 26 April 2020	43,786	245	44,031
At 28 April 2019	43,786	245	44,031

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

Details of the company's subsidiaries at 26 April 2020 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held
				Direct
5 Pointz Limited (in liquidation)	Fourth Floor Toronto Square, Toronto Street, Leeds, LS1 2HJ	Retail sale of clothing	Ordinary	51.00
Acre 653 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Activator Brands Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Activator Products Limited	Shirebrook (1)	Other business support service activities	Ordinary	100.00
Active Apparel New Corp	Cogency Global Inc.850 New Burton Road Suite 201 Dover Delaware 19904; USA		Ordinary	100.00
AP Brands Holdings Ltd	Level 8 Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 47301 Petaling Jaya, Selangor,	Dormant	Ordinary	100.00
Balmbra's Limited	St James' Park (2)	Event catering activities	Ordinary	100.00
Bellatrix Associates Limited	Clinch's House, Lord Street, Douglas, Isle of Man, IM99 1RZ, Isle of Man	Dormant	Ordinary	100.00
Bellatrix Overseas Limited	Clinch's House, Lord Street, Douglas, Isle of Man, IM99 1RZ, Isle of Man	Dormant	Ordinary	100.00
Bellatrix Unlimited	Clinch's House, Lord Street, Douglas, Isle of Man, IM99 1RZ, Isle of Man	Dormant	Ordinary	100.00
Bob's Stores USA LLC	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	100.00
Brands & Fashion NV	Leopoldstraat, nr. 79, 2800 Mechelen, Belgium		Ordinary	100.00
Brands 001 Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Brands Africa Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Brands Holdings Limited	Shirebrook (1)	Activities of holding company	Ordinary	100.00
Brands Holdings Sponsorship Limited	Shirebrook (1)	Media representation services	Ordinary	100.00
Brands Inc Limited	Shirebrook (1)	Wholesale of clothing	Ordinary	100.00
Brasher Leisure Limited	Shirebrook (1)	Retail sale of clothing	Ordinary	100.00
BSL International Limited	Shirebrook (1)	Wholesale trade	Ordinary	100.00
Cafico - Comercio de Artigos de Desportos S.A.	Via Central de Milheiros no 121, 4475-334, Freguesia de Milherios, Concelho da Maia, Porto, Portugal		Ordinary	100.00
Campri Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Carlton Shuttlecocks Limited	Shirebrook (1)	Non trading	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

Carlton Sports Company Limited	Shirebrook (1)	Non trading	Ordinary	100.00
CDS IP SA	Parc Industriel, Avenue Ernest, Solvay 29 1480 Saintes, Belgium		Ordinary	100.00
Climber & Rambler Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Community Bug Limited	Shirebrook (1)	Other publishing activities	Ordinary	100.00
Cruise Clothing Limited	Martin House, 184 Ingram Street, Glasgow, Scotland, G1 1DN		Ordinary	100.00
David Geoffrey & Associates (UK) Ltd	Shirebrook (1)	Dormant	Ordinary	100.00
Design Source Supply Limited	Shirebrook (1)	Specialised design activities	Ordinary	100.00
Dink Digital Holdings Limited	Shirebrook (1)	Activities of holding companies	Ordinary	100.00
Dink Digital Limited	Shirebrook (1)	Non trading	Ordinary	80.00
Direct Fishing Limited	Shirebrook (1)	Other retail sale	Ordinary	100.00
Direct Golf IP Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Direct Golf Retail Limited	Shirebrook (1)	Other retail sale of goods	Ordinary	100.00
Donnay International N.V.	Leopoldstraat nr 79, 2800 Mechelen, Belgium		Ordinary	100.00
Double Take Limited	Grenville Court (3)	Manufacture of perfumes	Ordinary	100.00
Eastchance Limited	Unit 1903B & 1905, Exchange Tower, 33 Wang Chiu Road, Kowloon Bay, Kowloon, Hong Kong		Ordinary	100.00
Epoch Properties Limited	First Floor La Chasse Chambers St Helier JE2 4UE Jersey		Ordinary	100.00
Everlast Australia Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Everlast Sports International Inc. Corp	Everlast 42 West 39th St. 3rd Floor New York, New York, 10018		Ordinary	100.00
Everlast Sports Mfg. Corp	Corporation Service Company 80 State Street, Albany, New York, 122207-2543, United States		Ordinary	100.00
Everlast World Boxing Hdqtrs Corp	Corporation Service Company 80 State Street, Albany, New York, 122207-2543, United States		Ordinary	100.00
Everlast Worldwide Inc	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	100.00
Exsports Limited	Shirebrook (1)	Retail sale of clothing	Ordinary	100.00
Feniger And Blackburn Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Field & Trek (UK) Ltd	Shirebrook (1)	Retail sale of clothing	Ordinary	100.00
Field & Trek.com Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Firetrap Limited	Shirebrook (1)	Non trading	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

Forever Media Limited	Shirebrook (1)	Activities of other holding companies	Ordinary	100.00
Forever Models Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Forever Sports Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Freeshield Limited	Shirebrook (1)	Other letting	Ordinary	100.00
Gelert IP Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Gelert Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Global Apparel (HK) Limited	Unit 1903B & 1905, Exchange Tower, 33 Wang Chiu Road, Kowloon Bay, Kowloon, Hong Kong		Ordinary	100.00
Golddigga Brands Limited	Shirebrook (1)	Other retail sale	Ordinary	100.00
Goudie Squash International Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Gradidges Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Graduate Clothing Limited	Shirebrook (1)	Dormant	Ordinary	91.00
Gul IP Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Gul Watersports Limited	Shirebrook (1)	Wholesale of clothing	Ordinary	100.00
Heatons (N.I.) Limited	C/O Kennedys 10th Floor, River House, 48-60 High Street, Belfast, Northern Ireland, BT1 2BE		Ordinary	100.00
Heatons Unlimited Company	Heaton House, IDA Business Park, Whitestown, Dublin, D24, Ireland		Ordinary	100.00
Heatons Stores Limited	Heaton House, IDA Business Park, Whitestown, Dublin, D24, Ireland		Ordinary	100.00
Heaven or Hell Limited	Shirebrook (1)	Retail sale of clothing	Ordinary	100.00
HK Sports & Golf Aktiebolag	Eskilstorpsvagen 7, 269 96, Bastad, Sweden		Ordinary	100.00
Hot Tuna IP Limited	Shirebrook (1)	Leasing of intellectual property and similar products, except copyright works	Ordinary	100.00
House of Fraser Brands Limited	Shirebrook (1)	Leasing of intellectual property and similar products, except copyright works	Ordinary	100.00
House of Fraser Limited	Shirebrook (1)	Other retail sale	Ordinary	100.00
International Brand Management Ltd	Shirebrook (1)	Other service activities	Ordinary	100.00
James Lillywhites Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Kangol Holdings Limited	Shirebrook (1)	Activities of head offices	Ordinary	100.00
Kangol Limited	Shirebrook (1)	Other business support service activities	Ordinary	100.00
Kangol Trustees Limited	Shirebrook (1)	Dormant	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

Karrimor Limited	Shirebrook (1)	Wholesale of clothing	Ordinary	100.00
Kensington Health Clubs Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
La Jolla (UK) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Laneshift Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Lillywhites Limited	Shirebrook (1)	Retail of sale of sports goods	Ordinary	100.00
Litesome Sportswear Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Lonsdale Australia Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Lonsdale Boxing Limited	Shirebrook (1)	Retail sale of footwear	Ordinary	100.00
Lonsdale Sports Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Lovell Sports (Holdings) Limited	Shirebrook (1)	Activities of holding compan	Ordinary	100.00
Lovell Sports Limited	Shirebrook (1)	Retail sale via Internet	Ordinary	100.00
MASH (Timber Street) Limited	Grenville Court (3)	Other letting of real estate	Ordinary	100.00
MASH Alpha Limited	Grenville Court (3)	Activities of holding company	Ordinary	100.00
MASH Beta Limited	Grenville Court (3)	Activities of holding company	Ordinary	74.00
MASH Miami Inc	701 Brickell Avenue, Suite 3300, Miami, FL 33131, United States		Ordinary	100.00
Masters Holders Limited	Shirebrook (1)	Non trading	Ordinary	100.00
McGrove Developments Limited	Grenville Court (3)	Development of building projects	Ordinary	50.00
Megavalue.com Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Megavaluedirect.com Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Midtown Limited	Shirebrook (1)		Ordinary	100.00
Mississippi Manufacturing LLC	1209 Orange Street Wilmington New Castle County Delaware USA		Ordinary	100.00
Mountain Sports LLC	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	100.00
Muddyfox IP Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Muddyfox Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Neveca IP Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Newcastle United 1892 Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United Catering Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United Employment Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United Enterprises Limited	St James' Park (2)	Other business support service activities	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

Newcastle United Entertainment Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United FC Limited	St James' Park (2)	Operation of sports facilities	Ordinary	100.00
Newcastle United Football Club Limited	St James' Park (2)	Operation of sports facilities	Ordinary	100.00
Newcastle United Football Company Ltd	St James' Park (2)	Operation of sports facilities	Ordinary	100.00
Newcastle United Group Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United Licensing Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United Limited	St James' Park (2)	Operation of sports facilities	Ordinary	100.00
Newcastle United Promotions Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United Publications Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United Sports Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United Sportswear Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United Telecoms Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United Television Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newcastle United Ventures Limited	St James' Park (2)	Non trading	Ordinary	100.00
Newco GT Limited	Shirebrook (1)	Non trading	Ordinary	100.00
No Fear Brand Limited	Shirebrook (1)	Dormant	Ordinary	100.00
No Fear International Limited	Shirebrook (1)	Dormant	Ordinary	100.00
No Fear USA Limited	Shirebrook (1)	Other service activities	Ordinary	100.00
NUFC Limited	St James' Park (2)	Non trading	Ordinary	100.00
nufc.co.uk Limited	St James' Park (2)	Other sports activities	Ordinary	100.00
O A Industries Limited	Grenville Court (3)	Radio broadcasting	Ordinary	100.00
Olympus Ventures Limited	Shirebrook (1)	Non trading	Ordinary	100.00
OU Sportsdirect.com	Parnu mnt 139c Kesklinna, Tallinn Estonia 11317		Ordinary	100.00
Outdoor Sports Direct Limited	Shirebrook (1)	Non trading	Ordinary	100.00
P W P Sportbase Limited	Shirebrook (1)	Wholesale trade	Ordinary	100.00
Paddle Sport Limited	Shirebrook (1)	Dormant	Ordinary	100.00
POD Collection Services Limited	Academy House, 36 Poland Street, London, W1F 7LU, United Kingdom	Financial Management	Ordinary	100.00
Project J Newco No.40 Limited	Grenville Court (3)	Other business support service activities	Ordinary	100.00
Propeller (U.K.) Limited	Shirebrook (1)	Non trading	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries		(Continued)		
Puffa IP Limited	Shirebrook (1)	Activities of holding companies	Ordinary	100.00
Queensberry Boxing IP Limited	Shirebrook (1)		Ordinary	100.00
Queensberry Rules Limited	Shirebrook (1)		Ordinary	100.00
Quickreply Limited	Shirebrook (1)	Other letting services	Ordinary	100.00
Republic IP Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Republic.com Retail Limited	Shirebrook (1)	Retail sale of clothing	Ordinary	100.00
Rhapsody Investments (Europe) SA	1 Cote d'Eich, L-1450, Luxembourg		Ordinary	100.00
Robinsons Country Leisure Limited	Shirebrook (1)	Retail sale of sports goods	Ordinary	100.00
S&B Brands Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SC(ESOP) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SC (Subco 2016) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SC (Trustco 2016) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SC Sports (SG) PTE Ltd	60 Paya Lebar Road, #08-43, Paya Lebar Square, 409051, Singapore		Ordinary	100.00
SD Equestrian Limited	Shirebrook (1)	Activities of other holding companies	Ordinary	100.00
SD Outdoor IP Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SD Outdoor Limited	Shirebrook (1)	Activities of other holding companies	Ordinary	100.00
SDB 2 S.A.	Parc Industriel, Avenue Ernest, Solvay 29 1480 Saintes, Belgium		Ordinary	100.00
SDI (5P Holdings) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Aberdeen) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Aberystwyth) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Acqco 13) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Acqco 2) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Acqco 5) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Aintree) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Ashford) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Ashington) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Ayr) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Bangor) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Barrow in Furness) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Belfast) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SDI (Berwick) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Betws-y-Coed)	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Bexleyheath) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Birkenhead) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Bishop Auckland) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Bridgwater) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Brixton) Limited	Shirebrook (1)	Buying, selling and letting of real estate	Ordinary	100.00
SDI (Brook EU) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Brook ROW) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Brook UK) Limited	Shirebrook (1)	Retail sale of sports goods	Ordinary	100.00
SDI (Burton) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Cardiff Flannels) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Carlisle) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Chatham) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (China Online) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Clacton) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Clonmel) Limited	C/O Kennedys 10th Floor, River House, 48-60 High Street, Belfast, Northern Ireland, BT1 2BE	Dormant	Ordinary	100.00
SDI (Colchester) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Coventry) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Darlington) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Derby) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Derry) Limited	C/O Kennedys 10th Floor, River House, 48-60 High Street, Belfast, Northern Ireland, BT1 2BE	Dormant	Ordinary	100.00
SDI (Doncaster) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Dundee) Limited	Shirebrook (1)	Buying, selling and letting of real estate	Ordinary	100.00
SDI (Dunfermline) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (East Ham) Limited	Shirebrook (1)	Buying, selling and letting of real estate	Ordinary	100.00
SDI (East Kilbride) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SDI (Edinburgh) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Enfield) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Fulham) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Gainsborough) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Galashiels) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Glasgow Fort) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Glasgow Ingram Street) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Gloucester) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Hanley) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Hastings) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Hereford) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Hofco) Limited	Shirebrook (1)	Activities of holding companies	Ordinary	100.00
SDI (HoH Holdings) Limited	Shirebrook (1)	Activities of other holdings companies	Ordinary	100.00
SDI (Hounslow) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Hull) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Ipswich) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Isle of Man) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Jersey Holding) Limited	Shirebrook (1)	Activities of other holding companies	Ordinary	100.00
SDI (K Lynn) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Keighley) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Kendal) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Kentish Town) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Kidderminster) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Kilmarnock) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Kingston) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Kirkcaldy) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Leeds) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SDI (Leicester) Limited	Shirebrook (1)	Buying, selling and letting of real estate	Ordinary	100.00
SDI (Liverpool) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Lowestoft) Limited	Shirebrook (1)	Management of real estate	Ordinary	100.00
SDI (LSL Holdings) Limited	Shirebrook (1)	Activities of other holding companies	Ordinary	100.00
SDI (Luton) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Manchester Cheetham Hill) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Manchester Denton) Limited	Shirebrook (1)	Buying, selling and letting of real estate	Ordinary	100.00
SDI (Market Road) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Middlesbrough) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Nassau Street) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Neath) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (New Cavendish Street) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Newark) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Newcastle) Limited	Shirebrook (1)	Buying, selling and letting of real estate	Ordinary	100.00
SDI (Newport) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Newquay) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Newton Abbot) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (NFSK) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Northampton) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Northwich) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Nottingham) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Nuneaton) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Oswestry) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Oxford Street HOF) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Oxford Street) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Paisley) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Penzance) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Peterlee) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Plymouth Flannels) Limited	Shirebrook (1)	Buying, selling and letting of real estate	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SDI (Plymouth) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Preston) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Ramsgate) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Reading) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Redcar) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Rolle St) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Romford) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Salisbury) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Scarborough) Limited	Shirebrook (1)	Buying, selling and letting of real estate	Ordinary	100.00
SDI (Scunthorpe) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Slough) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Solihull) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Southampton 2) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Southampton) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Southport) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (St Austell) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (St Helens) Limited	Shirebrook (1)	Management of real estate	Ordinary	100.00
SDI (Stafford) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Stoke Longton) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Stoke Newington) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Strabane) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Streatham) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Strood) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Sunderland High Street) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Sunderland) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Sutton) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Swindon) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Tallaght) Limited	Shirebrook (1)	Non trading	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SDI (Taunton) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (The Lion Hotel) Limited	Shirebrook (1)	Hotels and similar accommodation	Ordinary	100.00
SDI (Thurrock) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Uxbridge 2) Limited	Shirebrook (1)	Buting, selling and letting of real estate	Ordinary	100.00
SDI (Uxbridge) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Wakefield) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Walsall) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Watford) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Weymouth) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Widnes) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Wigan) IP Limited	Shirebrook (1)	Other services	Ordinary	100.00
SDI (Wigan) Retail Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Wishaw) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Wolverhampton) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Wrexham) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Wythenshawe) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI Aviation Limited	Shirebrook (1)	Renting and leasing of air passenger transport equipment	Ordinary	100.00
SDI Fitness (Armagh) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI Fitness (Atlas) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Fitness (Bedford) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI Fitness (Belfast) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI Fitness (Birmingham) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Fitness (Bury St Edmunds) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Cambridge) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI Fitness (Cheltenham) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Chester) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI Fitness (Colchester) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SDI Fitness (Croydon) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Dartry) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI Fitness (Epsom) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Fareham) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Formby) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Glasgow) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Guildford) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Hove) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Huntingdon) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Ivy) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (K Heath) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (K Lynn) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Kettering) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Lincoln City) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Lincoln South West) Ltd	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Liverpool) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Maidstone) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI Fitness (Manchester) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Milngavie) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Newark) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Northfield) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Poole) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI Fitness (Rugby) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Sale) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Fitness (Salisbury) Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
SDI Four Limited	Shirebrook (1)	Activities of other holding companies	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SDI Gift Card LLC	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	
				100.00
SDI Golf Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI Holdings USA Inc	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	
				100.00
SDI Lifestyle Limited	Shirebrook (1)	Wholesale of clothing	Ordinary	100.00
SDI Newco N.10 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Newco No.2 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Newco No.5 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Newco Shire Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Properties (USA) Inc	Corporation Service Company, 2 Office Park Court, Suite 103 Columbia		Ordinary	100.00
SDI Properties (Wigan) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Property (Europe) B.V.	Van Konijnenburgweg 45, 4672PL Bergen op Zoom Netherlands		Ordinary	100.00
SDI Property Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI Property US Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Retail Services Limited	Shirebrook (1)	Activities of other holding companies	Ordinary	100.00
SDI Retailing Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Shirebrook DC Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Shirebrook Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Shirebrook Shop Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI Sport London Limited	Shirebrook (1)	Activities of other holding companies	Ordinary	100.00
SDI Sports (East Ham) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Sports (SC 2016) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI Sports (Stoke) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI Sports Group Americas Inc	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	100.00
SDI Stores LLC	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SDI USA LLC	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	
				100.00
SDI.com Fitness Parent Limited	Shirebrook (1)	Activities of holding company	Ordinary	100.00
SDIL S.A.	Parc Industriel, Avenue Ernest, Solvay 29 1480 Saintes, Belgium		Ordinary	100.00
Seven Strong Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Serverange Limited	Shirebrook (1)		Ordinary	100.00
Shelfco A3 Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SIA Sportland	A. Deglava str 50 LV-1-35 Riga Latvia		Ordinary	60.00
SIA sportsdirect.com	A. Deglava str 50 LV-1-35 Riga Latvia		Ordinary	51.00
Ski and Outdoor Warehouse Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Slazenger Carlton (Holdings) Limited	Shirebrook (1)	Activities of other holding companies	Ordinary	100.00
Slazengers Australia Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Slazengers Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Lovells SP Limited	Shirebrook (1)	Other retail sale	Ordinary	100.00
Smith & Brooks (Germany) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Smith & Brooks (India) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Smith & Brooks Limited	Shirebrook (1)	Wholesale of clothing	Ordinary	100.00
Smith And Brooks Group Limited	Shirebrook (1)	Activities of holding company	Ordinary	100.00
Smith And Brooks Holdings Limited	Shirebrook (1)	Activities of holding company	Ordinary	100.00
SNÖ Sport Vertriebs GmbH	Flugplatzstraße 30, 4600, Wels Austria		Ordinary	100.00
Sondico IP Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Spinsort Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
Sport Evbl&Sports Experts Logistik GmbH	Flugplatzstraße 30, 4600, Wels Austria		Ordinary	100.00
Sport Eybl Holding GmbH	Flugplatzstraße 30, 4600, Wels Austria		Ordinary	100.00
Sportland Eestie A.S.	Parnu mnt 139c Kesklinna, Tallinn Estonia 11317		Ordinary	60.00
Sportland International Group A.S.	Parnu mnt 139c Kesklinna, Tallinn Estonia 11317		Ordinary	60.00
Sports Commission Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Sports Direct Brands Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Sports Direct Holdings Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Sports Direct International Hldgs Ltd	Shirebrook (1)	Non trading	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

Frasers Group Plc (formerly Sports Direct International Plc)	Shirebrook (1)	Activities of head offices	Ordinary	58.00
Sports Direct MST Sdn Bhd	"Level 15-2. Bangunan Faber Imperial Court Jalan Sultan Ismail 52200 Kuala Lumpur Malaysia"		Ordinary	51.00
Sports Direct Retail Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Sports World International Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Sports World The Netherlands B.V.	Van Konijnenburgweg 45, 4612 PL Bergen op zoom, Netherlands		Ordinary	100.00
Sportsdirect.com (Asia) Ltd	Unit 1903B & 1905, Exchange Tower, 33 Wang Chiu Road, Kowloon Bay, Kowloon, Hong Kong		Ordinary	100.00
Sportsdirect.com Austria GmbH	Flugplatzstraße 30, 4600, Wels Austria		Ordinary	100.00
Sportsdirect.com Belgium S.A.	Parc Industriel, Avenue Ernest, Solvay 29 1480 Saintes, Belgium		Ordinary	100.00
Sportsdirect.com Cyprus Limited	Miltiades Stylianou 34B, Shop 2, 8577 Tala, Paphos, Cyprus		Ordinary	100.00
Sportsdirect.com Czech Republic s.r.o	Prague 1 - Nove Mesto, Na Porici 1079/3a, 100 00, Czech Republic		Ordinary	100.00
Sportsdirect.com Fitness Limited	Shirebrook (1)	Fitness facilities	Ordinary	100.00
Sportsdirect.com France	Zac des Brateaux, Rue des Brateaux, 9100, Villabe, France		Ordinary	100.00
Sportsdirect.com Hungary Kft	H-1053 Budapest, Karolyi Mihaly utca 12, Hungary		Ordinary	100.00
Sportsdirect.com Immobilien GmbH	Flugplatzstraße 30, 4600, Wels Austria		Ordinary	100.00
Sportsdirect.com Luxembourg	Op d'Schmëtt, L-9964 Huldange, Luxembourg		Ordinary	100.00
Sportsdirect.com Media Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Sportsdirect.com Poland S.p z.o.o	00-872, Warsaw, 5 Skladowa Street, 61-888, Poznan, Poland	Manufacture of sports goods	Ordinary	100.00
Sportsdirect.com Pty Ltd	c/o Norton Rose Fulbright, L11, 485 Bourke Street, Melbourne VIC 3000, Australia		Ordinary	100.00
Sportsdirect.com Retail (Europe) S.A.	Parc Industriel, Avenue Ernest, Solvay 29 1480 Saintes, Belgium		Ordinary	100.00
Sportsdirect.com Retail Limited	Shirebrook (1)	Other retail sale of goods	Ordinary	100.00
Sportsdirect.com Slovakia s.r.o	Vysoka 2/B, 81106, Bratislava, Slovakia		Ordinary	100.00
Sportsdirect.com SLVN d.o.o	Planjava 4, 1236 Trzin, Slovenia		Ordinary	100.00
Sportsdirect.com S.L.U. Spain	Centro Comercial Peurto Venecia, L 84, Travesia de los Jardines Reales no 7, 50021, Zaragoza, Spain		Ordinary	100.00
Sportsdirect.com Switzerland A.G.	Zeughausgasse 27, 3011 Bern, Switzerland		Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SSG Sport GmbH (SSD)	Vornholzstr. 48, , 94036, Passau, Germany		Ordinary	100.00
St James Holdings Limited	Grenville Court (3)	Other business support service activities	Ordinary	100.00
St James' Park Newcastle Limited	St James' Park (2)	Other business support service activities	Ordinary	100.00
Sterling Resources (Holdings) Limited	Shirebrook (1)	Activities of other holding companies	Ordinary	100.00
Sterling Resources Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Stirlings (Argyle Street) Limited	Martin House, 184 Ingram Street, Glasgow, United Kingdom, G1 1DN		Ordinary	100.00
Straub Corporation Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Strawberry Place Newcastle Limited	Grenville Court (3)	Activities of head offices	Ordinary	100.00
Summercombe 167 Ltd	Shirebrook (1)	Dormant	Ordinary	100.00
SWImmo Eupen SA	Parc Industriel, Avenue Ernest, Solvay 29 1480 Saintes, Belgium		Ordinary	100.00
Table Tennis Pro Europe Ltd	Shirebrook (1)	Non trading	Ordinary	100.00
The Antigua Group Inc	3773 Howard Hughes Pkway, STE 500S Las Vegas, Nevada, USA 89169-6014		Ordinary	100.00
The Cycling Bug Limited	Shirebrook (1)	Dormant	Ordinary	100.00
The Flannels Group Limited	Shirebrook (1)	Retail sale of clothing	Ordinary	100.00
The Football Channel Limited	St James' Park (2)	Non trading	Ordinary	100.00
The Running Bug Limited	Shirebrook (1)	Dormant	Ordinary	100.00
The Trademark Licensing Company Ltd	Shirebrook (1)	Dormant	Ordinary	100.00
Total Estates Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Tri Yeovil UK Limited	Shirebrook (1)	Retail sale of sports goods	Ordinary	100.00
UAB Sportland LT	Seimyniskiu g. 3, Vilnius, Lithuania		Ordinary	51.00
UAB Sportsdirect.com	Seimyniskiu g. 3, Vilnius, Lithuania		Ordinary	51.00
Universal Cycles Limited	Shirebrook (1)	Non specialised wholesale trade	Ordinary	100.00
USA Pro IP Limited	Shirebrook (1)	Dormant	Ordinary	100.00
USC IP Limited	Shirebrook (1)	Dormant	Ordinary	100.00
USC.co.uk Retail Limited	Shirebrook (1)	Retail sale of clothing	Ordinary	100.00
Used Tackle Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Van Mildert (Lifestyle) Limited	Shirebrook (1)	Retail sale of clothing	Ordinary	100.00
Vinecomb Investments Holdings Limited	Shirebrook (1)	Activities of other holding companies	Ordinary	100.00
Vinecomb Investments Limited	Shirebrook (1)	Retail sale of clothing	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

Visionfigure Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Voodoo Dolls Brand Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Wareshop1 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Wareshop2 Limited	Shirebrook (1)	Retail sale of sports goods	Ordinary	100.00
Wareshop3 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Warnambool Unlimited Company	Heaton House , Ida Business Park, Whitestown, Tallaght, Dublin 24, Ireland		Ordinary	100.00
Waterline Angling Products Limited	Shirebrook (1)	Dormant	Ordinary	100.00
West Coast Capital (HOFCO) Limited	Westcoast capital 15 Atholl Crescent, Edinburgh, EH3 8HA		Ordinary	100.00
Westminster Manufacturing LLC	2 Office Park Court , Suite 103, Columbia SC 29233 USA		Ordinary	100.00
Wildlaw Limited	Shirebrook (1)	Dormant	Ordinary	100.00
William Sykes Limited	Shirebrook (1)	Non trading	Ordinary	100.00
World of Service International Limited	Shirebrook (1)	Non trading	Ordinary	100.00
World of Service Limited	Shirebrook (1)	Activities of holding company	Ordinary	100.00
Worthyfund Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Y.U.V Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Yeomans Outdoors Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Blue Square Sales Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Burnham Project 1 Limited	Grenville Court (3)	Sound recording and music publishing	Ordinary	100.00
Burnham Project 2 Limited	Grenville Court (3)	Sound recording and music publishing	Ordinary	100.00
Burnham Project 3 Limited	Grenville Court (3)	Sound recording and music publishing	Ordinary	100.00
Ciro Citterio Brands Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Evans Cycles Brands Limited	Shirebrook (1)	Retail sale of clothing in specialised stores	Ordinary	100.00
Evans Cycles Limited	Shirebrook (1)	Retail sale of sports goods	Ordinary	100.00
Evans Cycles Property Limited	Shirebrook (1)	Retail sale of clothing in specialised stores	Ordinary	100.00
18 Montrose Retail Limited	Shirebrook (1)	Retail sale of clothing in specialised stores	Ordinary	75.00
HOF Ireland Stores Limited	Heaton House, IDA Business Park, Whitestown, Dublin, D24, Ireland		Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries		(Continued)		
Investing Business Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Locked In Music Limited	Grenville Court (3)	Sound recording and music publishing	Ordinary	100.00
Praise Music Limited	Grenville Court (3)	Sound recording and music publishing	Ordinary	100.00
Jack Wills Retail Limited	Shirebrook (1)	Retail sale of clothing in specialised stores	Ordinary	100.00
SDI (Retail Co 10) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Retail Co 4) Limited	Shirebrook (1)	Retail sale of clothing in specialised store	Ordinary	100.00
SDI (Retail Co 5) Limited	Shirebrook (1)	Retail sale of clothing in specialised stores	Ordinary	100.00
SDI (Retail Co 7) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Retail Co 8) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Retail Co 9) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Ballymena) Limited	C/O Kennedys 10th Floor, River House, 48-60 High Street, Belfast, Northern Ireland, BT1 2BE		Ordinary	100.00
SDI (Brands 1) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Corby) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Glasgow Frasers) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Great Yarmouth) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Newry) Limited	C/O Kennedys 10th Floor, River House, 48-60 High Street, Belfast, Northern Ireland, BT1 2BE		Ordinary	100.00
SDI (Propco 100) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 101) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 102) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
Jack Wills Property Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
Jack Wills IP Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 105) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Cheshunt) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 107) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Cheshunt 2) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

Sports Direct International Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Cork) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 111) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 35) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 36) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 37) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 38) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 39) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 40) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 41) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 42) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 43) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 44) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 45) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 46) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 47) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 48) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 49) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 50) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 51) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 52) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 53) Limited	Fourth Floor Toronto Square, Toronto Street, Leeds, LS1 2HJ	Other letting of real estate	Ordinary	100.00
SDI (Propco 54) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 55) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 56) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 57) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SDI (Propco 58) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 59) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 60) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 61) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 62) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 63) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 64) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 65) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 67) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 68) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 69) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 70) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 71) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 72) Limited (in liquidation)	Fourth Floor Toronto Square, Toronto Street, Leeds, LS1 2HJ	Other letting of real estate	Ordinary	100.00
SDI (Propco 73) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 74) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 75) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 76) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 77) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 80) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 81) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 83) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 85) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 86) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 87) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 88) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SDI (Propco 89) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 90) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 91) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 92) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 93) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 94) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 96) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 98) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 99) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Scunthorpe Parishes Centre) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Staines) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (York) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI 2300 Collins LLC	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	100.00
SDI 735 Collins LLC	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	100.00
SDI Property (Evans Cycles) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI Property US Inc	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	100.00
SDI Ventures LLC	The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle		Ordinary	100.00
SIA SIG Logistics	A. Deglava str 50 LV-1-35 Riga Latvia		Ordinary	60.00
Signal Music Limited	Grenville Court (3)	Sound recording and music publishing	Ordinary	100.00
Sportsdirect (Iceland) ehf	Skogarlind 2, 201, Kopavogur, Iceland		Ordinary	100.00
Sportsdirect.com (Shanghai) Limited	Room 315, 3rd Floor Building 2, No 239 Gang'ao Road, China (Shanghai) Pilot Free Zone, Shanghai, Chi		Ordinary	90.00
Sportsdirect.com (Taiwan) Limited	17F.-5, No.500, Shizheng Rd., , Xitun District, 40757, Taiwan		Ordinary	95.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

Sportsdirect.com China Pte	C25, 3rd Floor, ASEAN Building, 690 Minzhi Avenue, Xinniu Community, Minzhi St, Longhua Dist, China		Ordinary	100.00
Strike Success Ltd	Shirebrook (1)	Dormant	Ordinary	100.00
TLA Sports (UK) PTE Limited	Shirebrook (1)	Manufacture of other women's outerwear	Ordinary	100.00
UAB SDI (Gedimino) LT	Seimyniskiu g. 3, Vilnius, Lithuania		Ordinary	51.00
Ultra Sound Management Limited	Grenville Court (3)		Ordinary	100.00
Cardinal Investments S.L.	C.C.Puerto Venecia, local 84, Trav. Jardines Reales 7, 50021 Zaragoza, Spain		Ordinary	100.00
Catriona Investments S.L.	C.C.Puerto Venecia, local 84, Trav. Jardines Reales 7, 50021 Zaragoza, Spain		Ordinary	100.00
Criminal Clothing Limited	Shirebrook (1)	Dormant	Ordinary	100.00
Curlina Investments S.L.	C.C.Puerto Venecia, local 84, Trav. Jardines Reales 7, 50021 Zaragoza, Spain		Ordinary	100.00
Etail Services Limited	Shirebrook (1)		Ordinary	100.00
GAME AR limited	Unity House, Telford Road, Basingstoke, Hampshire, United Kingdom, RG21 6YJ	Information technology consultancy activities	Ordinary	100.00
GAME Digital Holdings Limited	Unity House, Telford Road, Basingstoke, Hampshire, United Kingdom, RG21 6YJ	Activities of other holding companies	Ordinary	100.00
GAME Digital Limited	Unity House, Telford Road, Basingstoke, Hampshire, United Kingdom, RG21 6YJ	Other information technology service activities	Ordinary	100.00
GAME Digital Solutions Limited	Unity House, Telford Road, Basingstoke, Hampshire, United Kingdom, RG21 6YJ	Activities of other holding companies	Ordinary	100.00
GAME Esports and Events Limited	Unity House, Telford Road, Basingstoke, Hampshire, United Kingdom, RG21 6YJ	Other information technology service activities	Ordinary	100.00
GAME Retail Limited	Unity House, Telford Road, Basingstoke, Hampshire, United Kingdom, RG21 6YJ	Retail sale of electrical household appliances	Ordinary	100.00
GAME Spain Holdings Limited	Unity House, Telford Road, Basingstoke, Hampshire, United Kingdom, RG21 6YJ	Activities of other holding companies	Ordinary	100.00
GAME Spain Investments Limited	Unity House, Telford Road, Basingstoke, Hampshire, United Kingdom, RG21 6YJ	Activities of other holding companies	Ordinary	100.00
GAME Stores Iberia S.L.U	C/ Virgilio 7 - 9, Parcelas 12 - 13, Pozuelo de Alarcon, Madrid, Spain		Ordinary	100.00
Gotay Investments S.L.	C.C.Puerto Venecia, local 84, Trav. Jardines Reales 7, 50021 Zaragoza, Spain		Ordinary	100.00
GT-Lines BV	Bert Haanstrakade 2, 1087DN, Amsterdam, The Netherlands		Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

Jack Wills Retail (Ireland) Limited	Heaton House, IDA Business Park, Whitestown, Dublin, D24, Ireland		Ordinary	100.00
Karrimor International Limited	Aminaka Kudan Building 6/F, 1-14-17 Kudankita, Chiyoda-ku, Tokyo, 102-0073, Japan		Ordinary	100.00
KooGa IP Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Quentin Investments S.I	C.C.Puerto Venecia, local 84, Trav. Jardines Reales 7, 50021 Zaragoza, Spain		Ordinary	100.00
SDI (Bradford) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Brands 2) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Brands 3) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Brands 4) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Cardiff) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Doncaster Wheatley) Limited	Shirebrook (1)	Dormant	Ordinary	100.00
SDI (Lincoln) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Livingston) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Manchester) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 112) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Propco 113) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Propco 114) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Propco 115) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Propco 116) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 117) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 118) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 119) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Propco 120) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI (Retail Co 11) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Retail Co 12) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Retail Co 13) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Rotherham) Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI (Trowbridge) Limited	Shirebrook (1)	Other letting of real estate	Ordinary	100.00
SDI Fitness 1 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Fitness 10 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Fitness 2 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Fitness 3 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Fitness 4 Limited	Shirebrook (1)	Non trading	Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

SDI Fitness 5 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Fitness 6 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Fitness 7 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Fitness 8 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
SDI Fitness 9 Limited	Shirebrook (1)	Non trading	Ordinary	100.00
Skins IP Limited	Shirebrook (1)	Leasing of intellectual property	Ordinary	100.00
Sofa.com Bidco Limited	Shirebrook (1)	Retail of furniture, lighting, and similar	Ordinary	100.00
Sofa.com Ltd	Shirebrook (1)	Retail of furniture, lighting, and similar	Ordinary	100.00
Sofa Manufacture Ireland Limited	The Black Church, St Mary's Place, Dublin D07 P4ax, Ireland		Ordinary	100.00
Sofa.com BV	Flaas 4 V 6, Den Dungen, 5275HH, The Netherlands		Ordinary	100.00
Sondico Japan Ltd	1-6-14 Nishishinsaibashi, Chuo-ku, Osaka City, Osaka, BIGSTEP 3F, Japan		Ordinary	45.00
Sports Direct (Singapore) Pte.Ltd	6 Eu Tong Sen Street, #11-09, The Central, 059817, Singapore		Ordinary	51.00
Sports Direct Asia Retail Sdn Bhd	Level 15-2, Bangunan Faber, Imperial Court, Jalan Sultan Ismail, 50250, Kuala Lumpur W.P., Malaysia		Ordinary	51.00
Sportsdirect.com Malta Limited	Brewery Street, Zone 3 Central Business District, Birkirkara CBD, 3040, Malta		Ordinary	100.00
Sportsdirect.com Vienna North GmbH	Flugplatzstraße 30, 4600, Wels Austria		Ordinary	100.00
Suplay Investments S.L.	C.C.Puerto Venecia, Local 84, Rav. Jardines Reales 7, 50021, Zaragoza, Spain		Ordinary	100.00
Zaparah SPz.o.o	ul. Zernicka 22, Robakowo, 62-023 Gdki, Poland		Ordinary	100.00

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

18 Subsidiaries

(Continued)

Registered office address key

Registered office addresses (all UK unless otherwise indicated):

1. Unit A, Brook Park East, Shirebrook, NG20 8RY
2. St James Park, Newcastle Upon Tyne, NE1 4ST
3. Grenville Court, Britwell Road, Burnham, Bucks, SL1 8DF

19 Associates

The Group uses the equity method of accounting for associates. The following table shows the aggregate movement in the Group's investment in associates.

Associates	Group £'000
At 29 April 2019	11,014
Additions	5,563
Share of loss for the period	(15,896)
Valuation changes	20,380
Disposals	(21,061)
At 28 April 2020	-

The share of loss in the period relates to GAME Digital plc prior to obtaining a controlling interest in July 2019.

The fair value adjustment relates to the increase in the fair value of the previously held 38.1% equity interest in GAME Digital plc at the acquisition date on 8 July 2019.

The disposals in the period mainly relates to the de-recognition of GAME Digital plc as an associate due to obtaining a controlling interest.

Frasers group currently holds a 49.0% share of Four (Holdings) Limited an increase of 16.5% in the period (FY19: 32.5%), the carrying amount of this investment is nil. Detailed disclosures have not been presented as the results are immaterial. The Group is owed £67.5m from Four (Holdings) Limited (£33.8m net of amounts recognised in respect of loss allowance).

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

20 Financial instruments

	Group 2020 £000	2019 £000	Company 2020 £000	2019 £000
Carrying amount of financial assets				
Debt instruments measured at amortised cost	454,223	476,468	n/a	n/a
Instruments measured at fair value through profit or loss	78,083	104,215	n/a	n/a
Carrying amount of financial liabilities				
Measured at fair value through profit or loss				
- Other financial liabilities	44,200	16,312	n/a	n/a
Measured at amortised cost	1,685,358	1,452,506	n/a	n/a

See notes 22, 23 and 25 for further information.

21 Stocks

	Group 2020 £000	2019 £000	Company 2020 £000	2019 £000
Work in progress	225,972	230,106	-	-
Finished goods and goods for resale	1,198,322	978,407	-	-
	1,424,294	1,208,513	-	-

The cost of stocks that have been recognised as an expense in cost of sales is £2,295m (2019: £2,118m).

The director has reviewed the opening and closing provisions against inventory and have concluded that these are fairly stated. The Group has revised its estimates and assumptions for calculating inventory provisions at 26 April 2020. Overall provisions have increased from £179.9m in FY19 to £223.0m as at 26 April 2020, changes in the provision are recognised in cost of sales.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

22 Debtors

	Group 2020	2019	Company 2020	2019
	£000	£000	£000	£000
Amounts falling due within one year:				
Trade debtors	90,902	59,582	-	-
Corporation tax recoverable	684	-	-	-
Amounts owed by group and related undertakings	34,054	70,704	511,886	511,521
Amounts owed by undertakings in which the company has a participating interest	1,750	3,000	1,750	3,000
Deposits in respect of derivative financial instruments	71,300	26,000	-	-
Derivative financial assets	78,083	104,215	-	-
Other debtors	256,217	298,392	55,312	53,017
Prepayments and accrued income	69,024	74,965	-	-
	<u>602,014</u>	<u>636,858</u>	<u>568,948</u>	<u>567,538</u>
Amounts falling due after more than one year:				
Trade debtors	-	18,789	-	-
Deferred tax asset (note 27)	21,410	47,770	-	-
	<u>21,410</u>	<u>66,559</u>	<u>-</u>	<u>-</u>
Total debtors	<u>623,424</u>	<u>703,417</u>	<u>568,948</u>	<u>567,538</u>

The Director considers that the carrying amount of trade and other debtors approximates to their fair value. The maximum exposure to credit risk at the reporting date is the carrying value of each class of asset above, plus any cash balances.

The amount of trade debtors written off to the profit and loss account during the period was £nil (2019: £11k). The provision against trade debtors at the balance sheet date was £12.4m (2019: £33.8m).

Derivative financial assets include foreign forward purchase and sales contracts and options amounting £78.1m (2019: £104.2m). The Group uses them to minimize against its exposure to the foreign exchange fluctuations mainly relating to purchases made in foreign currencies, principally the US Dollar, and online sales in Euros and Australian Dollars. The Group's policy is to reduce substantially the risk associated with foreign currency spot rates by using forward fixed rate currency purchase contracts, taking into account any foreign currency cash flows. The Group does not hold or issue derivative financial instruments for trading purposes. The fair value of such contracts is calculated using models based on inputs which are observable directly or indirectly at the period end (these inputs include but are not restricted to the following – maturity date, quoted forward/option prices).

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

22 Debtors

(Continued)

At 26 April 2020, £nil hedged purchase contracts had a maturity of greater than 12 months (FY19: £79.7m of purchase contracts) and £240m of hedged sales had a maturity of greater than 12 months (FY19: £332.4m of sales contracts).

Other debtors include the reimbursement asset totalling £118.3m (FY19: £125.2m) in relation to the Group's ongoing non-UK tax enquiries.

Included within other debtors are loan arrangements with connected parties totalling £55.3m (2019: £53.0m) which are interest free, have no fixed date of repayment and are repayable on demand.

23 Creditors: amounts falling due within one year

	Notes	Group 2020 £000	2019 £000	Company 2020 £000	2019 £000
Obligations under finance leases	24	250	255	-	-
Trade creditors		309,314	247,708	233	381
Amounts owed to group undertakings		2,673	-	222	3,002
Amounts due to shareholder		114,337	129,274	87,612	102,918
Corporation tax payable		50,815	46,950	-	-
Other taxation and social security		54,550	53,580	3	-
Derivative financial instruments		-	16,312	-	-
Deferred income	29	8,500	-	-	-
Other creditors		216,315	87,507	-	-
Accruals		182,971	159,483	173	46
		<u>939,725</u>	<u>741,069</u>	<u>88,243</u>	<u>106,347</u>

Amounts due from group undertakings and the shareholder are interest free, have no fixed repayment date and are repayable on demand.

24 Finance lease obligations

	Group 2020 £000	2019 £000	Company 2020 £000	2019 £000
Future minimum lease payments due under finance leases:				
Within one year	250	255	-	-
In two to five years	96	6,878	-	-
	<u>346</u>	<u>7,133</u>	<u>-</u>	<u>-</u>

Finance lease payments represent rentals payable by the company or Group for certain items of plant and machinery. Leases include purchase options at the end of the lease period, no restrictions are placed on the use of the assets. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

25 Creditors: amounts falling due after more than one year

	Notes	Group 2020 £000	2019 £000	Company 2020 £000	2019 £000
Bank loans and overdrafts	26	900,065	820,020	-	-
Obligations under finance leases	24	96	6,878	-	-
Deferred income	29	38,581	12,855	-	-
Accruals		3,537	1,381	-	-
		<u>942,279</u>	<u>841,134</u>	<u>-</u>	<u>-</u>

26 Loans and overdrafts

	Group 2020 £000	2019 £000	Company 2020 £000	2019 £000
Bank and other loans	<u>900,065</u>	<u>820,020</u>	<u>-</u>	<u>-</u>
Payable after one year	<u>900,065</u>	<u>820,020</u>	<u>-</u>	<u>-</u>

Bank loans are currently at a rate of interest of 1.3% (FY19: 1.5%) over the interbank rate of the country within which the borrowing entity resides.

Frasers Group's working capital facility is £913.5m (FY19: £913.5m) available until November 2021 and is not secured against any of the Group's assets. During FY19 the Group enacted an extension option for a further year to November 2022 for £847.5m.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

27 Deferred taxation

Deferred tax assets are recognised for tax losses recoverable and pension plan liabilities to the extent that realisation of the related tax benefit is probable on the basis of the Group's current expectations of future taxable profits. Included within other temporary differences is a deferred tax asset in relation to the Share Scheme and a deferred tax liability recognised on other intangible assets upon acquisition.

The deferred tax position is made up as follows:

Group	Liabilities	Liabilities	Assets	Assets
	2020	2019	2020	2019
	£000	£000	£000	£000
Accelerated capital allowances	-	-	19,610	18,610
Tax losses	-	-	-	3,800
Fair value adjustments	16,171	17,074	-	-
Share based payments	-	22,516	-	25,312
Forward currency contracts	8,000	8,000	-	-
Other	10,038	1,000	1,800	48
	<u>34,209</u>	<u>48,590</u>	<u>21,410</u>	<u>47,770</u>

The company has no deferred tax assets or liabilities.

28 Provisions for liabilities

Notes	Group		Company	
	2020	2019	2020	2019
	£000	£000	£000	£000
Property related provision	252,146	197,999	-	-
Other	2,653	7,953	-	-
Onerous staff contracts	4,035	8,729	-	-
Legal and regulatory	225,928	234,528	-	-
	<u>484,762</u>	<u>449,209</u>	<u>-</u>	<u>-</u>
Deferred tax liabilities	34,209	48,590	-	-
	<u>518,971</u>	<u>497,799</u>	<u>-</u>	<u>-</u>

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

28 Provisions for liabilities

(Continued)

Movements on provisions apart from deferred tax liabilities:

Group	Property related provision £000	Other £000	Onerous staff contracts £000	Legal and regulatory £000	Total £000
At 29 April 2019	197,999	7,953	8,729	234,528	449,209
Additional provisions in the year	114,337	-	-	13,000	127,337
Amounts utilised / reversed	(70,800)	(5,300)	(4,694)	(21,600)	(102,394)
Other movements	10,610	-	-	-	10,610
At 26 April 2020	252,146	2,653	4,035	225,928	484,762

The tax rate used to measure the deferred tax assets and liabilities was 19%, on the basis that this was the tax rate that was substantively enacted at the balance sheet date.

The deferred tax effects of the acquisitions made in the period were considered and it was determined that there was no material impact on the Group or the fair value of net assets required.

Included within property related provisions are provisions for dilapidations in respect of the Group's retail stores and warehouses. Further details of management's estimates are included in note 2.

During the period, onerous lease provisions were recognised due to an ongoing management review of the Group's store profile and strategy including current and anticipated freehold acquisitions, resulting in additional provisions being made of £26.9m in the period.

Legal and regulator provisions relate to management's best estimate of the potential impact of claims including legal, commercial and regulatory claims and ongoing non-UK tax enquiries. The timing of the outcome of non-UK tax enquiries and legal claims made against the Group is dependent on factors outside the Group's control and therefore the timing of settlement is uncertain. After taking appropriate legal advice, the outcomes of these claims are not expected to give rise to material loss in excess of the amounts provided.

Present obligations arising under onerous contracts are recognised and measured as they arise. An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the economic benefits expected to be received under it.

Other provisions relate to provisions for restructuring and employment (non-retirement related).

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

29 Deferred income

	Group 2020 £000	2019 £000	Company 2020 £000	2019 £000
Deferred grant income	1,879	1,965	-	-
Advanced season ticket sales and other match related income	9,514	5,955	-	-
Sponsorship, advertising and other income	27,147	4,872	-	-
Royalties	41	63	-	-
Deferred income on sale of investment	8,500			
	<u>47,081</u>	<u>12,855</u>	<u>-</u>	<u>-</u>

Deferred income is included in the financial statements as follows:

Current liabilities	8,500	-	-	-
Non-current liabilities	38,581	12,855	-	-
	<u>47,081</u>	<u>12,855</u>	<u>-</u>	<u>-</u>

30 Retirement benefit schemes

	2020 £000	2019 £000
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	<u>6,055</u>	<u>3,707</u>

Defined benefit schemes

The amounts included in the balance sheet arising from the group's obligations in respect of these are:

	Group 2020 £000	2019 £000	Company 2020 £000	2019 £000
Present value of defined benefit obligations	<u>1,931</u>	<u>1,886</u>	<u>-</u>	<u>-</u>
Total liability recognised	<u>1,931</u>	<u>1,886</u>	<u>-</u>	<u>-</u>

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

30 Retirement benefit schemes

(Continued)

Some of the St James Group companies' employees and ex-employees are members of the Football League Limited Pension and Life Assurance Scheme (FLLPLAS), a defined benefit scheme. As the company is one of a number of participating employers in FLLPLAS, it is not possible to accrue any actuarial surplus or deficit on a meaningful basis. The assets of the scheme are held separately from those of the company, being invested with insurance companies. Under the provisions of FRS102 the scheme is treated as defined contribution multi-employer scheme.

The scheme's actuary has advised that the participating employer's share of the underlying assets and liabilities cannot be identified on a reasonable and consistent basis and, accordingly, no disclosures are made under the provisions of FRS102.

The last actuarial valuation was carried out at 31 August 2017 where the total deficit on the on-going valuation basis was £30.4 million.

The accruals of benefits ceased within the Scheme on 31 August 1999, therefore there are no contributions relating to current accruals. Newcastle United Football Company Limited pays monthly contribution based on a notional split of the total expenses and deficit contributions of the scheme.

The Club currently pays total contributions of £70,000 per annum and from September 2020 pays total contributions of £73,000, which based on the actuarial valuation will be sufficient to pay off the deficit by 31 August 2021.

31 Share capital

	Group and company	
	2020	2019
	£000	£000
Ordinary share capital		
Issued and fully paid		
1,000,000 Ordinary of £0.001 each	1	1
	<u>1</u>	<u>1</u>

32 Frasers Group Share-based payments

The Executive Bonus Share Scheme

Under the terms of the Executive Bonus Share Scheme, which was approved by Shareholders on 10 September 2010 and is a Revenue approved scheme, the Board may make share awards in respect of the ordinary shares in the company. Awards may be made to Executives and Persons Discharging Managerial Responsibilities over a fixed number of shares subject to performance conditions.

An award of 8,073,036 shares was granted on 10 September 2010 at a share price of 125.5 pence; 5,000,000 of these shares have since vested and 2,000,000 have since lapsed. These shares will only vest if the performance conditions (EBITDA targets) and service conditions (continued employment) are met. No consideration is payable in respect of these awards.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

32 Frasers Group Share-based payments

(Continued)

The Bonus Share Scheme

The 2011 Share Scheme was a four year scheme based upon achieving underlying EBITDA (before the costs of the scheme) of £215m in FY12, £250m in FY13, £260m in FY14 and £300m in FY15 coupled with the individual participating employee's satisfactory personal performance and continued employment. All of the above targets have now been met meaning that approx. 11.6m shares vested in September 2017, approx. 4m shares vested in September 2015.

Between 29 April 2019 and 26 April 2020, 127,447 shares sold by participants following exercise of awards under the Group 2011 Share Scheme were acquired by Estera Trust (Jersey) Limited, as Trustee of the Frasers Group Employee Benefit Trust (Trustee), with the acquisition being funded by a loan advanced by the Company. The shares were acquired at prices of between 185.9 and 309 pence per share in off-market transactions.

A share-based payment charge of £nil (FY19: £nil) was recognised in respect of this equity-settled award for the 52 weeks ended 26 April 2020, based on the Director's best estimate of the number of awards that will be made. The charge is calculated based on the fair value on the grant date, which is deemed to be the date on which the entity and counterparty reached a shared understanding of the scheme.

33 Reserves

Profit and loss reserves

The profit and loss reserve is used to record the balance of retained earnings to carry forward. It is fully distributable.

Share premium account

The share premium account is used to record the excess proceeds over nominal value on the issue of shares.

Own share reserve

The share premium account is used to record the value of own shares purchased and used for share based payments.

Merger reserve

The other reserve arising on merger represents the cost of investment in the merged entities less the value of the share capital and capital reserves including share premium in the merged entities.

Foreign currency reserve

The foreign currency translation reserve is used to record exchange differences arising from the translation of the Financial Statements of foreign subsidiaries and associates.

Revaluation reserve

The revaluation reserve represents the accumulated revaluation gains or losses arising on tangible fixed assets excluding investment properties.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

34 Acquisitions

On 8 July 2019 the Group obtained control when its mandatory cash offer to acquire the entire share capital of GAME Digital plc became unconditional. For acquisition accounting the 27 July 2019 was used being the GAME Digital plc year end date as no material transactions occurred between these dates. The consideration amounted to £53.3m which includes £20.4m for the fair value of the equity interest held prior to acquisition. In the prior year GAME Digital plc was accounted for as an associate. The Group acquired GAME with a view to create a more experiential consumer offering within its Sports Direct fascia stores. The goodwill is attributable to the position of GAME Digital plc in the market as a leading gaming retailer.

The asset and liability values at acquisition are detailed below. We have reviewed the fair value of the assets and liabilities acquired. The following table summarises the provisional fair values of consideration paid for the trade and assets:

	Book Value £000	Adjustments £000	Fair Value £000
Intangible assets	10,165	(10,165)	-
Property, plant and equipment	2,659	(385)	2,274
Right of use asset	-	18,818	18,818
Inventories	72,717	10,283	83,000
Cash and cash equivalents	62,694	-	62,694
Borrowings	(569)	-	(569)
Lease liability	-	(28,000)	(28,000)
Working capital	(92,637)	2,113	(90,524)
Deferred tax	(36)	-	(36)
Total identifiable net assets	54,993	(7,336)	47,657
Goodwill			5,669
Total consideration			53,326
The consideration was satisfied by:			£000
Cash			32,949
Less cash acquired			(62,694)
Total cash inflow			(29,745)
Contribution by the acquired business for the reporting period included in the consolidated statement of comprehensive income since acquisition:			£000
Turnover			445,700
Loss after tax			(4,900)

The fair value of equity interest is calculated as the difference between the carrying value of the associate and the quoted share price at the date control passed multiplied by the Group's shareholding.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

34 Acquisitions

(Continued)

During the year the Group acquired the trade and assets of Jack Wills, the entire share capital of Sofa.com and the entire share capital of Brookfield Unit Trust (Cheshunt Retail Park) for consideration of £38.023m.

The Jack Wills and Sofa.com brands will provide increased product offerings aligning with the Group's intention to diversify its portfolio of investments in the Premium Lifestyle division. The Cheshunt Shopping Centre will be part of the Group's elevation strategy.

The asset and liability values at acquisition are detailed below. We have reviewed the fair value of the assets and liabilities acquired, adjustments have been made to recognise the fair value of intangible assets. The following table summarises the provisional fair values of consideration paid for the trade and assets:

	Fair Value £000
Intangible assets	2,000
Property, plant and equipment	29,800
Inventories	16,413
Cash and cash equivalents	1,010
Borrowings	(6,500)
Working capital	(4,700)
Total identifiable net assets	38,023
Goodwill	7,012
Bargain purchase	(7,012)
Total consideration	38,023
The consideration was satisfied by:	£000
Cash	38,023
Less cash acquired	(1,010)
Net cash outflow	37,013
Contribution by the acquired businesses for the reporting period included in the consolidated statement of comprehensive income since acquisition:	£000
Turnover	75,700
Loss after tax	(4,900)

The bargain purchase of £7.012m has been recognised within cost of sales within the period.

The above table reflects the purchase of Jack Wills, Sofa.com and Brookfield Trust, these purchases have resulted in both a bargain purchase and goodwill.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

35 Operating lease commitments

Operating lease payments represent rentals payable by the company for land, property and other items. Rentals are fixed for a number of years depending on the lease agreements.

At the reporting end date the group had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	Group		Company	
	2020	2019	2020	2019
	£000	£000	£000	£000
Within one year	138,130	161,055	-	-
Between two and five years	324,287	386,237	-	-
In over five years	382,109	434,409	-	-
	<u>844,526</u>	<u>981,701</u>	<u>-</u>	<u>-</u>

36 Controlling party

The Group is controlled by M Ashley through his 100% shareholding in MASH Holdings Limited.

37 Events after the reporting date

Fraser's Group Plc:

From 15 June 2020 all the Group's stores (with the exception of the Scottish stores which reopened on 13 July 2020), were fully reopened following the Government's lockdown as a result of the Covid-19 pandemic.

The Group announced on the 29 June 2020 that it has increased its investment in Hugo Boss AG, and held the following interests in the common stock:

- 552,500 shares of common stock, representing 0.8% of Hugo Boss's total share capital
- 2,249,601 shares of common stock via contracts for difference, representing 3.2% of Hugo Boss's total share capital
- 4,260,000 shares of common stock via the sale of put options, representing 6.1% of Hugo Boss's total share capital

After taking into account the premium it will receive under the put options, Fraser's Group's maximum aggregate exposure in connection with its acquired interests in Hugo Boss is approx. €204.0m (approx. GBP £186.0m).

On 22 July 2020 the Group sold certain IP relating to the Belong Business for a total consideration of \$10m (approx. £8m). A further \$7.5m may be received over the following five years if certain criteria are met. There may also be additional revenue streams from advertising and sponsorships. As part of the sale, the Group has agreed to licence back some of the IP sold to continue to operate the BELONG Gaming Arenas in certain territories including the UK.

On 22 August 2020, Fraser's Group Plc acquired the trade and assets of DW Sports for cash consideration of £37m which is deemed to be the fair value of the consideration. The acquisition complements the Group's existing gym and fitness club portfolio and is consistent with the Group's elevation strategy.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

37 Events after the reporting date

(Continued)

On 4 May 2021 Frasers commenced a share buyback programme with the aggregate purchase price of all shares acquired under the programme to be no greater than £60m and the maximum number of shares to be purchased of 10m ordinary shares with a nominal value of 10p each. The purpose of the programme was to reduce the share capital of Frasers. 3,895,835 ordinary shares of 10p each for consideration of £22,429,985 were acquired through this programme.

On 21 June 2021 Frasers commenced an irrecoverable non-discretionary share buyback programme to purchase Frasers shares during the closed period which commenced on 21 June 2021 and ended on the day of reporting Frasers full FY21 results. The aggregate purchase price of all shares acquired under the programme were no greater than £60m and the maximum number of shares to be purchased were 10m ordinary shares with a nominal value of 10p each. The purpose of the programme was to reduce the share capital of Frasers. In total to date 2,024,127 ordinary shares of 10p each for consideration of £11,937,385 have been acquired through this programme.

On 6 August 2021 Frasers announced the commencement of a new share buyback programme from 9 August 2021 for the period up to and including the last trading date before Frasers holds its 2021 Annual General Meeting. The aggregate purchase price of all shares acquired under the Programme will be no greater than £56m. The maximum number of shares that may be purchased under the Programme will be 8m ordinary shares. The purpose of the programme is to reduce the share capital of Frasers.

Frasers Board has now confirmed the intention to transition the CEO role from Mike Ashley to Michael Murray over the course of FY22. It is intended that Michael Murray will assume the role of CEO on 1 May 2022. A reward and remuneration package has now been agreed on the assumption Michael Murray will assume the CEO role. Once Michael Murray assumes the Frasers CEO role, Mike Ashley will step down from the CEO role at the same time but would remain on the Frasers Board as an executive director. Frasers notes that it will be necessary for Mr Murray and Frasers to finalise the terms on which any relevant prior consultancy services agreements will terminate prior to 1 May 2022.

Frasers elevation strategy is transforming the business and receiving positive feedback from consumers and brand partners, especially on projects such as the new Oxford Street Sports Direct which opened in June 2021.

On 5 November 2021 Frasers announced that it has instructed Liberum Capital Limited in relation to an irrecoverable, non-discretionary share buyback programme to purchase the Company's shares during the forthcoming closed period, which commences on 8th November 2021 and will end on the day the Company reports its half year results (the "Closed Period Programme". The aggregate purchase price of all shares acquired from 4th October 2021 to the day the Company reports its half year results will be no greater than £70m. The maximum number of shares that may be purchased between 4th October 2021 to the day the Company reports its half year results will be 10m ordinary shares. The purpose of the Closed Period programme is to reduce the share capital of Frasers.

Newcastle United Football Club:

Subsequent to the Statement of financial position date the Club has committed to a further maximum net spend of approximately £48 million (2019: £48 million) in respect of changes to the playing squad and team management.

The 2020-21 Premier League season completed in May 21 with the Club finishing in 12th position.

On 2 July 2021 the Club announced a new multi-year partnership with British Sportswear group Castore. In addition to becoming the official kit supplier Castore will also take over the Clubs retail operations.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

37 Events after the reporting date

(Continued)

On 7 October 2021, St James Holdings, a 100% owned subsidiary of MASH Holdings Limited, completed the sale of the entire issued share capital of Newcastle United Limited. The total consideration paid to St James Holdings was £305m. There are no conditions attached to the sale and there is no deferred consideration owing as all payments were made on or before closing the sale.

38 Capital commitments

The Group had capital commitments of £31.8m as at 26 April 2020 (28 April 2019: £15.0m) mainly relating to warehouse development and property acquisitions.

39 Related party transactions

Transactions with related parties

During the period the group entered into the following transactions with related parties:

	Sale of goods	Purchase of goods	Trade and other receivables	Trade and other payables
	£000	£000	£000	£000
Period ended 26 April 2020				
Group				
Four (Holdings) Limited and subsidiaries	2,100	42,500	33,800	2,400
Frasers Group plc	-	-	-	200
Rangers Retail Limited	-	-	-	100
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Period ended 29 April 2019				
Group				
Four (Holdings) Limited and subsidiaries	2,100	22,800	47,600	-
Frasers Group plc	400	-	400	200
Rangers Retail Limited	-	-	-	200
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

Transactions between the Company and its wholly-owned group undertakings are not disclosed in accordance with Section 33 as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

M Ashley, the director of the Group, is considered to be key management and transactions with him are stated in Note 41.

The Group and the Company have a loan outstanding due from a close family member of M Ashley amounting to £55m (2019: £53m). The highest amount outstanding to the Group and the Company during the period was £55m (2019: £53m). The loan is interest free and repayable on 31 December 2030.

The trade and other receivables balance with Four (Holdings) Limited includes an unsecured loan balance of £67.5m (gross of amounts recognised in respect of loss allowance) which attracts interest at a rate of 3%. The payment profile of the receivable was modified in the prior year. This has been accounted for at amortised cost. The carrying value has been determined by assessing the recoverability of the receivable balance, discounted at an appropriate market rate of interest. £13.0m was recognised in the year in respect of doubtful debts.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 26 APRIL 2020

39 Related party transactions

(Continued)

MM Prop Consultancy Ltd, a company owned and controlled by Michael Murray, who is a close member of the director's family, continues to provide property consultancy services to the Frasers Group. MM Prop Consultancy Ltd is primarily tasked with finding and negotiating the acquisition of new sites in the UK, Europe and the Rest of the World for both Frasers Group's larger format stores and combined retail and gym units but it also provides advice to Frasers in-house property team in relation to existing sites in the UK, Europe and Rest of the World.

In the year all properties are assessed and those that are considered by the Fraser's independent Non-Executive Directors to have been completed and be eligible for review at the year end are assessed and valued by an Independent valuer who confirms the value created by MM Prop Consultancy Limited. Frasers Group's independent Non-Executive Directors then review and agree the value created and have full discretion to approve a payment to MM Prop Consultancy Limited of up to 25% of the value created. There is a current pipeline of properties that may be eligible to be assessed both positively and negatively by the Frasers Non-Executive Directors in future years.

In FY19 £5.4m was provided, during FY20 £4.3m was subsequently paid as Michael Murray agreed to waive a proportion of his fee and settle on 20% of the final agreed value created.

During FY19 MM Prop Consultancy Limited was paid £0.2m for the value estimated to have been created on a property in Sunderland. Subsequently in late FY20 the onward sale of that property realised an amount such that the actual value created could lead to a payment being due to MM Prop Consultancy Limited of £0.5m. Frasers Group wishes to note the additional value created by MM Prop Consultancy Limited for which no fee is due.

At the period end £nil has been accrued as payable to MM Prop Consultancy Limited. The Independent Non-Executive Directors of Frasers consider this to be appropriate due to the effects of the Covid-19 pandemic which has resulted in significant economic uncertainty in the UK. With the widespread closure businesses, furloughing employees, people ordered to stay at home ("the lockdown") and the unprecedented economic environment; any property valuations would, at best, be uncertain and, at worst, be unreliable. As a consequence, it is not possible to quantify the value created on property transactions reliably. MM Prop Consultancy Limited has agreed to defer the valuation until a reliable assessment can be performed.

40 Contingent liabilities

Under the terms of certain contracts for the signing of the players, additional amounts may become payable to other football clubs. The maximum unprovided liability which may arise in respect of these players at 26 April 2020 is £7,645,000 (2019: £6,563,000). The Director does not currently think that it is probable that such sums will be payable on the basis that the qualifying criteria are not currently expected to be met.

In April 2017 HMRC attended certain Group premises and executed a search warrant. Subsequent to these events, Newcastle United Football Company Limited ("NUFCL") received claims from HMRC relating to alleged underpayment of tax and national insurance, and interest to date thereon. The amount that has been claimed by HMRC has been assessed by the Director and an accrual has been made in the Group's financial statements. The amount accrued represents a best estimate at this time of the amount which may be payable. The amount claimed excludes any amount which may be payable in respect of penalties and only reflects amounts the Group has been made aware of. Claims have been lodged against these assessments, and the matter remains in the hands of the Group's legal advisers.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

40 Contingent liabilities

(Continued)

In the opinion of the Director, at this stage in the process, there is insufficient information available to enable him to make a reliable estimate of either the un-accrued amount of any liability which may ultimately arise in this regard, or when any such sums may become payable.

The Company is party to cross guarantees for the bank borrowings of Newcastle United Football Club Limited and nufc.co.uk Limited.

41 Director's transactions

M Ashley also continued to provide amounts to the Group and the Company during the period. The total balance outstanding from the Group to M Ashley at 26 April 2020 was £114m (28 April 2019: £129m).

The total balance outstanding from the Company to M Ashley at 26 April 2020 was £87.6m (28 April 2019: £103m). The maximum amount outstanding from the Company to M Ashley in the period was £103m (2019: £123m). No interest was payable on these amounts for either the current or the prior period.

During the period, an amount of £2.0m (2019: £1.9m) was charged to M Ashley for the use of Group's jet and helicopter at commercial rates.

Rent at market rates was charged to M Ashley amounting to £564k (2019: £1.46m) during the period for the use of Group's properties at 10 Timber Street London and Miami, USA.

Also during the period, matchday hospitality to the value of £87k (2019: £109k) was provided to members of M Ashley's family.

MASH HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 26 APRIL 2020

42 Cash generated from group operations

	2020 £000	2019 £000
Profit for the period after tax	128,650	94,008
Adjustments for:		
Share of results of associates	(4,484)	8,612
Taxation charged	71,064	91,417
Interest receivable and similar income	(19,831)	(17,402)
Interest payable and similar expenses	18,625	19,449
Profit on disposal of tangible fixed assets	(41,312)	(8,351)
Gain on disposal of intangible fixed assets	(27,135)	-
Profit/(loss) on disposal of players' registrations	-	(24,110)
Amortisation and impairment of intangible assets	81,550	73,767
Depreciation and impairment of tangible fixed assets and investment properties	158,806	126,558
Fair value gains and losses	72,958	6,145
Increase in provisions	34,764	219,638
Movements in working capital:		
Increase in stocks	(117,313)	(14,567)
Increase in debtors	(464,879)	(641,774)
Increase in creditors	492,987	387,212
Increase in deferred income	25,726	2,468
Cash generated from operations	410,176	323,070

43 Analysis of changes in net debt - group

	29 April 2019 £000	Cash flows £000	Acquisitions and disposals £000	Exchange rate movements £000	26 April 2020 £000
Cash at bank and in hand	488,004	94,395	-	2,730	585,129
Borrowings excluding overdrafts	(820,020)	(72,976)	(7,069)	-	(900,065)
Obligations under finance leases	(7,133)	6,787	-	-	(346)
	<u>(339,149)</u>	<u>28,206</u>	<u>(7,069)</u>	<u>2,730</u>	<u>(315,282)</u>

44 Analysis of changes in net funds - company

	29 April 2019 £000	Cash flows £000	26 April 2020 £000
Cash at bank and in hand	<u>37,944</u>	<u>(21,584)</u>	<u>16,360</u>