

Robert Dyas Holdings Limited

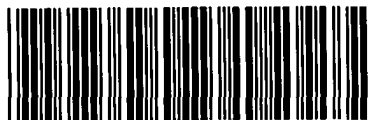
Annual Report and Financial Statements

Year Ended

1 April 2023

Company Number 04041884

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Robert Dyas Holdings Limited

**Annual report and financial statements
for the year ended 1 April 2023**

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Directors

T Paphitis
K Kyprianou
I Childs
K Lawton
S Spencelayh

Secretary and registered office

K Lawton, 1 St George's Road, Wimbledon, London, SW19 4DR

Company number

04041884

Bankers

Lloyds Banking Group plc, 25 Monument Street, London, EC3R 8BQ

Auditors

BDO LLP, 2 City Place, Beehive Ring Road, Gatwick, West Sussex, RH6 0PA

Robert Dyas Holdings Limited

Strategic report for the year ended 1 April 2023

A review of the business and future developments, including key performance indicators and the principal risks and uncertainties is set out below.

Business review and future developments

Against a challenging retail environment, I am pleased to report a resilient performance from the Robert Dyas business and continued top-line growth in the year ended 1 April 2023; turnover increased by 6.0% from £164.6m to £174.4m. The year was characterised by political and economic uncertainty, widespread inflationary cost pressures, and the well-documented Cost of Living crisis impacting consumer behaviour and business performance alike. The Robert Dyas business has been well-placed to assist customers reduce household running costs with its many energy-saving products and has returned an EBITDA profit of £0.2m (2022 - £2.5m), a satisfactory result given the trading backdrop and investment made for the future of all of our trading channels.

The retail store estate saw an 8.7% increase in sales, returning the estate back to pre-Covid levels, and our strategy to open convenient high street stores in new locations began in the final quarter, with a new store opening in February in Saffron Walden, to a very warm reception from the local community. Since the year end we have opened a further store in Bracknell, and are looking at further opportunities at expanding our store portfolio. We launched the MyDyas Loyalty Scheme shortly after the year-end, and the scheme aims to reward our customers with discounts and exclusive rewards and prices.

Ecommerce sales grew by 3% in the year, which is particularly encouraging on top of two years of exceptional growth through the Covid-19 pandemic. We continue to expand our online offering with new products and categories sourced from our existing supplier base as well as onboarding carefully selected new suppliers. Ecommerce now accounts for just over 40% of our sales.

The management team has focussed on reducing the cost base of the business across multiple areas throughout the course of the year, and the current year will be focussed on finalising implementation of this to ensure the business is well placed for the future. The progress with our energy saving initiatives have been successful. We have strengthened the management team with new Trading, Logistics and People appointments and anticipate that the business will emerge stronger and more able to capitalise on a retail recovery when it comes. Store openings will continue – both standalone Robert Dyas stores and Joint Stores with its sister company Ryman Limited – and we are investing in a much improved Click & Collect offer in store. We also look forward to offering MyDyas customers deals and communication that is more specific to their needs as we develop our CRM capacity.

During the year we are proud to have supported our local communities through our chosen charity, Starlight, and we continue efforts to reduce the impact we have on our planet.

The resilience of the Robert Dyas business would not be possible without the continued support of our trusted suppliers and stakeholders, which has been unstinting over one of the most uncertain retail environments in living memory, and I would like to thank them for their collaboration and look forward to growing our businesses together going forward.

Key Performance Indicators

Store like for like sales increased by 8.7% (2022 – 43.7%).

Turnover increased 6.0% to £174.4 million (2022 - £164.6 million).

Operating loss amounted to £0.9 million (2022 - £1.1million profit).

Net assets at 1 April 2023 of £5.4 million (2022 - £6.7 million).

EBITDA (earnings before interest, taxation, depreciation, amortisation and impairments) reduced to £150,000 (2022 – £2.5 million).

The directors are satisfied with the performance of the Company against the key performance indicators.

Robert Dyas Holdings Limited

Strategic report for the year ended 1 April 2023 *(continued)*

Principal risks and uncertainties including financial risk factors

The principal risks and uncertainties that the Company faces together with an explanation of how they are managed and mitigated are as follows:

Covid-19

The start of the year under review saw the end to the Covid-19 restrictions but we have continued to manage costs and cash flow tightly.

As a result of our planning and attention to keeping the business safe during the pandemic, we have been able to ensure that our stores, warehouse operations and head office remained covid-secure.

The strength of the Robert Dyas brand, business and loyal customer base, put us in a good position to trade through the continued challenges of the pandemic and the retail market, and allowed us to develop the business for further success. The competitive market we operate in and the rapidly changing environment will continue to demand the best from the strong trading partnerships that we have with our suppliers and similar minded brands.

Going Concern

In preparing the financial statements the directors are required to assess the Company's ability to continue to trade as a going concern for the foreseeable future.

In undertaking their going concern review, the directors have given due consideration to the Company's trading and mitigating actions taken through the previous Covid-19 disruption, together with forward-looking projections to the end of March 2025, which covers the Company's next twelve months in full. The directors have also obtained letters from related party creditors confirming their commitment to continue providing existing funding and facilities to the Company, including the unutilised £6.6m facility expiring in December 2026 (see note 16).

The Company has prepared detailed cash flow forecasts and undertaken further scenario modelling, including sales sensitivities, different assumptions regarding the future mix of store and online sales, and the potential working capital impact. The operating plans and financial forecasts that have been modelled indicate that the Company has sufficient cash headroom to meet its liabilities as they fall due. It is on this basis, that the directors consider that the Company will be a going concern for a period of at least 12 months from the date of approval of these financial statements and they have therefore prepared the financial statements on a going concern basis.

Cyber risk/business continuity

An ever present and increasing risk to our business is the potential impact from a cyber-attack. In response we have a dedicated Security Board with members from both within the Company and external specialists, who monitor and advise on how best to mitigate this risk. Actions taken include the appropriate updating and back up of our systems and data.

Liquidity and cash flow

The directors review the liquidity and cash flow risk of the Company carefully. Cash flow is monitored by the directors on a regular basis and surplus funds are primarily invested in readily accessible accounts to ensure that peak working capital requirements are easily managed.

Currency

The Company manages foreign exchange risk through, when appropriate, the forward buying of US Dollars for future trade payments. The directors agree and review the policy on a regular basis. Financial instruments such as trade creditors arise directly from the Company's operations.

Robert Dyas Holdings Limited

Strategic report for the year ended 1 April 2023 *(continued)*

Principal risks and uncertainties including financial risk factors *(continued)*

The Economy

There are a number of economic factors that affect our customers, partners and suppliers at both the global and national level. The directors monitor these closely to ensure that the Company is prepared for and can react to changes in the economic environment. We are constantly monitoring developments, particularly those potentially impacting our supply chain and currency exposure. We have maintained regular discussions with our suppliers and continue to hedge our currency exposure in line with our policy. We will also maintain our agile and collaborative approach to all aspects of our business to ensure that the impact of any disruption from either national or global economic activity is mitigated. The majority of our supply chain is based outside the European Union and as such there had been no material impact of Brexit but since the start of the Russian invasion of Ukraine in early 2022, energy costs have impacted the buying power and therefore amount payable by the Company. The Company has engaged with its energy consultant to ensure that its energy contracts represent the best possible price available. The continuing high levels of inflation and increase in UK interest rates have led to increased risk within the Company. The directors are reviewing costs across the business and all strategic decisions are made with the view to mitigate risk and to maintain stakeholder satisfaction.

Stock

The most significant investment that the Company makes each year is its investment in stock. Processes are in place to mitigate the risk inherent in such an investment by controlling the level of stock in the context of changing sales levels, and to ensure that all slow-moving stock is moved through the business. Challenges associated with the increased shipping and container costs seen in the reporting period were managed through regular contact with our agent. Rates since the year end are now back to expected levels.

People

The directors recognise the importance of our people in the success of its operations. The risk of reliance on key individuals is reduced through the development of succession plans.

Pension scheme

The defined benefit pension scheme showed a deficit, net of deferred tax, of £70,000 (2022 - £613,000) at the year end. The Pension Scheme Trustees have agreed with the Company that they will not seek to increase contributions to the scheme beyond those currently agreed unless required to do so by Statute or Regulation. However, in the longer term, if the value of the scheme assets were to decline significantly relative to its liabilities, the Company might need to make further additional contributions to cover any shortfall. This would have an adverse impact on cash flow. The directors believe this to be low in risk given the performance and improved position of the scheme deficit. The Company and Pension Scheme Trustees meet regularly and receive advice from external actuaries with the objective of mitigating this risk through the scheme's investment strategy. Additionally, the Company complies with current auto enrolment pension legislation and as such contributes to the pension plans for those eligible employees.

Robert Dyas Holdings Limited

Strategic report for the year ended 1 April 2023 (continued)

Section 172 (1) statement

This Statement contains an overview of how the directors of Robert Dyas Holdings Limited (the 'Company') have performed their duty to promote the success of the Company as set out in section 172(1) of the UK's Companies Act 2006. The directors have acted in a way that they consider to be most likely to promote the success of the Company, and in doing so had regard to:

- the likely consequences of any decision in the long term;
- the need to act fairly as between members of the Company;
- the interest of the Company's employees;
- the need to further develop the Company's business relationships with suppliers, customers and others;
- the impact of the Company's operations on the community and the environment; and
- the requirement of the Company in maintaining its reputation for high standards of business conduct.

Decision Making

The Company is ultimately owned and controlled by a single shareholder, who works closely with the directors and the Business Leadership Team. Together they ensure that all decisions made are in the best interest of the Company, stakeholders and employees. Whilst the Company has not formally adopted an integrated governance code, these best practices form the foundation of the reviews undertaken by the shareholder, directors and senior management teams.

Formal monthly management meetings are held to discuss amongst other relevant matters:

- financial performance;
- budget approvals;
- business and market reviews;
- market and e-commerce reviews;
- operational/strategic plans;
- employee relations; and
- corporate social responsibility programme.

Given the entrepreneurial nature of the business, the above are not restricted solely to formal monthly meetings and the shareholder will often attend the weekly trade meetings.

Some key decisions made by the Board during the year:

- during the year the MyDyas Loyalty scheme was launched with the aim to reward customers with point-based discounts and exclusive rewards and prices;
- the opening of a new store in Saffron Walden in February 2023. More new stores are planned in the coming year, along with Joint Stores with our sister company Ryman Limited;
- investment in a much improved Click and Collect offer in store; and
- management team strengthened with new Trading and Logistics appointments.

Robert Dyas Holdings Limited

Strategic report for the year ended 1 April 2023 *(continued)*

Section 172 (1) statement *(continued)*

Corporate Social Responsibility

The Company considers Corporate Social Responsibility as an intrinsic part of good management and is committed to good corporate social responsibility in all areas of its business. A group head of Corporate Social Responsibility has now been appointed since June 2022, to oversee the implementation and monitoring of its Corporate Social Responsibility activities. Understanding the impact of the business and its effects on suppliers, customers, employees, the local community and the wider impact on the environment is key.

Our Stakeholders

Suppliers

Our suppliers are central to our business, without them we would not exist. We strive to trade with the best quality suppliers, who have the highest social and ethical standards, and make available the highest quality products and services for our business and our valued customers. We engage and build relationships with our suppliers through regular interactions at the most senior levels. The Board seeks to balance the benefits of maintaining strong partnering relationships with key suppliers alongside the need to obtain value for money for the business and the desired quality and service levels for our customers. All those in our supply chain are expected to respect the rights and wellbeing of their workforce, protect the natural environment and promote high standards of welfare. We are committed to the continual improvement of systems and processes and strive to ensure modern slavery does not exist within the business or supply chains. In order to achieve this, the Company has adopted many principles incorporated within the Code of Labour Practices as established by the internationally accepted Ethical Trade Initiative (ETI). For further details on how we manage modern slavery in our business, please refer to our modern slavery statement available on robertdyas.co.uk.

Customers

Our customers, and their needs, remain at the forefront of our business. The work we have done internally to analyse the shopping behaviour, demographic and geo location of our customers has helped inform our ongoing brand strategies. It has enabled us to identify ways to improve the overall customer experience - including expanding delivery services, introducing flexible payment options, and working towards ensuring our service levels in stores and online continue to exceed expectations.

Employees

We are passionate about our employees and helping them in every way we can. Our employees are our most valuable asset. We aim to attract, retain and develop the best talent at every level throughout the Company and believe that an engaged workforce is vital to achieving our aims. We strive to create a workplace in which everyone is safe, supported and respected; treated fairly and taken care of; listened to; and motivated to achieve their full potential. We encourage diversity and inclusion every day, ensuring that everyone should be able to be their true self at work, and feel they belong.

Robert Dyas Holdings Limited

Strategic report for the year ended 1 April 2023 *(continued)*

Section 172 (1) statement *(continued)*

Our Stakeholders – *Employees (continued)*

Investment has been made in an end-to-end workforce management system, which will help us to optimise labour, spend, reduce turnover and improve workforce productivity. The system will enable us to share important information with groups, teams or the entire business whilst ensuring colleagues can easily access document libraries and HR policies all in one place.

In January 2023 the Theo Paphitis Benevolent Fund was launched in conjunction with the Retail Trust, committed to support colleagues from the Theo Paphitis Retail Group which includes Robert Dyas, current and retired, who may find themselves in financial hardship, whether due to unexpected circumstances or when times just get tough. The application process is made as simple and straightforward as possible, and applications are administered confidentially and independently by the Retail Trust.

Employee wellbeing remains a focus for the business, so investment in training Mental Health First Aiders has continued across the business, along with offering ongoing support from the Retail Trust.

Communities

Respect for our people, the environment and the communities that we have been operating in for 150 years have always been at the heart of our business. As a heritage brand on the High Street, the Company looks to support local communities that it operates in. We have seen; better than ever, how our suppliers, colleagues and the communities we operate in can pull together, when the distressing news unfolded, such as the continuing conflict in Ukraine. With a desire to help, a fundraising initiative was launched in early 2022, across the Theo Paphitis Retail Group of which Robert Dyas is a part, whereby we encouraged our colleagues and customers to raise money for the Disasters Emergency Committee (DEC). In addition to the successful fundraising efforts of the previous financial year the Group continued to fundraise until the end of July 2022 for the DEC Ukraine appeal.

We continue to support the work of Starlight Children's Foundation, a charity which reduces the impact of serious illness on children and families, in hospital, or at home, during treatment and recovery. Starlight uses the power of play to improve quality of life and support positive outcomes by improving the experience of hospital; creating opportunities for social connection with other children and their families, helping children to cope with their treatment and establishing good relationships with health professionals.

Over the last year, colleagues across the Theo Paphitis Retail Group which includes Robert Dyas pulled together and participated in various fundraising events from half marathons, bake sales, sample sales to in-store fundraising with our customers. Together the Theo Paphitis Retail Group raised an amazing £67,654.

Environment

We strive to do the right thing by making all of our decisions in good conscience. As a responsible business, we want to manage and reduce the impact we have on our planet, which serves as an important consideration for the Company. We recognise that our product offering and operations are key areas in which we can contribute to efforts to reduce our carbon footprint and enable consumers to do the same. We are a brand, which is committed to identifying new ways to reduce plastic pollution by offering our customers more environmentally friendly choices.

With rising energy costs, we focused our efforts on reducing operational energy consumption. Working with Beyond ESG we implemented a data-led approach turning selected stores and offices into 'data rigs' which helped us convert energy consumption information into actionable data insight.

Robert Dyas Holdings Limited

Strategic report
for the year ended 1 April 2023 (*continued*)

Section 172 (1) statement (*continued*)

Environment (*continued*)

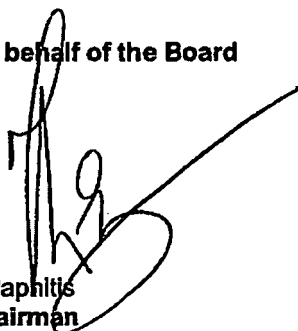
The data insight enables Beyond ESG to optimise schedules and controls which managed:

- power and lighting usage to reduce environmental impact and minimise energy costs by up to 20 per cent; and
- air quality and ambient temperatures to enhance colleague and customer wellbeing as well as boosting employee productivity.

We also completed LED roll out for 20 stores and supported the Close The Door campaign in the colder months to help reduce energy waste.

For further details of how our initiatives contributed to managing our carbon footprint, please refer to the details in the SECR reporting section on pages 9 to 13.

On behalf of the Board



T Paphitis
Chairman

Date 31 January 2024

Robert Dyas Holdings Limited

Directors' report for the year ended 1 April 2023

The directors present their report together with the audited financial statements for the year ended 1 April 2023.

Results and dividends

The income statement is set out on page 20 and shows the loss for the year.

The loss after taxation for the year amounted to £1,467,000 (2022 - £868,000 profit).

The directors do not recommend the payment of a dividend (2022 - £nil).

Principal activities, business review and future developments

The Company is a retailer specialising in functional home and garden products through the Robert Dyas chain of stores and online through www.robertdyas.co.uk.

A review of the business and future developments is contained in the strategic report on page 1.

Financial risk factors

The consideration of the key financial risk factors is contained in the strategic report on page 2.

Employees

Robert Dyas is an equal opportunities employer, committed to diversity and inclusion for all employees. The Company recruits the best people from all backgrounds reflecting the communities in which it operates and encourages development through training programmes for employees to make best use of their skills.

Disabled employees

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

Health and Safety

Robert Dyas understands the importance of high standards of health and safety which it monitors through its Health and Safety Committee which meets regularly. The Committee comprises representatives from operational, administrative and risk management and is chaired by the Company Secretary.

Employee consultation

The Company places considerable value on the involvement of its employees and maintains close consultation with them regarding matters likely to affect their interests. It is committed to providing them with relevant information, involving them in the performance and development of the Company whenever possible. This is achieved through regular trading updates and both formal and informal meetings where employees are consulted on a wide range of matters that affect their interests. The Company operates a regular performance review process with each employee to discuss personal and career development.

Robert Dyas Holdings Limited

Directors' report for the year ended 1 April 2023 (continued)

Streamlined Energy and Carbon Reporting (SECR) statement

Introduction

This report has been prepared by the ESG division of Inspired PLC for Robert Dyas Holdings Limited (the 'Company') by means of interpreting the Companies (Directors' Report) and Limited Liability Partnerships (Energy and Carbon Report) Regulations 2018 as they apply to information supplied by Robert Dyas and its energy suppliers.

This report summarises the Company's energy usage, associated emissions, energy efficiency actions and energy performance under the government policy Streamlined Energy & Carbon Reporting (SECR). This is implemented by the Companies (Directors' Report) and Limited Liability Partnerships (Energy and Carbon Report) Regulations 2018. Also, it summarises in the appendix the methodologies utilised for all calculations related to the elements reported under energy & carbon. The Company is a UK-incorporated business. Under SECR legislation, it is mandated to include energy consumption, emissions, intensity metrics and all energy efficiency improvements implemented in its most recent financial year for its UK operations. An organisational boundary has been applied for the purposes of the reporting. A total of 5.34% of consumption data used for SECR has been estimated to achieve 100% data coverage.

Executive Summary

The Company's Scope 1 and 3 direct emissions (combustion of natural gas and transportation fuels) for this year of reporting are 629.41 tCO₂e, resulting from the direct combustion of 3,100,355 kWh of fuel. This represents a carbon reduction of 36.00% from last year.

Scope 2 indirect emissions (purchased electricity) for this year of reporting are 1,146.94 tCO₂e, resulting from the consumption of 5,931,038 kWh of electricity purchased and consumed in day-to-day business operations. This represents a carbon reduction of 20.33% from last year. Our operations have an intensity metric of 38.21 tCO₂e Floor area (per 1,000m²) for this reporting year. This represents a reduction in the operational carbon intensity of 16.34% from the previous reporting year.

SECR highlights for financial year ended 1 April 2023

Total Carbon Emissions: 1,776.35 tCO ₂ e	YOY percentage change (tCO ₂ e): -26.69%
Intensity Metric: 38.21 tCO ₂ e Floor area (per 1,000m ²)	YOY percentage change (tCO ₂ e): -16.34%
Intensity Metric: 10.28 tCO ₂ e Turnover (£m)	YOY percentage change (tCO ₂ e): n/a

Please refer to [Energy Efficiency Improvements](#) section for further details.

Table 1: Energy Source Breakdown

Carbon & Energy Consumption	Natural Gas	Electricity	Transport
KWh	2,006,532	5,931,038	1,093,823
tCO ₂ e	366.27	1,146.94	263.13
YOY percentage change (tCO ₂ e)	14.78%	-20.33%	-60.39%
Carbon Intensity Metric			
tCO ₂ e per Floor area (per 1000m ²)	7.88	24.67	5.66
YOY percentage change (tCO ₂ e)	30.98%	-9.08%	-54.80%

Please refer to [Energy Efficiency Improvements](#) section for further details.

Robert Dyas Holdings Limited

Directors' report for the year ended 1 April 2023 (continued)

Streamlined Energy and Carbon Reporting (SECR) statement (continued)

Annual Reporting Figures

The following figures show the consumption and associated emissions for this reporting year for the operations throughout the UK, with figures from the previous reporting period included for comparison.

Scope 1 consumption and emissions include direct combustion of natural gas, and fuels utilised for transportation operations, for example, company vehicle fleets.

Scope 2 consumption and emissions refer to indirect emissions related to the consumption of purchased electricity in day-to-day business operations.

Scope 3 consumption and emissions cover emissions resulting from sources not directly owned by us. This relates to grey fleet (business travel undertaken in employee-owned vehicles) only.

Table 2: Robert Dyas Holdings Limited UK Emissions Intensity Metric

Intensity Metrics	Location-based tCO ₂ e	
	FY22/23	% change
All Scopes tCO ₂ e per Floor area (per 1,000m ²)	38.21	-16.34%
All Scopes tCO ₂ e per Turnover (£m)	10.28	n/a

Table 3: Robert Dyas Holdings Limited UK Total Energy Consumption (kWh)

Utility and Scope	FY22/23 Consumption (kWh)	FY21/22 Consumption (kWh)
Scope 1 Total	3,096,294	4,504,836
Gaseous and other fuels (Scope 1)	2,006,532	1,699,984
Transportation (Scope 1)	1,089,762	2,804,852
Scope 2 Total	5,931,038	6,779,887
Grid-Supplied Electricity (Scope 2)	5,931,038	6,779,887
Scope 3 Total	4,062	0
Transportation (Scope 3)	4,062	0
Total	9,031,394	11,284,723

Please refer to Energy Efficiency Improvements section for further details.

Robert Dyas Holdings Limited

Directors' report
for the year ended 1 April 2023 (continued)

Streamlined Energy and Carbon Reporting (SECR) statement (continued)

Table 4: Robert Dyas Holdings Limited UK Total Location-based Emissions (tCO2e)

Utility and Scope	FY22/23 Emissions (tCO2e)	FY21/22 Emissions (tCO2e)
	Location – based	Location – based
Scope 1 Total	628.47	983.46
Gaseous and other fuels (Scope 1)	366.27	311.37
Transportation (Scope 1)	262.2	664.36
Refrigerants (Scope 1)	0	7.73
Scope 2 Total	1,146.94	1,439.57
Grid-Supplied Electricity (Scope 2)	1,146.94	1,439.57
Scope 3 Total	0.94	0
Transportation (Scope 3)	0.94	0
Total	1,776.35	2,423.03

Please refer to Energy Efficiency Improvements section for further details.

Energy Efficiency Improvements

The Company is committed to year-on-year improvements in its operational energy efficiency. It recognises that climate change represents a significant global environmental threat and, as a responsible business, wants to manage and reduce its impact on the planet.

Measures ongoing and undertaken through year ending 1 April 2023:

Reduction in Carbon Footprint

The Company is focusing on a range of activities in order to reduce its overall energy consumption and the resulting carbon emissions in order to reduce the environmental impacts and incur cost savings across the estate.

Reducing Operational Energy Consumption

In 2022, the Company focused efforts on reducing operational energy consumption by working with Beyond ESG, who implemented a data-led approach turning stores and distribution centres into 'data rigs'. This helped convert energy consumption information into actionable data insight.

Data insight enabled Beyond ESG to optimise schedules and controls, who managed:

- power and lighting usage, enabling us to reduce environmental impact and minimise energy costs by an average of 20%. Three stores within the Robert Dyas' estate saw reductions of 60%+, and these were at Banbury, Camberley and Solihull stores; and
- air quality and ambient temperatures to enhance colleague and customer well-being as well as boosting employee productivity.

Robert Dyas Holdings Limited

Directors' report for the year ended 1 April 2023 (continued)

Streamlined Energy and Carbon Reporting (SECR) statement (continued)

Fleet Strategy Development

As part of the Company's ongoing program of emissions reductions, a transport fleet strategy has been devised so that it can align on the best time to replace its fleet to maximise cost savings as well as energy reductions.

Store Based Initiatives

The Company also completed an LED rollout to twenty stores and supported the Close The Door campaign in the colder months to help reduce energy waste.

Measures prioritised for implementation in financial year ending 30 March 2024:

Data Improvements and Monitoring

The Company is working on improving its internal data collection to track changes in employee travel and fleet usage and is continuing to closely monitor energy usage throughout stores so that savings and reductions can be made wherever possible.

Ongoing Compliance with Energy Reporting Legislation

The Company is mandated to comply with SECR and produce a summary of all viable energy efficiency improvements annually.

The Company is reviewing the changes in consumption patterns found in this reporting and will be making changes and updates to their estate where appropriate based on these figures.

Reporting Methodology

This report (including the Scope 1, 2 and 3 consumption and CO₂e emissions data) has been developed and calculated using the GHG Protocol – A Corporate Accounting and Reporting Standard (World Business Council for Sustainable Development and World Resources Institute, 2004); Greenhouse Gas Protocol – Scope 2 Guidance (World Resources Institute, 2015); ISO 14064-1 and ISO 14064-2 (ISO, 2018; ISO, 2019a); Environmental Reporting Guidelines: Including Streamlined Energy and Carbon Reporting Guidance (HM Government, 2019).

Government Emissions Factor Database 2022 version 1 has been used, utilising the published kWh gross calorific value (CV) and kgCO₂e emissions factors relevant for reporting period 01/04/2022 – 31/03/2023.

Estimations were undertaken to cover missing billing periods for properties directly invoiced to Robert Dyas. These were calculated on a kWh/day pro-rata basis at the meter level.

These full-year estimations were applied to 1 electricity supply. All estimations equated to 5.34% of reported consumption.

Gas and other fuel consumption and resulting emissions for the reporting period have increased somewhat since the FY21/22 comparative period. These Scope 1 emissions totals have increased from 319.09 tCO₂e to 366.27 tCO₂e in FY22/23. After further review of the figures for both periods, it is likely that this increase is due to portfolio changes as well as the impact of gas suppliers billing actual reads following periods of estimated reads.

Electricity consumption and the resulting emissions have decreased by 20.33% since the FY21/22 reporting period. These Scope 2 emissions totals have dropped from 1,439.57 tCO₂e to 1,146.94 tCO₂e in FY22/23. This reduction is to be expected as the Company has been closely monitoring its energy usage at stores and have seen an average of 20% electricity reduction across the estate.

Robert Dyas Holdings Limited

Directors' report for the year ended 1 April 2023 (continued)

Streamlined Energy and Carbon Reporting (SECR) statement (continued)

Reporting Methodology (continued)

Transport (fleet vehicles and company cars) consumption and resulting emissions for the reporting period have dropped considerably since the FY21/22 comparative period. The associated Scope 1 emission totals have decreased from 664.36 tCO₂e to 262.20 tCO₂e in FY22/23, a reduction of 60.53%. Grey fleet (Scope 3) emissions have also been included in this year's report but have had a minimal impact on overall transport emissions at 0.94 tCO₂e for FY22/23.

This decrease in transport emissions is due to an altered reporting method from last year, where estimated litres of diesel were used to calculate Scope 1 transport emissions. This reporting year, there have been no estimates used for transport consumption, and actual mileage data has been included. Therefore, this reduction is likely to be skewed. However, from FY23/24, a representative change in emissions will be present in SECR reporting as the method for reporting employed in FY22/23 will be continued moving forward.

Intensity metrics have been calculated using total tCO₂e figures and the selected performance indicator agreed with the Company for the relevant report period. There are no comparisons for turnover included in this report as this was not selected as an indicator in previous reporting periods but will be reported on moving forward:

Floor area (per 1,000 m ²) 22/23 (21/22)	46.49m ² (53.05m ²)
Total turnover (£m) 22/23 (21/22)	£174.36m (£164.55m)

Directors

The directors of the Company during the year were:

T Paphitis
K Kyprianou
I Childs
K Lawton (appointed 16 May 2022)
S Spencelayh (appointed 16 May 2022)
C Walker (appointed 16 May 2022, resigned 29 December 2023)

Going concern

The directors' assessment of the Company's ability to continue to trade as a going concern is outlined in note 1, Accounting policies: basis of preparation.

Robert Dyas Holdings Limited

Directors' report for the year ended 1 April 2023 (*continued*)

Deeds of indemnity

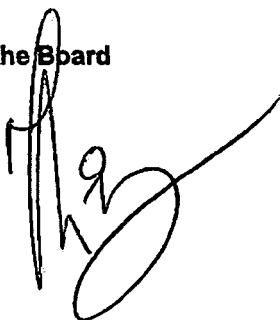
As at the date of this report, indemnities are in force under which the Company has agreed to indemnify the directors, to the extent permitted by law and the Company's Articles of Association, in respect of all losses arising out of, or in connection with, the execution of their powers, duties and responsibilities, as directors of the Company.

Auditors

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the Company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in office. Under the Companies Act 2006 section 487(2) they will be automatically re-appointed as auditors 28 days after these financial statements are sent to the members, unless the members exercise their rights under the Companies Act 2006 to prevent their re-appointment.

On behalf of the Board

A handwritten signature in black ink, appearing to be 'T Paphitis', written over a horizontal line.

T Paphitis
Director

Date 31 January 2024

Robert Dyas Holdings Limited

Directors' responsibilities statement for the year ended 1 April 2023

The directors are responsible for preparing the strategic report, the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under Company law the directors must not approve the financial statements unless satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

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

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

Robert Dyas Holdings Limited

Independent auditor's report for the year ended 1 April 2023

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ROBERT DYAS HOLDINGS LIMITED

Qualified opinion on the financial statements

In our opinion, except for the possible effects on the corresponding figures of the matter described in the basis for qualified opinion section of our report the financial statements:

- give a true and fair view of the state of the Company's affairs as at 1 April 2023 and of its loss 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.

We have audited the financial statements of Robert Dyas Holdings Limited ("the Company") for the year ended 1 April 2023 which comprise the statement of comprehensive income, the statement of financial position, the 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 Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

Basis for qualified opinion

We were not able to observe the counting of store stock until after 27 March 2021 due to lockdown restrictions put in place by the government specifically as a result of the Novel Coronavirus. We were, therefore, unable to satisfy ourselves by alternative means concerning the store stock quantities held at 27 March 2021, which amounted to £10.0m of the total stock balance included in the balance sheet at £19.6m, by using other audit procedures. Consequently, we were unable to determine whether there was any consequential effect of the cost of sales for the year ended 26 March 2022. Our audit opinion on the financial statements for the year ended 26 March 2022 was modified accordingly. Our opinion on the current year's financial statements is also modified because of the possible effect of this matter on the comparability of the current year's figures for cost of sales and related balances and the corresponding figures.

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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Independence

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.

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.

Robert Dyas Holdings Limited

Independent auditor's report for the year ended 1 April 2023 (continued)

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report and Financial Statements other than the financial statements and our auditor's report thereon. 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.

As described in the basis for qualified opinion section of our report, where the other information refers to cost of sales or related balances the current year and corresponding figures may not be comparable.

Other Companies Act 2006 reporting

Except for the possible effects of the matter described in the basis for qualified opinion section of our report, 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.

Except for the possible effects of the matter described in the basis for qualified opinion section of our report, in the 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the 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 directors

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

In preparing the financial statements, the directors are responsible for assessing the 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.

Robert Dyas Holdings Limited

Independent auditor's report for the year ended 1 April 2023 (continued)

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.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Non-compliance with laws and regulations

Based on:

- our understanding of the Company and the industry in which it operates;
- discussion with management and those charged with governance; and
- obtaining an understanding of the Company's policies and procedures regarding compliance with laws and regulations,

We considered the significant laws and regulations to be 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), Companies Act 2006 and UK tax legislation.

The Company is also subject to laws and regulations where the consequence of non-compliance could have a material effect on the amount or disclosures in the financial statements, for example through the imposition of fines or litigations.

Our procedures in respect of the above included:

- review of minutes of meeting of those charged with governance for any instances of non-compliance with laws and regulations;
- review of correspondence with tax authorities for any instances of non-compliance with laws and regulations; and
- review of financial statement disclosures and agreeing to supporting documentation.

Fraud

We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:

- enquiry with management and those charged with governance regarding any known or suspected instances of fraud;
- obtaining an understanding of the Company's policies and procedures relating to:
 - detecting and responding to the risks of fraud; and
 - internal controls established to mitigate risks related to fraud.
- review of minutes of meeting of those charged with governance for any known or suspected instances of fraud;
- discussion amongst the engagement team as to how and where fraud might occur in the financial statements; and
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud.

Robert Dyas Holdings Limited

Independent auditor's report for the year ended 1 April 2023 (continued)

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

Based on our risk assessment, we considered the areas most susceptible to fraud to be the assessment of going concern, impairment reviews, revenue recognition, and management override of controls, where management may feel pressure to achieve expected results to meet earnings-related targets to achieve bonuses.

Our procedures in respect of the above included:

- testing a sample of journal entries throughout the year, which met a defined risk criteria, by agreeing to supporting documentation;
- assessing and challenging significant estimates made by management for bias relating to:
 - management's going concern assessment and financial forecasts prepared as part of this; and
 - management's impairment assessments, including the discount rate adopted and financial forecasts prepared.
- we also addressed the risk of management override of internal controls by evaluating whether there was evidence of bias by management or those charged with governance that represented a risk of material misstatement due to fraud. This included evaluating any management bias within the assumptions applied within management's going concern assessment and impairment reviews.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members who were all deemed to have appropriate competence and capabilities and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://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.

DocuSigned by:

Michael Philp

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Michael Philp (Senior Statutory Auditor)
For and on behalf of BDO LLP, statutory auditor
Gatwick, UK
Date: 31 January 2024

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Robert Dyas Holdings Limited

Income statement for the year ended 1 April 2023

	Note	2023 £'000	2022 £'000
Turnover	3	174,361	164,552
Cost of sales		(145,300)	(137,630)
Gross profit		29,061	26,922
Administrative expenses		(30,008)	(26,109)
Other operating income	4	-	239
Operating (loss)/profit	5	(947)	1,052
Interest receivable and similar income	8	453	292
Interest payable and similar charges	9	(432)	(491)
(Loss)/profit on ordinary activities before taxation		(926)	853
Taxation	10	(541)	15
(Loss)/profit on ordinary activities after taxation		(1,467)	868

All amounts relate to continuing activities.

The notes on pages 25 to 43 form part of these financial statements.

Robert Dyas Holdings Limited

Statement of comprehensive income for the year ended 1 April 2023

	Note	2023 £'000	2022 £'000
(Loss)/profit for the year		(1,467)	868
Actuarial profit recognised in respect of the pension fund	21	287	2,120
Deferred tax thereon	15/21	(185)	(439)
Current tax thereon	21	86	82
		<hr/>	<hr/>
Other comprehensive profit for the year		188	1,763
		<hr/>	<hr/>
Total comprehensive (loss)/profit for year		(1,279)	2,631
		<hr/>	<hr/>

The notes on pages 25 to 43 form part of these financial statements.

Robert Dyas Holdings Limited

Statement of financial position at 1 April 2023

Company number 04041884	Note	2023 £'000	2023 £'000	2022 £'000	2022 £'000
Fixed assets					
Intangible assets	11		1,509		894
Tangible assets	12		3,768		3,356
Current assets					
Stocks	13	18,615		24,894	
Debtors					
- due within one year	14	8,855		6,522	
- due after more than one year	15	24		750	
		8,879		7,272	
Cash at bank and in hand		2,332		4,114	
			29,826		36,280
Total assets			35,103		40,530
Current liabilities					
Creditors: amounts falling due within one year	16		(28,923)		(32,439)
Total assets less current liabilities			6,180		8,091
Provisions for liabilities	18		(692)		(600)
Net assets excluding pension liability			5,488		7,491
Pension liability	21		(94)		(818)
Net assets			5,394		6,673
Capital and reserves					
Called up share capital	19		709		709
Share premium			6,989		6,989
Capital contribution reserve			3,515		3,515
Pension reserve			(2,698)		(2,886)
Profit and loss account			(3,121)		(1,654)
Equity shareholders' funds			5,394		6,673

The financial statements were approved by the Board and authorised for issue on 31 January 2024

T Paphitis
Director

The notes on pages 25 to 43 form part of these financial statements.

Robert Dyas Holdings Limited

Statement of changes in equity for the year ended 1 April 2023

	Share Capital £'000	Share Premium £'000	Capital Contribution Reserve £'000	Pension Reserve £'000	Profit and loss account £'000	Total £'000
27 March 2022	709	6,989	3,515	(2,886)	(1,654)	6,673
Comprehensive loss for the year	-	-	-	-	(1,467)	(1,467)
Actuarial profit recognised in respect of the pension scheme (net of deferred tax)	-	-	-	188	-	188
Other comprehensive income for the year	-	-	-	188	-	188
Total comprehensive loss for the year	-	-	-	188	(1,467)	(1,279)
Issue of share capital	-	-	-	-	-	-
1 April 2023	709	6,989	3,515	(2,698)	(3,121)	5,297

The notes on pages 25 to 43 form part of these financial statements.

Robert Dyas Holdings Limited

Statement of changes in equity for the year ended 1 April 2023 (continued)

	Share Capital £'000	Share Premium £'000	Capital Contribution Reserve £'000	Pension Reserve £'000	Profit and loss account £'000	Total £'000
28 March 2021	706	6,989	3,515	(4,649)	(2,522)	4,039
Comprehensive profit for the year	-	-	-	-	868	868
Actuarial profit recognised in respect of the pension scheme (net of deferred tax)	-	-	-	1,763	-	1,763
Other comprehensive income for the year	-	-	-	1,763	-	1,763
Total comprehensive income for the year	-	-	-	1,763	868	2,631
Issue of share capital	3	-	-	-	-	3
26 March 2022	709	6,989	3,515	(2,886)	(1,654)	6,673

The notes on pages 25 to 43 form part of these financial statements.

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023

1 Accounting policies

Robert Dyas Holdings Limited is a private company limited by shares and incorporated in England and Wales under the Companies Act 2006. The address of the registered office is given on the contents page and the nature of the Company's operations and its principal activities are set out in the strategic and directors' reports.

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102'), and the Companies Act 2006. The financial statements have been prepared on the historical cost basis except for the modification to a fair value basis for certain financial instruments as specified in the accounting policies below. The accounts are drawn up to the nearest whole £'000, except where otherwise indicated.

Financial Reporting Standard 102 – reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland':

- statement of cash flows and related notes; and
- key management personnel remuneration.

This information is included in the consolidated financial statements of Fivefathers Holdings Limited as at 1 April 2023 and these financial statements may be obtained from the address given in note 24.

Basis of preparation

In preparing the financial statements the directors are required to assess the Company's ability to continue to trade as a going concern for the foreseeable future.

In undertaking their going concern review, the directors have given due consideration to the Company's trading and mitigating actions taken through the previous Covid-19 disruption, together with forward-looking projections to the end of March 2025, which covers the Company's next twelve months in full. The directors have also obtained letters from related party creditors confirming their commitment to continue providing existing funding and facilities to the Company, including the unutilised £6.6m facility expiring in December 2026 (see note 16).

The Company has prepared detailed cash flow forecasts and undertaken further scenario modelling, including sales sensitivities, different assumptions regarding the future mix of store and online sales, and the potential working capital impact. The operating plans and financial forecasts that have been modelled indicate that the Company has sufficient cash headroom to meet its liabilities as they fall due. It is on this basis, that the directors consider that the Company will be a going concern for a period of at least 12 months from the date of approval of these financial statements and they have therefore prepared the financial statements on a going concern basis.

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (continued)

1 Accounting policies (continued)

Turnover

Turnover is stated net of returns, after deducting discounts and markdowns, and is exclusive of value added tax.

Revenue is recognised only when all significant risks and rewards of ownership of goods have been transferred to the purchaser.

Intangible assets – Software development costs

Software costs that are classified as intangible fixed assets are measured at cost less accumulated amortisation and any accumulated impairment losses. Software costs are capitalised as they relate to the development and functionality of the Company's website which is expected to generate future revenues in excess of the costs of development.

All software development costs are internally generated. Expenditure on maintaining software is written off as incurred.

Amortisation

Amortisation is charged so as to allocate the cost of intangibles less their residual values over their estimated useful lives, using the straight line method. The software intangible assets are amortised over 4 years.

Tangible fixed assets

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

Depreciation

Depreciation is charged so as to write off the cost of assets, less their residual value, over their expected useful lives using the following rates:

Software costs	-	25% straight line
Commercial vehicles	-	33.33% straight line
Short leasehold property	-	The term of the lease
Fixtures, fittings and equipment	-	7.5% - 33.33% straight line

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

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'Administrative expenses' in the income statement.

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (continued)

1 Accounting policies (continued)

Impairment of fixed assets and software costs

Assets that are subject to depreciation or amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit ("CGU") to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying value exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGUs) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows.

Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

Stocks

Stocks are stated at the lower of cost and net realisable value being the estimated selling price less costs to sell. Cost is based on the weighted average cost.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to sell. The impairment loss is recognised immediately in profit or loss.

Financial assets

Financial assets, other than investments and derivatives, are initially measured at transaction price (including transaction costs) and subsequently held at cost, less any impairment.

Financial liabilities and equity

Financial liabilities and equity are classified according to the economic substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form. Financial liabilities, excluding derivatives, are initially measured at transaction price (including transaction costs) and subsequently held at amortised cost.

Foreign currency transactions and balances

Foreign currency transactions are translated into the Company's functional currency using the exchange rates prevailing at the dates of the transactions or at an average rate where this rate approximates the actual rate at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss in the same place as the item to which they relate.

Derivative financial instruments

The Company's exposure to foreign exchange rate fluctuations is managed through the use of forward exchange contracts. The Company has not adopted hedge accounting. Unrealised changes in the fair value of these derivative instruments and cumulative gains and losses realised on the settlement of these derivative instruments are recognised in the profit or loss in the same place as the item to which they relate.

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (*continued*)

1 Accounting policies (*continued*)

Current and deferred taxation

The tax expense for the period comprises current and deferred 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 or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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's subsidiaries operate and generate taxable income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the reporting date, except:

- the recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- where timing differences relate to interests in subsidiaries, associates, branches and joint ventures and the group can control their reversal and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax.

Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Group relief for tax losses

Charge is made by the surrendering company within the group for the surplus tax losses that are surrendered via group relief.

Pension schemes

The Company operates one pension scheme, split into two sections.

For the defined contribution section of the scheme the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method, and is based on actuarial advice.

The cost of plan introductions, benefit changes, settlements and curtailments are recognised as incurred.

The net interest element is determined by multiplying the net defined benefit liability by the discount rate, taking into account any changes in the net defined benefit liability during the period as a result of contribution and benefit payments. The net interest is recognised in profit or loss as other finance revenue or cost.

Re-measurement changes comprise actuarial gains and losses, the effect of the asset ceiling and the return on the net defined benefit liability excluding amounts included in net interest. These are recognised immediately in other comprehensive income in the period in which they occur and are not reclassified to profit or loss in subsequent periods.

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (*continued*)

1 Accounting policies (*continued*)

Pension schemes (continued)

The defined net benefit pension asset or liability in the statement of financial position comprises the total for each plan of the present value of the defined benefit obligation (using a discount rate based on high quality corporate bonds), less the fair value of plan assets out of which the obligations are to be settled directly. Fair value is based on market price information.

The value of a net pension benefit asset is limited to the amount that may be recovered either through reduced contributions or agreed refunds from the scheme.

Employees who are not members of the Company pension scheme are able to auto-enrol into the Company's separate workplace pension if they are eligible.

Interest on Intra-group balances

The Company charges and receives interest on the balances owed from and to trading group companies.

Reserves

The Company's reserves are as follows:

- called up share capital reserve represents the nominal value of the shares issued;
- the share premium account includes the premium on issue of equity shares, net of any issue costs;
- the capital contribution reserve contains the nominal value of forgiveness of intercompany payables;
- the pension reserve represents cumulative actuarial profits or losses in respect of the pension scheme, net of taxation; and
- the profit and loss account represents cumulative profits or losses, net of dividends paid and other adjustments.

Operating leases

Operating lease rentals are charged to profit or loss on a straight-line basis over the term of the lease.

For leases entered into on or after 30 March 2014, reverse premiums and similar incentives received to enter into operating lease agreements are released to profit or loss over the term of the lease.

During the prior year the Company received rent concessions on a number of the leased properties. In accordance with the amendment to FRS 102 the Company has recognised the change in lease payments over the period that the change is intended to compensate where the following conditions are met:

- the change in lease payments results in revised consideration for the lease that is less than the consideration for the lease immediately preceding the change;
- any reduction in lease payments affects only payments originally due on or before 30 June 2022; and
- there is no significant change to other terms and conditions of the lease.

Onerous lease contracts

Where the unavoidable costs of a lease exceed the economic benefit expected to be received from it, a provision is made for the present value of the obligations under the lease. This is released over the remaining lease term.

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (*continued*)

1 Accounting policies (*continued*)

Government grants

Income received from the government in the form of grants is accounted for on an accruals basis and recognised in profit or loss on a systematic basis over the period in which the compensated expenses are incurred. Recognition takes place when there is reasonable certainty that the Company will be compliant with the conditions of the grants and that the grants will be received.

Grants of a revenue nature are recognised in "other operating income" within profit or loss in the same period as the related expenditure. This includes the Government Coronavirus Job Retention Scheme ('Furlough'). The Company has also benefited from other forms of government assistance including the retail, hospitality and leisure grant fund.

2 Judgements in applying accounting policies and key sources of estimation uncertainty

Critical judgements in applying the Company's accounting policies

The directors do not feel that they have made any critical judgements in the year in the process of applying the Company's accounting policies, apart from those involving estimations (which are dealt with separately below).

Key sources of estimation uncertainty

The key assumptions or estimation uncertainties at the statement of financial position 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 discussed below.

Inventory provisions

Stock is valued at the lower of cost and net realisable value. Management apply judgement in estimating the net realisable value for each product line, which includes assessing the lifecycle of the product, sell through data and price achieved. Estimates are revised as latest information is available.

Tangible fixed asset and intangible asset useful lives

Tangible fixed assets and intangible assets are depreciated over their useful lives taking into account residual values, where appropriate. The selection of these estimated lives requires the exercise of management judgement. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. The carrying amount of tangible fixed assets and intangible assets are included in notes 12 and 11.

Tangible fixed asset and intangible asset impairment

Determining whether tangible fixed assets or intangible assets are impaired requires an estimation of the value in use of the cash-generating units to which these assets have been allocated. The value in use calculation requires the entity to estimate the future cash flows expected to arise from a cash-generating unit, which is usually considered to be a store. The discount rate used in the calculation is 15%. The directors have concluded that no additional impairment to the carrying value of tangible fixed assets or intangible assets is required in the period under review.

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (continued)

2 Judgements in applying accounting policies and key sources of estimation uncertainty (continued)

Onerous lease provision

A provision for onerous leases is considered when a store is loss making and the unavoidable costs exceed the economic benefits expected to be received under the lease. In determining the economic benefits expected to be received, the directors consider both the cash flows attributable to the store to the expiry of the lease term and future cash flows where it is anticipated the store lease will be renewed on an indefinite basis. This requires the estimation of future cash flows and the choice of a discount rate in order to calculate the present value of the cash flows. The discount rate used in the calculation is 15%.

Defined benefit pension scheme

Defined benefit obligations and plan assets, and the resulting liabilities and assets that are recognised, are subject to significant volatility as actuarial assumptions regarding future outcomes and market values change. Substantial judgement is required in determining the actuarial assumptions, which vary for the different plans to reflect local conditions but are determined under a common process in consultation with independent actuaries. The assumptions applied in respect of each plan are reviewed annually and adjusted where necessary to reflect changes in experience and actuarial recommendations. Details of the assumptions made are included in note 21.

Intercompany impairments

In preparing the financial statements, the directors have determined whether there are indicators of impairment of the intercompany balances at year end. Factors taken into consideration in reaching such a decision include the expected future financial performance of the relevant group entities and their ability to settle any amounts due.

3 Turnover

Retail turnover represents the total amount receivable for goods sold exclusive of value added tax and is derived from the Company's principal activity in the United Kingdom. Analysis of turnover by channel:

	2023 £'000	2022 £'000
Stores	102,791	94,782
Ecommerce	71,570	69,770
	<hr/>	<hr/>
	174,361	164,552
	<hr/>	<hr/>

4 Other operating income

	2023 £'000	2022 £'000
Government grants – Government Coronavirus Job Retention Scheme (Furlough)	-	239
	<hr/>	<hr/>
	-	239
	<hr/>	<hr/>

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (continued)

5 Operating (loss)/profit

	2023 £'000	2022 £'000
This has been arrived at after charging/(crediting):		
Amortisation of intangible fixed assets	720	520
Depreciation of tangible fixed assets	961	911
Tangible fixed assets impairment (reversal)/charge	(584)	21
Increase/(decrease) in onerous lease provision	92	(72)
Foreign currency losses/(gains)	300	(752)
Fees payable to the Company's auditor for:		
- audit of the annual accounts	170	78
- audit of the pension scheme	12	10
Operating lease rentals:		
- land and buildings	8,970	8,585
- commercial vehicles	4	264
- motor vehicles and equipment	78	110

Operating lease expense above is the expense recorded after recognising in the income statement Covid-19 related rent concessions received of £nil (2022 - £133,000).

6 Employees

	2023 £'000	2022 £'000
Employee costs consist of:		
Wages and salaries	23,783	23,110
Social security costs	1,966	1,691
Other pension costs	947	855
	26,696	25,656

Included in other pension costs above are pension contributions to the defined pension scheme, detailed in note 21, totalling £454,000 (2022 - £432,000).

In addition to the costs above the Company was recharged payroll costs from other group companies totalling £3,814,000 (2022 - £1,676,000).

The average number of employees (including directors) during the year was as follows:

	2023 Number	2022 Number
Selling and distribution	1,083	1,069
Administration	234	229
	1,317	1,298
Full time equivalent	809	824

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (continued)

6 Employees (continued)

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £440,000 (2022 - £374,000). Company contributions amounting to £40,000 (2022 - £30,000) were payable to the fund at year end and are included in creditors.

7 Directors' remuneration	2023 £'000	2022 £'000
Remuneration paid	342	57
Pension contributions	28	1
	<hr/>	<hr/>
	370	58
	<hr/>	<hr/>
Highest paid director		
Remuneration paid	156	57
Contributions of defined contribution pension scheme	15	1
	<hr/>	<hr/>
	171	58
	<hr/>	<hr/>
Number of directors to whom pensions are accruing		
	2023 £'000	2022 £'000
Defined contribution pension scheme	3	1
	<hr/>	<hr/>

In addition to the above, the directors are remunerated by Ryman Group Limited and their remuneration for services to the group are disclosed in note 7 of those financial statements.

8 Interest receivable and similar income	2023 £'000	2022 £'000
Interest receivable from group companies	38	26
Pension - Interest on assets (see note 21)	415	266
	<hr/>	<hr/>
	453	292
	<hr/>	<hr/>

Robert Dyas Holdings Limited

Notes forming part of the financial statements
for the year ended 1 April 2023 (*continued*)

9 Interest payable and similar charges

	2023 £'000	2022 £'000
Interest payable to group companies	-	166
Pension - interest cost (see note 21)	432	325
	<u>432</u>	<u>491</u>

10 Taxation on (loss)/profit from ordinary activities

	2023 £'000	2022 £'000
<i>UK Corporation tax</i>		
Group relief receivable	-	-
	<u>-</u>	<u>-</u>
Total current tax	-	-
	<u>-</u>	<u>-</u>
<i>Deferred tax</i>		
Origination and reversal of timing differences	(4)	(15)
Derecognition of deferred tax asset	545	-
	<u>541</u>	<u>(15)</u>
Total deferred tax (see note 15)	541	(15)
	<u>541</u>	<u>(15)</u>
Taxation on (loss)/profit on ordinary activities	541	(15)

The tax assessed for the year is lower to the standard rate of corporation tax in the UK. The differences are explained below:

	2023 £'000	2022 £'000
(Loss)/profit on ordinary activities before tax	(926)	853
	<u>(926)</u>	<u>853</u>
(Loss)/profit on ordinary activities at the standard rate of corporation tax in the UK of 19% (2022 - 19%)	(176)	162
Effects of:		
Expenses not deductible for tax purposes	13	9
Movements in capital allowance in excess of depreciation	(202)	(297)
Defined benefit pension scheme trading adjustment	(83)	(71)
Other deferred tax movements	(4)	(15)
Tax losses not recognised	448	197
Derecognition of deferred tax asset	545	-
	<u>541</u>	<u>(15)</u>
Total tax charge/(credit) for year	541	(15)

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (continued)

10 Taxation on (loss)/profit from ordinary activities (continued)

A change in the main UK corporation tax rate, announced in the Budget on 3 March 2021, was substantively enacted on 24 May 2021. From 1 April 2023 the main corporation tax rate will increase from 19% to 25%.

The Company has unrecognised deferred tax assets of £8,895,000 (2022 - £6,537,000) in respect of unutilised losses on the basis that their future economic benefit is uncertain.

The deferred tax asset is measured at 25% since 26 March 2022.

11 Intangible assets

	Software costs
	Total £'000
<i>Cost</i>	
At 27 March 2022	1,637
Additions	1,335
	<hr/>
At 1 April 2023	2,972
	<hr/>
<i>Amortisation</i>	
At 27 March 2022	743
Amortised during the year	720
	<hr/>
At 1 April 2023	1,463
	<hr/>
<i>Net book value</i>	
At 1 April 2023	1,509
	<hr/>
At 26 March 2022	894
	<hr/>

Robert Dyas Holdings Limited

Notes forming part of the financial statements
for the year ended 1 April 2023 (continued)

12 Tangible assets

	Commercial vehicles £'000	Short leasehold land and buildings £'000	Fixtures, fittings and equipment £'000	Total £'000
<i>Cost or valuation</i>				
At 27 March 2022	-	1,568	31,296	32,864
Additions	199	-	590	789
	<hr/>	<hr/>	<hr/>	<hr/>
At 1 April 2023	199	1,568	31,886	33,653
	<hr/>	<hr/>	<hr/>	<hr/>
<i>Depreciation</i>				
At 27 March 2022	-	1,482	28,026	29,508
Provided for the year	61	24	876	961
Impairment	-	(54)	(530)	(584)
	<hr/>	<hr/>	<hr/>	<hr/>
At 1 April 2023	61	1,452	28,372	29,885
	<hr/>	<hr/>	<hr/>	<hr/>
<i>Net book value</i>				
At 1 April 2023	138	116	3,514	3,768
	<hr/>	<hr/>	<hr/>	<hr/>
At 26 March 2022	-	86	3,270	3,356
	<hr/>	<hr/>	<hr/>	<hr/>

The net impairment reversal charge of £584,000 (2022 - £21,000 charge) relates to individual store cash generating units. The recoverable amount of the related fixed assets have been assessed based on value in use.

13 Stocks

	2023 £'000	2022 £'000
Goods for resale	18,615	24,894
	<hr/>	<hr/>

There is no material difference between the replacement cost of stocks and the amounts stated above.

Robert Dyas Holdings Limited

Notes forming part of the financial statements
for the year ended 1 April 2023 (continued)

14 Debtors due within one year

	2023 £'000	2022 £'000
Trade debtors	1,556	785
Other debtors	1,715	1,797
Corporation tax – group relief receivable	1,277	1,044
Prepayments and accrued income	1,251	2,004
Amounts owed by group companies	1,541	2
Amounts owed by parent company	1,515	890
	<hr/>	<hr/>
	8,855	6,522
	<hr/>	<hr/>

15 Debtors due after more than one year

Debtors due after more than one year		2023 £'000	2022 £'000
Deferred taxation (analysed below)		24	750
		<hr/>	<hr/>
Deferred Taxation	Deferred capital allowances £'000	Pension Scheme (note 21) £'000	Total £'000
At 27 March 2022	545	205	750
Included in the statement of comprehensive income	-	(185)	(185)
Included in the income statement (see note 10)	(545)	4	(541)
	<hr/>	<hr/>	<hr/>
At 1 April 2023	-	24	24
	<hr/>	<hr/>	<hr/>

The Company has recognised deferred tax assets in respect of deferred capital allowances of £nil (2022 - £545,000) and additionally has unrecognised deferred tax assets of £3,569,000 (2022 - £3,260,000) on the basis that their future economic benefit is uncertain.

The Company has unrecognised deferred tax assets of £8,895,000 (2022 - £6,537,000) in respect of unutilised losses on the basis that their future economic benefit is uncertain.

Robert Dyas Holdings Limited

Notes forming part of the financial statements
for the year ended 1 April 2023 (continued)

16 Creditors: amounts falling due within one year

	2023 £'000	2022 £'000
Trade creditors	14,833	16,680
Other taxation and social security	2,045	1,901
Accruals and deferred income	4,281	6,627
Amounts owed to related party	999	-
Other creditors	542	1,000
	<hr/>	<hr/>
	22,700	26,208
Amounts owed to group companies (note 23)	6,223	6,231
	<hr/>	<hr/>
	28,923	32,439
	<hr/>	<hr/>

The above short term related party funding totalling £999,000 was provided by Radleigh Lakes Limited. It was repaid in full in June 2023. Interest of 3% on this funding was waived by the directors of Radleigh Lakes Limited.

At the end of the year the Company, as a member of the Gladys Emmanuel Limited group of companies, had a working capital facility of £5,000,000 (2022 - £2,250,000); part of the £12,000,000 loan facility provided by Theo Paphitis Funding Limited. As at the reporting date, this facility is unutilised (2022 - £nil). The interest rate on the facility is 2.50% above SONIA.

Other than as disclosed in note 23, amounts owed to other group companies are unsecured, interest free and repayable on demand.

17 Financial instruments

	2023 £'000	2022 £'000
Financial assets		
Financial assets that are debt instruments measured at amortised cost	8,659	7,588
	<hr/>	<hr/>
Financial liabilities		
Financial liabilities measured at amortised cost	25,854	29,148
	<hr/>	<hr/>

Financial assets measured at amortised cost comprise cash at bank and in hand, trade debtors, other debtors and amounts owed by group undertakings.

Financial liabilities measured at amortised cost comprise trade creditors, other creditors, accruals and amounts owed to group undertakings.

Robert Dyas Holdings Limited

Notes forming part of the financial statements
for the year ended 1 April 2023 (continued)

18 Provisions for liabilities

	Onerous leases £'000
At 27 March 2022	(600)
Charged to profit or loss	(92)
	<hr/>
Balance at 1 April 2023	(692)
	<hr/>

Provision for onerous leases

The Company enters into lease agreements for stores. An onerous contract provision is made for a leased retail outlet trading at a loss if certain conditions are met, such as a full impairment write-down being made for the fixed assets, the trading loss is a direct result of the magnitude of the rental and there is no realistic prospect of management improving the trading to the extent necessary to recover the lease rental. The net obligation under these leases has been provided for.

19 Share capital

	2023 Number	Allotted, called up and fully paid 2022 Number	2023 £'000	2022 £'000
Ordinary shares of £0.05 each	14,122,160	14,122,160	706	706
B Ordinary shares of £0.001 each	2,575,222	2,575,222	3	3
	<hr/>	<hr/>	<hr/>	<hr/>
	16,697,382	16,697,382	709	709
	<hr/>	<hr/>	<hr/>	<hr/>

The ordinary shares have attached to them full voting, dividend and capital distribution rights (including on winding up).

During the prior year a new class of shares was issued: 2,575,222 B Ordinary. The Shareholders of these shares shall not be entitled to receive notice of, nor attend or vote at any general meeting of the members of the Company. They are not entitled to receive dividends.

During the prior year a management incentive scheme was set up by the Company. The new issued class of shares detailed above were in respect of this scheme and were issued at fair value. Equity incentive amounts are payable if the management participating are employees of the Company at an exit event.

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (continued)

20 Operating leases

As at 1 April 2023, the Company had total commitments under non-cancellable operating leases as set out below:

	Land and buildings 2023 £'000	Other 2023 £'000	Land and buildings 2022 £'000	Other 2022 £'000
Operating leases which expire:				
Within one year	6,107	257	6,699	126
In one to five years	12,109	667	12,458	140
Over five years	2,261	201	1,720	-
	<u>20,477</u>	<u>1,125</u>	<u>20,877</u>	<u>266</u>

21 Pensions

The Company operates one main pension scheme for its employees, the Robert Dyas Limited Pension and Life Assurance Scheme. The scheme was converted from a defined benefit structure to a defined contribution structure in respect of pensionable employment from 1 April 2000, but retained some defined benefit liabilities in respect of benefits accrued to 31 March 2000.

The details below relate to the defined benefit section of the scheme. In addition, the Company's contributions payable to the defined contribution section of the scheme were £53,000 (2022 - £49,000) for the year ended 1 April 2023.

The Company expects to make contributions of £476,000 to the defined benefit section of the scheme and £57,000 to the defined contribution section of the scheme during the year to 30 March 2024.

The scheme's assets are held separately from the assets of the Company and are administered by trustees and managed professionally.

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (continued)

21 Pensions (continued)

The most recent comprehensive actuarial valuation of the final salary section was carried out as at 1 April 2022 and has been updated to 1 April 2023 by a qualified independent actuary. The main assumptions used by the actuary were:

	At 1 April 2023	At 26 March 2022	At 27 March 2021	At 30 March 2020	At 30 March 2019
Rate of inflation	3.40%	3.90%	3.50%	2.80%	3.30%
Rate of revaluation of pensions in deferment	3.00%	3.40%	3.00%	2.00%	2.30%
Discount rate	4.90%	2.80%	1.90%	2.30%	2.60%
Mortality rate	95% of S3PMA_H (males) 105% of S3PFA (females) CMI_2021 (1.0%)	95% of S3PMA_H (males) 105% of S3PFA (females) CMI_2021 (1.0%)	95% of S3PMA_H (males) 105% of S3PFA (females) CMI_2020 (1.0%)	95% of S3PMA_H (males) 105% of S3PFA (females) CMI_2018 (1.0%)	95% of S2PXA CMI_2017 (1.0%)
Commutation allowance	12.5%	12.5%	12.5%	12.5%	12.5%

The assets in the scheme and the expected rates of return were:

	2023 £'000	2022 £'000
Equities	10,547	13,193
Bonds	1,476	1,349
Other	49	25
	<hr/>	<hr/>
Fair value of assets	12,072	14,567
Present value of funded obligations	(12,166)	(15,385)
	<hr/>	<hr/>
Deficit in the scheme	(94)	(818)
Related deferred tax asset included in debtors (note 15)	24	205
	<hr/>	<hr/>
Net scheme liability	(70)	(613)
	<hr/>	<hr/>

Robert Dyas Holdings Limited

Notes forming part of the financial statements
for the year ended 1 April 2023 (*continued*)

21 Pensions (*continued*)

Amounts recognised in the income statement	2023 £'000	2022 £'000
Interest cost	(432)	(325)
Interest on assets	415	266
	<hr/>	<hr/>
Total charged to profit or loss	(17)	(59)
	<hr/>	<hr/>
Amount recognised in other comprehensive income	2023 £'000	2022 £'000
(Loss)/profit on scheme assets less interest	(2,845)	248
Experience gains on liabilities	(786)	(189)
Effect of change in demographic assumptions	(50)	(8)
Effect of change in financial assumptions	3,968	2,069
	<hr/>	<hr/>
	287	2,120
Deferred tax thereon	(185)	(439)
Current tax thereon	86	82
	<hr/>	<hr/>
Total remeasurements	188	1,763
	<hr/>	<hr/>
Reconciliation of assets and defined benefit obligation	2023 £'000	2022 £'000
Fair value of assets at 27 March 2022	14,567	13,991
Interest on assets	415	266
Employer contributions	454	432
Benefits paid	(519)	(370)
Return on scheme assets less interest	(2,845)	248
	<hr/>	<hr/>
Fair value of assets at 1 April 2023	12,072	14,567
	<hr/>	<hr/>
Defined benefit obligation at 27 March 2022	15,385	17,302
Past service costs	-	-
Interest cost	432	325
Benefits paid	(519)	(370)
Experience gains on defined benefit obligation	786	189
Changes to demographic assumptions	50	8
Changes to financial assumptions	(3,968)	(2,069)
	<hr/>	<hr/>
Defined benefit obligation at 1 April 2023	12,166	15,385
	<hr/>	<hr/>

Robert Dyas Holdings Limited

Notes forming part of the financial statements for the year ended 1 April 2023 (*continued*)

22 Guarantees and contingent liabilities

The Company has granted a fixed and floating charge over its assets in favour of Theo Paphitis Funding Limited in respect of the Company's and fellow group companies' obligations under the £12,000,000 loan agreement. At 1 April 2023 amounts outstanding and covered by this arrangement totalled £5,400,000 excluding interest (2022 - £5,400,000). Since the year end this facility has been extended to December 2026.

23 Related party disclosures

The Company is controlled by Cleeve Court Holdings Limited, which owns 100% of its issued share capital. The Company's ultimate controlling party is Theo Paphitis who has control of the issued share capital of Fivefathers Holdings Limited, the ultimate parent company at the year end. The Company is a wholly owned subsidiary of Fivefathers Holdings Limited and has taken advantage of the exception conferred by FRS 102 paragraph 33.1A not to disclose transactions with Fivefathers Holdings Limited or other wholly owned subsidiaries within the group.

Related party transactions and balances

During the year the Company recharged stock for resale, management and support fees totalling £1,805,146 (2022 - £1,195,697) to and was recharged for stock, management and support fees totalling £8,755,362 (2022 - £6,658,323) by Ryman Group Limited and its subsidiaries, fellow group companies. The short term loan of £1,500,000 (2022 - £1,500,000) was subject to interest at 3% per annum which created a charge in the prior year of £45,000, has been reviewed as interest free. At the year end the balance owed to Ryman Group Limited was £1,907,189 (2022 - £1,912,411).

During the year the Company provided short term funding of £2,000,000 (2022 - £nil) to and received repayment of short term funding totalling £500,000 (2022 - £nil) from Boux Avenue Limited, a fellow group company. Additionally, the Company recharged management and support fees totalling £81,466 (2022 - £386) to and were recharged for management and support fees totalling £14,610 (2022 - £18) by Boux Avenue Limited. At the year end the balance owed by Boux Avenue Limited was £1,541,098 (2022 - £57).

During the year the Company received short term funding of £999,000 (2022 - £nil) from Radleigh Lakes Limited, a company incorporated in Jersey, in which Theo Paphitis and Kypros Kyprianou are directors. At the year end the balance owed to Radleigh Lakes Limited was £999,000 (2022 - £nil).

24 Controlling party

The Company's ultimate parent company is Fivefathers Holdings Limited, which is the parent of both the smallest and largest groups of which the Company is a member and is included in that company's financial statements. Fivefathers Holdings Limited is registered in Cyprus and a copy of its consolidated financial statements can be obtained from its registered office at Pindou 4, Egkomi, CY-2409 Nicosia Cyprus.

At 1 April 2023, the Company was a wholly owned subsidiary of Cleeve Court Holdings Limited, a company incorporated in England and Wales.

The directors consider Theo Paphitis to be the ultimate controlling party.