

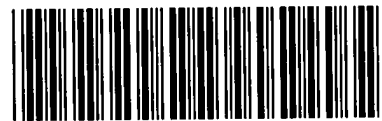
Registration number: 03738136

Steinhoff UK Holdings Limited

Annual Report and Financial Statements

for the Year Ended 30 September 2021

THURSDAY



AAYZCHZ5

A07

03/03/2022

#217

COMPANIES HOUSE

Steinhoff UK Holdings Limited

Contents

Company Information	1
Strategic Report	2 to 4
Directors' Report	5 to 6
Statement of Directors' Responsibilities	7
Independent Auditor's Report post June 2016	8 to 11
Income Statement	12
Statement of Financial Position	13 to 14
Statement of Changes in Equity	15
Notes to the Financial Statements	16 to 39

Steinhoff UK Holdings Limited

Company Information

Directors	N G Brown
	S Mahajan
	LJ Du Preez
	T L R De Klerk
	H Lee
Registered office	The Space (Floor 3) 120 Regent Street London W1B 5FE
Auditor	Mazars LLP Statutory Auditor Tower Bridge House St Katharine's Way London E1W 1DD

Steinhoff UK Holdings Limited

Strategic Report for the Year Ended 30 September 2021

The directors present their report for the year ended 30 September 2021.

Review of the business, key performance indicators and future developments

The company is an investment holding company. The majority of transactions are with group undertakings, and the key performance indicators for the company are profit or loss after taxation and net assets, both of which are shown in the financial statements. Profit or loss after tax is liable to fluctuate significantly year on year if one-off transactions occur. Due to the nature of the business the directors do not consider there to be any non-financial key performance indicators on which the business is managed.

The profit after taxation was £2,191,629,000 (2020: loss of £22,856,000).

At an operating level, the company's operating loss was £14,784,000 (2020: £43,799,000).

During the prior year, there were a number of one-off transactions affecting operating loss, leading to impairment charges and reversals, as well as losses on disposal as can be seen in note 4.

In the current year, impairment against investments in subsidiaries reduced to £1,439,000 (2020: £30,857,000), which related primarily to the company's investment in Homestyle Pension Company Limited ("Homestyle"), the sponsor of the Homestyle 2007 Pension Scheme. The company funds Homestyle's running costs and has provided against its total investment in Homestyle as it does not expect to receive any return on this investment.

The company also made a provision of £3,698,000 during the year in relation to a guarantee given to the Homestyle Pension Scheme as described in note 17.

Net finance income increased from £20,943,000 to £2,208,646,000, with the main driver being dividend income of £2,203,961,000 (2020: £nil) received from its subsidiary Retail Holdings SarL, following the sale by Retail Holdings SarL of its investment in Pepco Group Limited and its subsidiaries to a fellow subsidiary of Steinhoff International Holdings N.V. as part of an internal group restructure.

Both interest receivable from group undertakings, and interest payable to group undertakings, reduced in the current year as the value of the loans on which this interest was charged, reduced during the year.

Foreign exchange gains/losses as part of net finance income arise on a loan that the company has to one of its former Australian subsidiaries which is denominated in Australian dollars.

Dividends of £2,629,082,000 were declared during the year (2020: £nil).

Net assets reduced from £450,670,000 to £13,217,000 as a result of the profit for the year of £2,191,629,000, less the dividends declared of £2,629,082,000.

Events occurring subsequent to the financial year are disclosed in the Directors' Report and note 20 to the financial statements.

Steinhoff UK Holdings Limited

Strategic Report for the Year Ended 30 September 2021 (continued)

Principal risks and uncertainties

The company is an investment holding company with investments in subsidiaries, which were previously linked mainly to the furniture, bedding, homewares and discount retail sector. The success of these entities is therefore influenced by the economic environment in which they operate. However following the disposal of Pepco Group Limited and its subsidiaries during the year, the company retained only investments in non-trading companies.

A review of all potential business risks is carried out, determining the potential impact on the company, the likelihood of the risk arising and the current controls in place to mitigate such risks.

A number of key cash flow assumptions and risks faced by the company are highlighted in the going concern section of note 2 to the financial statements, including:

- CVA of Steinhoff Europe AG and Steinhoff Finance Holding GmbH;
- Amounts due to group undertakings;
- Further funding for subsidiaries.

Please refer to note 2 for more information on the above assumptions and risks.

A key risk to the UK based subsidiaries is the longer term impact of Brexit. Where appropriate, more information on how Brexit may affect individual subsidiaries is included in each company's financial statements. However following the disposal of the trading subsidiaries, the risk from the impact of Brexit on the company has reduced significantly.

The financial position of the company and liquidity position are detailed in the financial statements.

Credit risk

Potential concentration of credit risk consists principally of short-term cash and cash equivalent investments, and amounts owed by group undertakings. The company deposits short-term cash surpluses with a reputable bank. The ability of group undertakings to repay amounts due is regularly assessed.

At the year end, the company did not consider there to be any other significant concentration of credit risk which had not been adequately provided for.

Liquidity risk

Liquidity risk is the risk that the company will encounter difficulty in meeting obligations associated with financial liabilities.

Liquidity risk is managed at various levels, starting at the ultimate holding company and cascading down through the group. The company and the group as a whole manage liquidity risk by monitoring forecast cash flows which are provided weekly or monthly as appropriate for the unit. Please refer to the going concern section of note 2 for assumptions made in the company's cash flow forecasts.

Steinhoff UK Holdings Limited

Strategic Report for the Year Ended 30 September 2021 (continued)

Approved by the Board on 23 February 2022 and signed on its behalf by:

A handwritten signature in black ink, appearing to read 'S Mahajan', is written over a dotted line.

S Mahajan
Director

Steinhoff UK Holdings Limited

Directors' Report for the Year Ended 30 September 2021

The directors present their report and the financial statements for the year ended 30 September 2021.

Directors of the company

The directors, who held office during the year and thereafter unless otherwise stated, were as follows:

N G Brown

S Mahajan

LJ Du Preez

T L R De Klerk

H Lee

Dividends

During the year, a dividend of £2,629,082,000 (2020: £nil) was declared by the company. No dividend has been proposed or declared since the year end.

Matters included in the Strategic Report

In accordance with s414C of the Companies Act 2006, included in the Strategic Report is information relating to the future development of the business which would otherwise be required by Schedule 7 of the 'large and medium sized companies and groups (accounts and reports) regulations 2008' to be contained in a Directors' Report. Also included in the Strategic Report are disclosures in relation to financial risk management and financial risk exposure.

Going concern

The financial statements have been prepared on the going concern basis on the assumption that the company will continue in operational existence for the foreseeable future, namely for 12 months from the date of signing the financial statements. In forming the conclusion that the accounts should be prepared on this basis, the directors have taken into account a number of factors, making certain assumptions and estimates in the process.

Further details regarding the preparation of financial statements on a going concern basis can be found in note 2 of the financial statements.

Important non adjusting events after the financial year

Subsequent to the year end, on 24 January 2022, the order granted to approve and sanction the s155 Scheme as highlighted in note 2 (Going concern) automatically resulted in the further term extension of the SIHNV Group's debt instruments, initially to 30 June 2023. This extension occurred on the settlement effective date, which was 15 February 2022. This has supported the going concern assessment.

After the year end, the company offset non-current receivables from group undertakings against amounts due to group undertakings, and settled any remaining material balances in cash (see notes 12, 13 and 15), which has significantly simplified the company's statement of financial position.

Directors' liabilities

The company has purchased directors' and officers' liability insurance cover which was in place during the year and remains in place as at the date of this report.

Steinhoff UK Holdings Limited

Directors' Report for the Year Ended 30 September 2021 (continued)

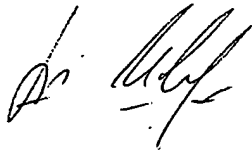
Disclosure of information to the auditor

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware.

Reappointment of auditor

The auditor Mazars LLP are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Approved by the Board on 23 February 2022 and signed on its behalf by:



.....
S Mahajan
Director

Steinhoff UK Holdings Limited

Statement of Directors' Responsibilities

The directors acknowledge their responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101'). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether FRS 101 has been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Steinhoff UK Holdings Limited

Independent Auditor's Report to the Members of Steinhoff UK Holdings Limited

Opinion

We have audited the financial statements of Steinhoff UK Holdings Limited (the 'company') for the year ended 30 September 2021, which comprise the Income Statement, Statement of Financial Position, Statement of Changes in Equity and Notes to the Financial Statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 101 'Reduced Disclosure Framework' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2021 and of its profit for the year 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 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.

Emphasis of matter

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosures made in going concern paragraph of note 2 to the financial statements concerning the conclusion of the implementation of a proposed settlement (the "Litigation Settlement Proposal") to conclude the ongoing and disputed legal claims and pending litigation proceedings arising from the legacy accounting issues in the Group first announced in December 2017.

As part of this Litigation Settlement Proposal, on 11 August 2021 the creditors of the Group provided consent to the interim term extension of the debt instruments referred to above to extend the maturity date of outstanding debt from December 2021 to December 2022 (12 months' interim extension). Subsequent to the year end, on 24 January 2022, the Western Cape High Court in South Africa granted an order to approve and sanction the s155 Scheme (a statutory compromise with creditors of the Group proposed in terms of section 155 of the South African Companies Act, 71 of 2008) and explained more fully in the SIHNV Group 2021 consolidated financial statements, which as a consequence automatically resulted in the further term extension of the debt instruments, initially to 30 June 2023. This extension occurred on the settlement effective date, which was 15 February 2022. The maturity date of the debt instruments is then capable of further extension to 31 December 2023 with further simple majority lender approval. The company's cash flow forecast assumes that the debt will not be repayable by the SIHNV Group in the going concern review period, and therefore the securities that the company has granted will not be called during that period.

Steinhoff UK Holdings Limited

Independent Auditor's Report to the Members of Steinhoff UK Holdings Limited (continued)

Conclusions relating to going concern

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

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

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

Other information

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

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

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

Matters on which we are required to report by exception

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

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

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

Steinhoff UK Holdings Limited

Independent Auditor's Report to the Members of Steinhoff UK Holdings Limited (continued)

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 7, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud.

Based on our understanding of the company and its industry, we considered that non-compliance with the following laws and regulations might have a material effect on the financial statements employment regulation, health and safety regulation, anti-money laundering regulation.

To help us identify instances of non-compliance with these laws and regulations, and in identifying and assessing the risks of material misstatement in respect to non-compliance, our procedures included, but were not limited to:

- Inquiring of management and, where appropriate, those charged with governance, as to whether the company is in compliance with laws and regulations, and discussing their policies and procedures regarding compliance with laws and regulations;
- Inspecting correspondence, if any, with relevant licensing or regulatory authorities;
- Communicating identified laws and regulations to the engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- Considering the risk of acts by the company which were contrary to applicable laws and regulations, including fraud.

We also considered those laws and regulations that have a direct effect on the preparation of the financial statements, such as tax legislation, pension legislation, the Companies Act 2006.

Steinhoff UK Holdings Limited

Independent Auditor's Report to the Members of Steinhoff UK Holdings Limited (continued)

Auditor's responsibilities for the audit of the financial statements (continued)

In addition, we evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of management override of controls, and determined that the principal risks related posting manual journal entries to manipulate financial performance, management bias through judgements and assumptions in significant accounting estimates, in particular in relation to significant one-off or unusual transactions.

Our audit procedures in relation to fraud included but were not limited to:

- Making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

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 the audit 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.



David Herbinet (Senior Statutory Auditor) for and on behalf of Mazars LLP
Chartered Accountants and Statutory Auditor
Tower Bridge House
St Katharine's Way
London
E1W 1DD

23 February 2022

Steinhoff UK Holdings Limited

Income Statement for the Year Ended 30 September 2021

	Note	2021 £ 000	2020 £ 000
Revenue		-	-
Administrative expenses		(9,647)	(7,053)
Other operating income		-	1,100
Other losses	4	<u>(5,137)</u>	<u>(37,846)</u>
Operating loss	5	<u>(14,784)</u>	<u>(43,799)</u>
Finance income	6	2,223,130	34,592
Finance costs	7	<u>(14,484)</u>	<u>(13,649)</u>
Net finance income		<u>2,208,646</u>	<u>20,943</u>
Profit/(loss) before tax		2,193,862	(22,856)
Income tax expense	10	<u>(2,233)</u>	-
Profit/(loss) for the year		<u><u>2,191,629</u></u>	<u><u>(22,856)</u></u>

The above results were derived from continuing operations.

There were no items of comprehensive income in the year or prior year other than the profit/(loss) for the year and, accordingly, no statement of comprehensive income is presented.

The notes on pages 16 to 39 form an integral part of these financial statements.

Steinhoff UK Holdings Limited

(Registration number: 03738136)

Statement of Financial Position as at 30 September 2021

	Note	2021 £ 000	2020 £ 000
Fixed assets			
Investments	11	-	436,988
Other financial assets	12	135,334	508,914
		<u>135,334</u>	<u>945,902</u>
Current assets			
Trade and other receivables	13	24,805	159,010
Other financial assets	12	3,698	-
Cash at bank and in hand	14	9,713	2,265
		<u>38,216</u>	<u>161,275</u>
Creditors: Amounts falling due within one year			
Trade and other payables	15	(154,420)	(656,507)
Income tax liability		<u>(2,215)</u>	<u>-</u>
		<u>(156,635)</u>	<u>(656,507)</u>
Net current liabilities		<u>(118,419)</u>	<u>(495,232)</u>
Total assets less current liabilities		16,915	450,670
Provisions for liabilities	17, 10	<u>(3,698)</u>	<u>-</u>
Net assets		<u>13,217</u>	<u>450,670</u>
Capital and reserves			
Called up share capital	16	1	1
Share premium reserve		-	791,851
Merger reserve		-	3,334
Retained losses		<u>13,216</u>	<u>(344,516)</u>
Shareholder's funds		<u>13,217</u>	<u>450,670</u>

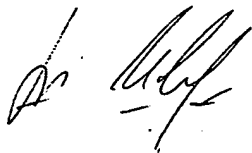
The notes on pages 16 to 39 form an integral part of these financial statements.

Steinhoff UK Holdings Limited

(Registration number: 03738136)

Statement of Financial Position as at 30 September 2021 (continued)

Approved by the Board on 23 February 2022 and signed on its behalf by:

A handwritten signature in black ink, appearing to read 'S Mahajan', is written over a dotted line.

S Mahajan
Director

The notes on pages 16 to 39 form an integral part of these financial statements.

Steinhoff UK Holdings Limited

Statement of Changes in Equity for the Year Ended 30 September 2021

	Share capital £ 000	Share premium £ 000	Merger reserve £ 000	Retained (losses)/ earnings £ 000	Total £ 000
At 1 October 2020	1	791,851	3,334	(344,516)	450,670
Profit for the year and total comprehensive income	-	-	-	2,191,629	2,191,629
Reduction of share premium	-	(791,851)	-	791,851	-
Transfer of merger reserve to retained earnings	-	-	(3,334)	3,334	-
Dividends	-	-	-	(2,629,082)	(2,629,082)
At 30 September 2021	<u>1</u>	<u>-</u>	<u>-</u>	<u>13,216</u>	<u>13,217</u>

	Share capital £ 000	Share premium £ 000	Merger reserve £ 000	Retained losses £ 000	Total £ 000
At 1 October 2019	1	768,133	-	(321,660)	446,474
Loss for the year and total comprehensive expense	-	-	-	(22,856)	(22,856)
New share capital subscribed	-	23,718	3,334	-	27,052
At 30 September 2020	<u>1</u>	<u>791,851</u>	<u>3,334</u>	<u>(344,516)</u>	<u>450,670</u>

The notes on pages 16 to 39 form an integral part of these financial statements.

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021

1 General information

The company is a private company limited by share capital, incorporated in England & Wales and domiciled in England.

The address of its registered office is:

The Space (Floor 3)

120 Regent Street

London

W1B 5FE

England

These financial statements were authorised for issue by the Board on 23 February 2022.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below.

Basis of preparation

The company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. The financial statements have therefore been prepared in accordance with FRS 101 'Reduced Disclosure Framework' as issued by the Financial Reporting Council. They have been prepared under the historical cost convention.

The functional currency of the company is considered to be pounds sterling as that is the currency of the primary economic environment in which the company operates.

Summary of disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- (a) the requirements of IFRS 7 Financial Instruments: Disclosures;
- (b) the requirements of IAS 7 Statement of Cash Flows;
- (c) the requirements of paragraphs 17 and 18A of IAS 24 Related Party Disclosures;
- (d) the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group;
- (e) the requirement in paragraph 30 and 31 of IAS 8 to disclose new IFRS's not yet effective.

Where relevant, equivalent disclosures have been given in the group accounts of Steinhoff International Holdings N.V.. The group accounts of Steinhoff International Holdings N.V. are available to the public and can be obtained from www.steinhoffinternational.com.

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

2 Accounting policies (continued)

Going concern

In determining the appropriate basis of preparation of the financial statements, the directors are required to consider whether the company can continue in operational existence for the foreseeable future.

The company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report. This also includes details of its risks and uncertainties.

The Directors' Report and note 20 to the financial statements also give details of events subsequent to the year end which may have a material effect on the company.

The company produces 12-month rolling cash flow forecasts. These forecasts and projections show that the company should be able to continue in operational existence for the foreseeable future, namely for 12 months from the date of signing the financial statements.

However, it is noted that these cash flow forecasts, by their very nature, have inherent assumptions and uncertainties included. The directors draw attention to the following considerations that are key in arriving at the forecast cash flows, namely:

CVA of Steinhoff Europe AG and Steinhoff Finance Holding GmbH

During August 2019, Steinhoff Europe AG ("SEAG") and Steinhoff Finance Holding GmbH ("SFHG"), fellow subsidiaries of Steinhoff International Holdings N.V. ("SIHNV", "the Group"), successfully completed the implementation of a restructuring of the Group's borrowings as described in note 18, whereby existing debt instruments in SEAG and SFHG were re-issued with effect from 14 December 2018, with a common maturity date of 31 December 2021, and the company granted security over certain of its assets.

The Group are currently implementing the proposed settlement (the "Litigation Settlement Proposal") to conclude the ongoing and disputed legal claims and pending litigation proceedings arising from the legacy accounting issues in the Group first announced in December 2017. As part of this Litigation Settlement Proposal, on 11 August 2021 the creditors of the Group provided consent to the interim term extension of the debt instruments referred to above to extend the maturity date of outstanding debt from December 2021 to December 2022 (12 months' interim extension). Subsequent to the year end, on 24 January 2022, the Western Cape High Court in South Africa granted an order to approve and sanction the s155 Scheme (a statutory compromise with creditors of the Group proposed in terms of section 155 of the South African Companies Act, 71 of 2008) and explained more fully in the SIHNV Group 2021 consolidated financial statements, which as a consequence automatically resulted in the further term extension of the debt instruments, initially to 30 June 2023. This extension occurred on the settlement effective date, which was 15 February 2022. The maturity date of the debt instruments is then capable of further extension to 31 December 2023 with further simple majority lender approval. The company's cash flow forecast assumes that the debt will not be repayable by the SIHNV Group in the going concern review period, and therefore the securities that the company has granted will not be called during that period.

Further information on the Litigation Settlement Proposal can be found in the SIHNV Group 2021 consolidated financial statements, released on 28 January 2022, and subsequent updates will be published on the SIHNV website.

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

2 Accounting policies (continued)

Going concern (continued)

Amounts due to group undertakings

The company's statement of financial position at the year end shows that the company had net current liabilities, due primarily to the amounts due to group undertakings as shown in note 15. As explained in that note, balances included in amounts due to group undertakings are subject to terms such that the company is obliged to prepay such amounts as are requested by the company's creditor to enable it comply with the repayment of any amount under any external financing agreement with third party creditors. The company therefore has no unconditional right as at the year end to defer settlement for at least 12 months and has included these amounts as current liabilities.

After the year end, the non-current receivables from group undertakings (see note 12) were offset against amounts due to group undertakings, and the remaining amounts due to group undertakings were settled in cash.

Further funding for subsidiaries

It is assumed that the company's subsidiaries require no further funding from the company, other than the guarantee provided to Homestyle Pension Company Limited as explained in note 17.

The developments and mitigating actions in connection with the ongoing COVID-19 pandemic remain under constant review. However following the sale of Pepco Group Limited and its trading subsidiaries, the likely future impact of the COVID-19 pandemic on the company has reduced, since the remaining subsidiaries of the company are non-trading and are less likely to be materially affected by the pandemic.

After making enquiries and in particular considering the assumptions and uncertainties described above, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future, namely for 12 months from the date of signing the financial statements. For these reasons, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Exemption from preparing group accounts

The financial statements contain information about Steinhoff UK Holdings Limited as an individual company and do not contain consolidated financial information as the parent of a group.

The company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its ultimate parent, Steinhoff International Holdings N.V., a company incorporated in The Netherlands.

Changes in accounting policy

None of the standards, interpretations and amendments effective for the first time from 1 October 2020 have had a material effect on the financial statements.

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

2 Accounting policies (continued)

Finance income and costs policy

Dividend income from an investment is recognised in the income statement until such time as the value of the investment equals the cost of the investment to the company, and from that point onwards the dividend is recognised as a return on capital against the investment.

Other finance income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

All borrowing costs are recognised in profit or loss in the period in which they are incurred.

Foreign currency transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the initial transaction dates.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

Tax

The tax expense for the year comprises current tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

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

Investments

Investments in subsidiary undertakings are initially measured at cost, including transaction costs. At subsequent reporting dates, investments are carried at cost subject to annual impairment review.

Cash and cash equivalents

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

Borrowings

All borrowings are initially recorded at the amount of proceeds received, net of transaction costs. Borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the income statement over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in finance costs.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

2 Accounting policies (continued)

Share capital

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

Dividends

Dividend distribution to the company's shareholders is recognised as a liability in the company's financial statements in the period in which the dividends are approved by the company's shareholders.

Financial instruments

Initial recognition

Financial assets and financial liabilities comprise all assets and liabilities reflected in the statement of financial position, although excluding investments, prepayments and accrued expenses.

The company recognises financial assets and financial liabilities in the statement of financial position when, and only when, the company becomes party to the contractual provisions of the financial instrument.

Financial assets are initially recognised at fair value. Financial liabilities are initially recognised at fair value, representing the proceeds received net of premiums, discounts and transaction costs that are directly attributable to the financial liability.

Subsequent to initial measurement, financial assets and financial liabilities are measured at amortised cost.

Derecognition

Financial assets

The company derecognises a financial asset when;

- the contractual rights to the cash flows from the financial asset expire,
- it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred; or
- the company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

On derecognition of a financial asset, the difference between the carrying amount of the asset and the sum of the consideration received is recognised as a gain or loss in the profit or loss.

Financial liabilities

The company derecognises a financial liability when its contractual obligations are discharged, cancelled, or expire.

Impairment of financial assets

Measurement of expected credit losses

The company assesses on a forward-looking basis the expected credit loss associated with its financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

2 Accounting policies (continued)

Derivative financial instruments and hedging

The company does not enter into derivative financial instruments including forward foreign exchange contracts.

3 Critical accounting judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the company's accounting policies

The critical judgement to be disclosed that has a material impact on the financial statements is as follows:

Going concern

For the assumptions made in forming the going concern opinion, refer note 2.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are as follows:

Investments in subsidiaries and receivables from group undertakings

In the process of applying the accounting policies described above, the directors have made judgements and estimates as to the level of provision required against investments in subsidiaries and receivables from group undertakings based on the net asset position of the companies concerned and the anticipated future returns from these investments and receivables.

4 Other (losses)/gains

The analysis of the company's other (losses)/gains for the year is as follows:

	2021 £ 000	2020 £ 000
Impairment against investments in subsidiaries	(1,439)	(30,857)
Increase in provisions (note 17)	(3,698)	-
Loss from disposal of investments in subsidiaries and associated loans	-	(54,092)
Reversal of impairment on amounts receivable from group undertakings	-	47,103
	<u>(5,137)</u>	<u>(37,846)</u>

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

5 Operating loss

Arrived at after (crediting)/charging:

	2021 £ 000	2020 £ 000
Foreign exchange (gains)/losses	<u>(118)</u>	<u>2</u>

6 Finance income

	2021 £ 000	2020 £ 000
Dividend income	2,203,961	-
Other finance income	131	78
Interest receivable from group undertakings	19,038	31,491
Foreign exchange gains	<u>-</u>	<u>3,023</u>
	<u>2,223,130</u>	<u>34,592</u>

The company received a dividend from its subsidiary Retail Holdings SarL during the year. £2,203,961,000 was recorded as dividend income, with £436,300,000 being recognised as a return on capital against the cost of the investment (see note 11).

7 Finance costs

	2021 £ 000	2020 £ 000
Foreign exchange losses	5,174	-
Interest payable to group undertakings	<u>9,310</u>	<u>13,649</u>
	<u>14,484</u>	<u>13,649</u>

8 Staff costs

The company has no employees other than the directors. There were no staff costs during either year.

The emoluments of the directors were paid by fellow subsidiaries of Steinhoff International Holdings N.V..

The average number of persons employed by the company (including directors) during the year, analysed by category was as follows:

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

8 Staff costs (continued)

	2021 No.	2020 No.
Administration and support	<u>5</u>	<u>5</u>
	<u>5</u>	<u>5</u>

9 Auditor's remuneration

	2021 £ 000	2020 £ 000
Audit of the financial statements	<u>30</u>	<u>40</u>

There were no non-audit fees payable to the company's auditor in either year.

10 Income tax

Tax charged in the income statement:

	2021 £ 000	2020 £ 000
Current taxation		
UK corporation tax adjustment to prior periods	<u>2,233</u>	<u>-</u>

The tax on loss before tax for the year is lower than the standard rate of corporation tax in the UK (2020 - higher than the standard rate of corporation tax in the UK) of 19% (2020: 19%).

The differences are reconciled below:

	2021 £ 000	2020 £ 000
Profit/(loss) before tax	<u>2,193,862</u>	<u>(22,856)</u>
Corporation tax at standard rate	416,834	(4,343)
Increase in current tax from adjustment for prior periods	2,233	-
Increase from effect of expenses not deductible in determining taxable profit	1,939	17,177
Decrease from dividends received (PY: reversal of impairment) not taxable	(418,753)	(8,936)
Group relief claimed	<u>(20)</u>	<u>(3,898)</u>
Total tax charge	<u>2,233</u>	<u>-</u>

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

10 Income tax (continued)

In the Spring Budget 2021, the UK Government announced that from 1 April 2023, the main corporation tax rate would increase from 19% to 25%. This new law was substantively enacted in the Finance Bill 2021 and received Royal Assent on 10 June 2021.

There is no recognised or unrecognised deferred tax in either year.

11 Investments

Subsidiaries	£ 000
Cost	
At 1 October 2020	467,845
Additions	1,225
Return on capital	(436,774)
Disposals	(214)
At 30 September 2021	<u>32,082</u>
Provision	
At 1 October 2020	30,857
Charge for the year	1,439
Eliminated on disposals	(214)
At 30 September 2021	<u>32,082</u>
Carrying amount	
At 30 September 2021	<u>-</u>

During the year, following the sale by the company's subsidiary Retail Holdings SarL ("RHS") of its investment in Pepco Group Limited and its subsidiaries to a fellow subsidiary of Steinhoff International Holdings N.V. as part of an internal group restructure, the company received a dividend from RHS of £2,640,261,000. This was recorded partially in the income statement (£2,203,961,000 - see note 6) with the balance (£436,300,000) as a return on capital. Later in the year RHS was dissolved, with the remaining equity in RHS of £474,000 being returned to the company.

A full list of the company's subsidiaries is given in note 21.

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

12 Other financial assets

	2021 £ 000	2020 £ 000
Non-current financial assets		
Receivables from group undertakings	135,334	503,376
Other receivables	-	5,538
	<u>135,334</u>	<u>508,914</u>

Interest on receivables from group undertakings is charged at the Bank Bill Swap Rate (BBSW) plus a margin of between 4.7% and 5.1%. As at the year end, the balance was repayable by 31 December 2022.

Subsequent to the year end, the receivables from group undertakings were offset against amounts due to group undertakings (see note 15).

	2021 £ 000	2020 £ 000
Current financial assets		
Escrow account	<u>3,698</u>	<u>-</u>

The funds in the Escrow account are held for the purposes of settling the guarantee given in relation to the Homestyle Pension Scheme (see note 17). It can only be used in certain circumstances and with the agreement of the Trustee of the Pension Scheme.

13 Trade and other receivables

	2021 £ 000	2020 £ 000
Receivables from group undertakings	<u>24,805</u>	<u>159,010</u>
	<u>24,805</u>	<u>159,010</u>

Receivables from group undertakings are repayable on demand. They were settled in cash after the year end.

14 Cash and cash equivalents

	2021 £ 000	2020 £ 000
Cash at bank	<u>9,713</u>	<u>2,265</u>

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

15 Trade and other payables

	2021 £ 000	2020 £ 000
Trade payables	-	6
Accrued expenses	98	75
Amounts due to group undertakings	154,146	656,251
Other payables	176	175
	<u>154,420</u>	<u>656,507</u>

Interest is charged on amounts due to group undertakings at 3.2%.

As a result of the SEAG CVA and SFHG CVA, as referenced in note 18, balances included in amounts due to group undertakings are subject to terms such that the company is obliged to prepay such amounts as are requested by the company's creditor to enable it comply with the repayment of any amount under any external financing agreement with third party creditors. The company therefore has no unconditional right as at the year end to defer settlement for at least 12 months and has included these amounts as current liabilities.

After the year end, the non-current receivables from group undertakings (see note 12) were offset against amounts due to group undertakings, and the remaining amounts due to group undertakings were settled in cash.

16 Share capital

Allotted, called up and fully paid shares

	2021		2020	
	No.	£	No.	£
Ordinary shares of £1 each	<u>1,144</u>	<u>1,144</u>	<u>1,144</u>	<u>1,144</u>

The company has abolished its authorised share capital.

17 Other provisions

	Other provisions £ 000
Additional provisions	<u>3,698</u>
At 30 September 2021	<u>3,698</u>
Current liabilities	<u>3,698</u>

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

17 Other provisions (continued)

In a previous year, Blue Group UK Retail Limited, a former subsidiary of the company, transferred the Homestyle 2007 Pension Scheme (the "Scheme"), a defined benefit pension scheme, to a newly incorporated subsidiary of the company, Homestyle Pension Company Limited. As part of the transfer, the company gave a guarantee to the Scheme up to the value of £33 million. The amount remaining from the guarantee of £3,698,000 is now being held in an Escrow account (see note 12) and has been provided for, as it is now considered probable that the guarantee will result in a cash outflow for the company. It is expected to be utilised within 12 months of the statement of financial position date.

18 Contingent liabilities

The Administrators of Blue Group UK Retail Limited ("BGUKRL") have agreed ("the agreement") to surrender tax losses amounting in total to £43.2m to Steinhoff UK Holdings Limited ("SUKHL"), JWC (INT) Limited and Poundland Limited (and collectively known as the "UK Companies"), in respect of the year ended 30 September 2019. The Administrators were appointed on 30 June 2020. Under the terms of the agreement the tax losses will be surrendered for nil payment. To the extent BGUKRL, for whatever reason, is unable to surrender any part of the tax losses to the UK Companies, SUKHL has indemnified the Administrators, and/or agreed to a withdrawal of group relief claims made by the UK companies, in the event a tax liability crystallising in BGUKRL. Once the Administrators of BGUKRL submit corporation tax returns to HMRC, in respect of BGUKRL and its associated companies, for the year ended 30 September 2019; for the period from 1 October 2019 to 29 June 2020 ("pre-administration periods"); and from the period from 30 June 2020 to 30 September 2020 and subsequent year to 30 September 2021 and onwards ("post-administration periods") the final position in relation to whether a payment needs to be made to the Administrators under the indemnity or whether any group relief claim needs to be withdrawn by the UK Companies will be known. We note the Administrators have submitted all corporation tax returns to HMRC, on behalf of BGUKRL and its associated companies, for the pre-administration periods without amendment to any group relief position taken in respect of the pre-administration or earlier periods. The risk for SUKHL that a payment under the indemnity is required to be made to the Administrators or group relief claims need to be withdrawn significantly reduces in relation to post-administration periods given the expectation BGUKRL is not expected to have any assets or income in post-administration periods. The Administrators have also notified SUKHL that they remain personally liable in respect of debts owed by BGUKRL and therefore require the agreement in place as contractual protection. Management are in regular communication with the Administrators and continue to monitor the situation. The maximum cash tax exposure under both the indemnity and the withdrawal of group relief claims is £8.2m and the expectation of crystallisation of part or all of this amount is considered remote.

In August 2019, Steinhoff Europe AG ("SEAG") and Steinhoff Finance Holding GmbH ("SFHG"), fellow subsidiaries of Steinhoff International Holdings N.V. ("SIHNV"), successfully completed the implementation of the Restructuring (as detailed in the SEAG CVA and the SFHG CVA which can be found on the International company website <http://www.steinhoffinternational.com>). Among other things, the SIHNV Group implemented certain changes to the Group's European corporate holding structure and the restructuring of SEAG's and SFHG's financial indebtedness, extending the expiry of debt instruments to 31 December 2021 (and subsequently to 30 June 2023 as described in the going concern section of note 2).

As part of the SEAG CVA and the SFHG CVA, the company has granted security over the company's bank accounts.

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

18 Contingent liabilities (continued)

Also as part of the SEAG CVA, two facilities agreements dated 12 August 2019 were entered into under broadly similar terms - the First Lien Facilities Agreement and the Second Lien Facilities Agreement (the "Facilities Agreements"). The company is one of the guarantors under the Facilities Agreements (the "Guarantors"). The Guarantors irrevocably and unconditionally jointly and severally guaranteed the punctual performance by Steenbok Lux Finco 2 SARL (the borrower under the Facilities Agreements) and each other Guarantors (together with the borrower, the "Obligor"s) of all of the Obligors' payment obligations under the first and second lien finance documents. The guarantee obligations under the first and second lien finance documents are limited recourse meaning that the company's liability is limited to its realisable assets. The Obligor entities have no liability to pay or otherwise make good any insufficiency once all assets have been exhausted and distributed (including via a formal process such as solvent liquidation).

The outstanding amounts under the Facilities Agreements at 30 September 2021 were €1,177 million (2020: €2,081 million) under the First Lien Facilities Agreement and €4,712 million (2020: €4,237) million under the Second Lien Facilities Agreement.

These have been disclosed as contingent liabilities as there is a possible obligation to the company that arises from past events and whose existence will be confirmed only by the occurrence of uncertain future events not wholly within the control of the entity.

19 Parent and ultimate parent undertaking

The company's immediate parent is Steenbok Newco 7 Limited. The ultimate parent is Steinhoff International Holdings N.V..

The most senior parent entity producing publicly available financial statements is Steinhoff International Holdings N.V.. These financial statements are available upon request from www.steinhoffinternational.com

Relationship between entity and parents

The parent of the largest and smallest group in which these financial statements are consolidated is Steinhoff International Holdings N.V., incorporated in The Netherlands.

The registered office of Steinhoff International Holdings N.V. is:

Building B2
Vineyard Office Park
Cnr Adam Tas & Devon Valley Road
Stellenbosch 7600
South Africa

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

20 Events after the financial year

Subsequent to the year end, on 24 January 2022, the order granted to approve and sanction the s155 Scheme as highlighted in note 2 (Going concern) automatically resulted in the further term extension of the SIHNV Group's debt instruments, initially to 30 June 2023. This extension occurred on the settlement effective date, which was 15 February 2022. This has supported the going concern assessment.

After the year end, the company offset non-current receivables from group undertakings against amounts due to group undertakings, and settled any remaining material balances in cash (see notes 12, 13 and 15), which has significantly simplified the company's statement of financial position.

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

21 Subsidiaries

Details of the subsidiaries as at 30 September 2021 are as follows:

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				2021	2020
Homestyle 2007 Pension Scheme Trustee Limited*	Pension Scheme Trustee	The Space (Floor 3), 120 Regent Street, London, W1B 5FE United Kingdom	Ordinary	100%	100%
Retail Holdings SarL*	Dissolved	56, Rue Charles Martel, L-2134, Luxembourg Luxembourg	Ordinary	0%	100%
Flow Newco Limited	Dissolved after year end	Suite 1, 3rd Floor 11 - 12 St. James's Square, London, SW1Y 4LB United Kingdom	Ordinary	0%	100%
Pepco Group Limited	Investment	Unit B, 120 Weston Street, London, United Kingdom, SE1 4GS United Kingdom	Ordinary	0%	98.79%

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

21 Subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				2021	2020
Dealz Poland Sp. z o.o.	General merchandise retailer	Strzeszyńska 73a Street, Poznań Poland	Ordinary	0%	98.79%
Pepkor Europe Limited (formerly GHM Stores Limited)	Non-trading entity	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Pepkor UK Retail Limited	Clothing retailer	Oak House, Reeds Crescent, Watford, WD24 4QP United Kingdom	Ordinary	0%	98.79%
Poundland UK and Europe Limited	Investment	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Vaucluse Diffusion SAS	General merchandise retailer	1 Bis Avenue Guy de Maupassant, 13170 Les Pennes, Mirabeau France	Ordinary	0%	98.79%
Fully Sun China Ltd	Purchasing company	19/F., Seaview Commercial Building, 21-24 Connaught Road West Hong Kong	Ordinary	0%	98.79%

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

21 Subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				2021	2020
Pepkor Europe GmbH	Investment	Kanzlei Pilatushof, Hirschmattstrasse 15, 6003 Luzern Switzerland	Ordinary	0%	98.79%
Pepco Poland Sp. z o.o.	General merchandise retailer	Strzeszyńska 73 A, 60-479 Poznań Poland	Ordinary	0%	98.79%
Konopacka Holdings B.V.	Investment	Noord Brabantlaan 265, 5652LD Eindhoven The Netherlands	Ordinary	0%	98.79%
Rawska Holdings B.V.	Investment	Noord Brabantlaan 265, 5652LD Eindhoven The Netherlands	Ordinary	0%	98.79%
Cardina Investment Sp. z o.o.	Property holding	Strzeszyńska 73B/4, 60-479 Poznań Poland	Ordinary	0%	98.79%
Evarts Investments Sp. z o.o.	Property holding	Strzeszyńska 73B/4, 60-479 Poznań Poland	Ordinary	0%	98.79%
Pepkor Ingatlan Kft	Property holding	1138 Budapest Váci út 187 Hungary	Ordinary	0%	98.79%

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

21 Subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				2021	2020
Pepco Croatia d.o.o.	General merchandise retailer	Damira Tomljanovića Gavrana 11, 10020 Zagreb Croatia	Ordinary	0%	98.79%
Pepco Czech Republic s.r.o.	General merchandise retailer	Hvezdova 1717/2b, 14078 Prague 4 Czech Republic	Ordinary	0%	98.79%
Pepco Hungary Kft.	General merchandise retailer	1138 Budapest Váci út 187 Hungary	Ordinary	0%	98.79%
Pepco Slovakia s.r.o.	General merchandise retailer	Nevádzová 6; 821 01 Bratislava Slovakia	Ordinary	0%	98.79%
Pepco d.o.o.	General merchandise retailer	Tržaška cesta 515, SI-1351 Brezovica pri Ljubljani Slovenia	Ordinary	0%	98.79%
Pepco Lithuania UAB	General merchandise retailer	Viršuliškių al. 34-1, Vilnius, LT-05132 Lithuania	Ordinary	0%	98.79%
Pepco Latvia SIA	General merchandise retailer	Strēlnieku 9-7, Riga, LV-1010 Latvia	Ordinary	0%	98.79%

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

21 Subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				2021	2020
Pepco Estonia OU	General merchandise retailer	Sõpruse pst 145C, Tallinn City, Harju county, 13417 Estonia	Ordinary	0%	98.79%
Pepco Retail SRL Sp. Z.o.o.	General merchandise retailer	17/3 Ceasornicului str., Sector 1, Bucharest Romania	Ordinary	0%	98.79%
Pepco Properties Sp. z o.o	Property holding	Strzeszyńska 73 A, 60-479 Poznań Poland	Ordinary	0%	98.79%
Family Bargains (Retail) Limited	Dormant	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Pepkor Import B.V.	Investment	Naritaweg 165, 1043 BW, Amsterdam The Netherlands	Ordinary	0%	98.79%
Pepkor France SAS	Non-trading company	1, Place Boieldieu, 75002 Paris France	Ordinary	0%	98.79%
Pepkor Retail Espana S.L.	Non-trading company	1-3 Avenida Baix Llobregat, Barcelona 08820 Spain	Ordinary	0%	98.79%

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

21 Subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				2021	2020
Pepco Group Services Limited	Non-trading company	Unit B, 120 Weston Street, London, SE1 3ER United Kingdom	Ordinary	0%	98.79%
Pepkor GPS (Shanghai) Co Ltd	Purchasing company	8th floor, 666(H) East Beijing Rd, Huangpu District, Shanghai, Shanghai 200001 China	Ordinary	0%	98.79%
PGS Partner India Private Limited	Purchasing company	Unit no-128, Suncity Success Tower Sector-65, Golf Course Extn Road, Gurugram, Haryana-122005 India	Ordinary	0%	98.79%
Peu (Fin) Limited	Group financing company	Unit B, 120 Weston Street, London, United Kingdom, SE1 4GS United Kingdom	Ordinary	0%	98.79%
Peu (Tre) Limited	Group treasury company	Unit B, 120 Weston Street, London, United Kingdom, SE1 4GS United Kingdom	Ordinary	0%	98.79%
Pepco Holdings sp. z o.o.	Investment	Strzeszyńska 73 A, 60-479 Poznań Poland	Ordinary	0%	98.79%

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

21 Subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				2021	2020
Pepco Bulgaria EOOD	General merchandise retailer	Sofia 1574, "Slatina" district, "Nikola Tesla №5" str., Building BSR 2, fl.4 Bulgaria	Ordinary	0%	98.79%
Pepco d.o.o. Beograd-Stari Grad	General merchandise retailer	Francuska 27, 11000 Beograd-Stari Grad Serbia	Ordinary	0%	98.79%
Pepco Italy S.r.l	General merchandise retailer	Via Michelangelo Buonarroti 39, 20145 Milano Italy	Ordinary	0%	98.79%
Poundland Group Limited	Investment	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Poundland Group Holdings Limited	Investment	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Poundland Value Retailing Limited	Dormant	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

21 Subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				2021	2020
Poundland Retail Limited	Dormant	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Poundland Holdings Limited	Investment	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Poundland Willenhall Limited	Dormant	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Poundland Trustee Limited	Investment	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Poundland Limited	General merchandise retailer	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
M&O Business Systems Limited	Dormant	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

21 Subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				2021	2020
Bargain Limited	Dormant	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Homes & More Limited	Dormant	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Poundland Stores Limited	Dormant	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Poundland International Limited	Investment	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Sheptonview Limited	Dormant	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Dealz Espana SL	General merchandise retailer	B86867515, Calle Bravo, Murillo 192, Madrid Spain	Ordinary	0%	98.79%

Steinhoff UK Holdings Limited

Notes to the Financial Statements for the Year Ended 30 September 2021 (continued)

21 Subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				2021	2020
Dealz Retailing Ireland Limited	Dormant	Unit 3 West End Retail Park, Blanchardstown, Dublin 15 Eire	Ordinary	0%	98.79%
Poundland Elgin Limited	Property holding	Wellmans Road, Willenhall, West Midlands, WV13 2QT United Kingdom	Ordinary	0%	98.79%
Homestyle Pension Company Limited*	Pension scheme employer company	The Space (Floor 3), 120 Regent Street, London, W1B 5FE United Kingdom	Ordinary	100%	100%

* indicates direct investment of the company