

JACK WILLS RETAIL (IRELAND) LIMITED

JACK WILLS RETAIL (IRELAND) LIMITED

Directors' Report and Financial Statements

For The Financial Year Ended 27 April 2025

JACK WILLS RETAIL (IRELAND) LIMITED

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JACK WILLS RETAIL (IRELAND) LIMITED

Directors and other information

Directors	Alastair Dick Leonard Brassel Paul Crowley
Secretary	Robert Palmer
Company Number	656208
Registered office	Heaton House IDA Business Park Whitestown Tallaght Dublin 24
Auditor	RSM Ireland Business Advisory Limited Statutory Audit Firm Block D Iveagh Court Harcourt Road Dublin 2 D02 VH94
Bankers	Allied Irish Banks, p.l.c. 10 Molesworth Street Dublin 2

Directors' Report

The directors present their annual report and the audited financial statements of Jack Wills Retail (Ireland) Limited (the 'company') for the financial year ended 27 April 2025.

Directors

The names of the persons who at any time during the year were directors of the company are as follows:

Alastair Dick
Leonard Brassel
Paul Crowley

Company secretary

Robert Palmer

Principal activities

Prior to the cessation of trading discussed below, the principal activity of the company was the sale of clothing, shoes and accessories through two branded Jack Wills stores in the Republic of Ireland. In January 2024, the company closed both of its Jack Wills stores.

Business review

The results for the financial year are set out in the profit and loss account on page 12. The company made a loss before tax of €629 (2024: profit of €1,111,701).

As at 27 April 2025, the company has net assets of €546,386 (2024: €1,372,015).

Non-going concern basis of preparation

The directors have considered the future trading outlook and purpose of the entity and do not expect its principal activities to recommence in the foreseeable future. Accordingly, the directors have chosen to prepare the financial statements on a wind-up basis of accounting and as of the date of approval, are considering options as to how best to wind down the company's affairs in an orderly course.

The directors are satisfied that the asset values recorded as at the reporting date represent their net realisable value and that liabilities are complete and accurately reflect the director's best estimate of future outflows. The directors do not anticipate the costs of liquidating the company in an orderly course to be significant and these are expected to be borne by a fellow group company. Accordingly, no provision for costs of liquidation has been recorded in these financial statements.

Principal risks and uncertainties

Under Irish Company Law, the company is required to give a description of the principal risks and uncertainties, which it faces. As the company has ceased to trade, the directors no longer believe that the company has any significant risks and uncertainties.

Dividends

During the period, the directors paid a dividend of €825,000 (2024: €nil).

Directors' Report (continued)

Political donations

During the year, the company made no political donations and did not incur any political expenditure (2024: €nil).

Directors and secretary and their interests

In accordance with Section 329 (1) to (4) of the Companies Act 2014, none of the directors or the secretary who held office at the period end date or at any time during the period held any interest in shares of the company or group companies greater than 1% of the nominal value of the shares of those companies.

Accounting records

The measures taken by the directors to secure compliance with the requirements of sections 281 to 285 of the Companies Act 2014 with regard to the keeping of accounting records are the implementation of necessary policies and procedures for recording transactions, the employment of competent accounting personnel with appropriate expertise and the provision of adequate resources to the financial function. The accounting records of the company are located at Heaton House, IDA Business Park, Whitestown, Tallaght, Dublin 24.

Relevant audit information

In the case of each of the persons who are directors at the time this report is approved in accordance with section 330 of Companies Act 2014:

- so far as each director is aware, there is no relevant audit information of which the company's statutory auditors are unaware, and
- each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's statutory auditors are aware of that information.

Events after the reporting period

There are no other events that require disclosure or amendment to the financial statements.

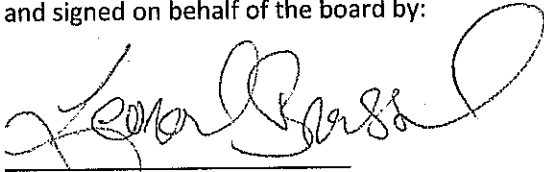
JACK WILLS RETAIL (IRELAND) LIMITED

Directors' Report (continued)

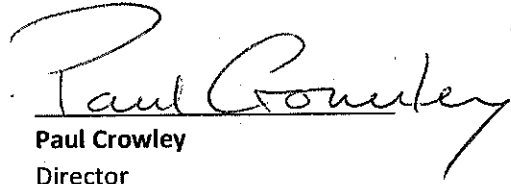
Auditors

RSM Ireland Business Advisory Limited t/a RSM Ireland have expressed their willingness to continue in office in accordance with the provisions of Section 383(2) of the Companies Act 2014.

This report was approved by the board of directors on20/11/2025.....
and signed on behalf of the board by:



Leonard Brassel
Director



Paul Crowley
Director

Directors' Responsibilities Statement

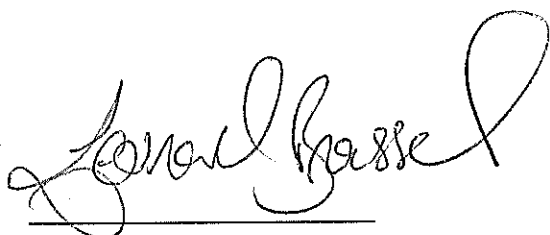
The directors are responsible for preparing the directors report and the financial statements in accordance with applicable Irish law and regulations.

Irish company law requires the directors to prepare financial statements for each financial year. Under the law, the directors have elected to prepare the financial statements in accordance with the Companies Act 2014 and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" issued by the Financial Reporting Council. Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the company as at the financial year end date and of the profit or loss of the company for the financial year and otherwise comply with the Companies Act 2014.

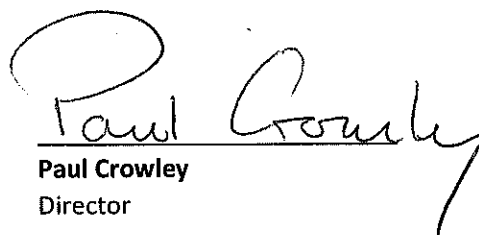
In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.
- As noted in the Directors' Report, the company ceased trading in January 2024 and do not expect its principal activities to recommence in the foreseeable future. The financial statements have therefore been prepared on a non-going concern basis.

The directors are responsible for ensuring that the company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the company, enable at any time the assets, liabilities, financial position and profit or loss of the company to be determined with reasonable accuracy, enable them to ensure that the financial statements and directors report comply with the Companies Act 2014 and enable the financial statements to be audited. 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.



Leonard Brassel
Director



Paul Crowley
Director

**Independent auditor's report to the members of
Jack Wills Retail (Ireland) Limited
for the year ended 27 April 2025**



Opinion

We have audited the financial statements of Jack Wills Retail (Ireland) Limited (the "company") for the year ended 27 April 2025 which comprise the profit and loss account, balance sheet, statement of changes in equity and notes to the financial statements, including the summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is Irish Law and FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' issued by the Financial Reporting Council.

In our opinion, the financial statements:

- give a true and fair view of the assets, liabilities and financial position of the company as at 27 April 2025 and of its profit for the year then ended;
- have been properly prepared in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the company in accordance with ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard for Auditors issued by the Irish Auditing and Accounting Supervisory Authority, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter – financial statements prepared on a basis other than going concern

We draw attention to note 3 to the financial statements which explains that the financial statements are not prepared on the going concern basis for the reasons set out in that note.

Our opinion is not modified in respect of this matter.

Other information

The directors are responsible for the other information. The other information comprises the information included in the directors' report 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.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Independent auditor's report to the members of
Jack Wills Retail (Ireland) Limited
for the year ended 27 April 2025**



Opinions on other matters prescribed by the Companies Act 2014

Based solely on the work undertaken in the course of the audit, we report that:

- in our opinion, the information given in the directors' report is consistent with the financial statements; and,
- in our opinion, the directors' report has been prepared in accordance with the Companies Act 2014.

We have obtained all the information and explanations which we consider necessary for the purposes of our audit.

In our opinion, the accounting records of the company were sufficient to permit the financial statements to be readily and properly audited, and financial statements are in agreement with the accounting records.

Matters on which we are required to report by exception

Based on the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions required by sections 305 to 312 of the Act are not made. We have nothing to report in this regard.

Responsibilities of directors for the financial statements

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 they 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 management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

**Independent auditor's report to the members of
Jack Wills Retail (Ireland) Limited
for the year ended 27 April 2025**



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 (Ireland) 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.

As part of an audit in accordance with ISAs (Ireland), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

JACK WILLS RETAIL (IRELAND) LIMITED

**Independent auditor's report to the members of
Jack Wills Retail (Ireland) Limited
for the year ended 27 April 2025**



The purpose of our audit work and to whom we owe our responsibilities

Our report is made solely to the company's members, as a body, in accordance with section 391 of the Companies Act 2014. 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.

A handwritten signature in black ink, appearing to read 'Ronan Gilmartin', written over a dotted line.

.....
Ronan Gilmartin
For and on behalf of
RSM Ireland Business Advisory Limited
Statutory Audit Firm
Block D
Iveagh Court
Harcourt Road
Dublin 2

Date: 28 November 2025

JACK WILLS RETAIL (IRELAND) LIMITED

Profit and Loss Account
Financial Year Ended 27 April 2025

	Note	2025 €	2024 €
Turnover	4	-	560,287
Cost of sales		-	(211,990)
Gross profit		-	348,297
Administrative expenses		(629)	(310,127)
Other income	5	-	1,073,531
(Loss) / Profit before taxation		(629)	1,111,701
Tax on profit	10	-	(91,107)
(Loss) / Profit for the financial year		(629)	1,020,594

All the activities of the company are from continuing operations.

The company has no other recognised items of income and expenses other than the results for the financial year as set out above.

The notes on pages 15 to 20 form part of these financial statements.

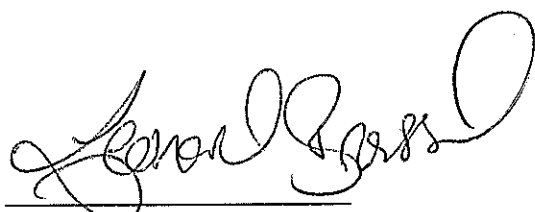
JACK WILLS RETAIL (IRELAND) LIMITED

**Balance Sheet
As at 27 April 2025**

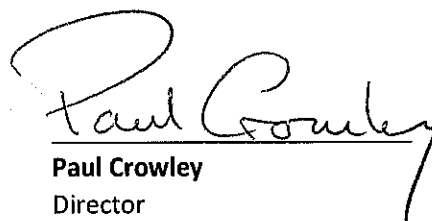
	Note	2025 €	2024 €
Current assets			
Debtors	7	46,182	78,788
Cash at bank and in hand	8	500,204	1,304,620
		546,386	1,383,408
Creditors: amounts falling due within 1 year	9	-	(11,393)
Net Current assets		546,386	1,372,015
Capital and reserves			
Called up share capital	11	100	100
Profit and loss account	12	546,286	1,371,915
Shareholders' funds		546,386	1,372,015

The notes on pages 15 to 20 form part of these financial statements.

These financial statements were approved by the Board of Directors on 20/11/2025
and signed on behalf of the Board by:



Leonard Brassel
Director



Paul Crowley
Director

JACK WILLS RETAIL (IRELAND) LIMITED

**Statement of Changes in Equity
Financial Year Ended 27 April 2025**

	Called up share capital €	Profit and loss account €	Total €
At 30 April 2023	100	351,321	351,421
Profit for the financial year	-	1,020,594	1,020,594
At 28 April 2024	100	1,371,915	1,372,015
Loss for the financial year	-	(629)	(629)
Dividends paid	-	(825,000)	(825,000)
At 27 April 2025	100	546,286	546,386

**Notes to the Financial Statements
For The Financial Year Ended 27 April 2025**

1. General information

Jack Wills Retail (Ireland) Limited (the 'company') is a private company limited by shares, registered in Republic of Ireland (CRO number 656208). The address of the registered office is Heaton House, IDA Business Park, Whitestown, Tallaght, Dublin 24.

The nature of the company's operations and its principal activities are set out in the Directors' Report.

2. Statement of compliance

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Taking into account that the company is not a going concern, the break up basis of accounting has been applied as stated in note 3 - accounting policies.

3. Accounting policies and measurement basis

The significant accounting policies adopted by the company and applied in the preparation of these financial statements as follows:

Basis of preparation

Non-going concern basis of preparation

In January 2024, the company closed both of its Jack Wills stores and the directors plan to orderly wind the company up in due course. On that basis, the directors do not believe it is appropriate to prepare the financial statements on a going concern basis.

Accordingly, these financial statements are prepared on a non-going concern basis. All assets are stated at their estimated net realisable values and all liabilities are measured at the best estimate of their settlement value at the reporting date. The financial statements do not include any costs that would be incurred in the liquidation or liabilities that arose subsequent to the balance sheet date of the company.

The financial statements are prepared in Euro, which is the functional currency of the company.

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".

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Frasers Group Plc as at 27 April 2025 and these financial statements may be obtained from Frasers Group Plc's registered office address.

**Notes to the Financial Statements
For The Financial Year Ended 27 April 2025**

Accounting policies and measurement basis (continued)

Turnover

Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Operating leases

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

Taxation

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

Debtors

Debtors are carried at net realisable value, which represents the amount that is likely to be received by the company upon liquidation.

Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

Creditors

Short term creditors are measured at the transaction price. Other financial liabilities are measured initially at fair value, including transaction costs, and are measured subsequently at amortised cost using the effective interest method.

Provisions

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

Provisions are charged as an expense to profit or loss in the year that the company becomes aware of the obligation, and are measured at the best estimate at the reporting date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties. When payments are eventually made, they are charged to the provision carried in the balance sheet.

4. Turnover

The whole of the turnover is attributable to the principal activity of the company which is wholly undertaken in Ireland.

**Notes to the Financial Statements
For The Financial Year Ended 27 April 2025**

5. Other income

The other income included in the profit and loss is a part forgiveness of an amount owed to group undertakings, representing an amount which was subsequently charged to another group company.

6. Staff Costs

The aggregate payroll costs incurred during the financial year were:

	2025	2024
	€	€
Wages and salaries	-	163,534
Social security costs	-	16,822
	<u>-</u>	<u>180,356</u>

The average number of persons employed by the company during the year was nil (2024: 4).

There was no directors' remuneration during the financial year.

7. Debtors

	2025	2024
	€	€
VAT repayable	-	32,519
Tax repayable	46,182	46,269
	<u>46,182</u>	<u>78,788</u>

8. Cash and cash equivalents

	2025	2024
	€	€
Cash at bank and in hand	500,204	1,304,620

9. Creditors: amounts falling due within one year

	2025	2024
	€	€
Trade creditors	-	11,256
Amounts owed to group undertakings (Note 15)	-	137
	<u>-</u>	<u>11,393</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

JACK WILLS RETAIL (IRELAND) LIMITED

**Notes to the Financial Statements
For The Financial Year Ended 27 April 2025**

10. Tax on profit

	2025	2024
	€	€
Tax on profit	-	91,107
Reconciliation of tax on profit		
	2025	2024
	€	€
(Loss) / Profit before taxation	(629)	1,111,701
Profit at corporation tax rate of 12.5%	-	138,963
Effect of expenses not deductible for tax purposes	-	(34,268)
Effect of capital allowances	-	(13,588)
Tax on profit	-	91,107

11. Share capital

	2025	2024
	€	€
Ordinary share capital		
Authorised equity		
100 Ordinary shares of €1.00 each	100	100
Issued and fully paid equity		
100 Ordinary shares of €1.00 each	100	100

12. Reserves

Profit and loss account

Includes all current and prior period retained profits and losses.

13. Key management personnel

The directors are considered to be the key management of the company. The compensation paid or payable to the directors is €nil (2024: €nil).

14. Related party transactions

The company has taken advantage of the exemption in FRS 102 (Section 33) "Related Party disclosures" not to disclose related party transactions with group companies in the financial statements, as it is a wholly owned member of the group.

15. Financial commitments

The company did not have any financial commitments as at the reporting period.

16. Capital commitments

The company did not have any capital commitments as at the reporting period.

**Notes to the Financial Statements
For The Financial Year Ended 27 April 2025**

17. Events after the reporting period

There are no other events that require disclosure in, or amendment to the financial statements.

18. Controlling party

The company is a 100% wholly owned subsidiary of SportsDirect.com Retail Limited, a company incorporated in England and Wales. The smallest and largest group into which the results of the company is consolidated is headed by Frasers Group Plc. The consolidated financial statements of Frasers Group Plc are available from its registered office at Unit A, Brooks Park East, Shirebrook, NG20 8RY, United Kingdom.

19. Approval of financial statements

The board of directors approved these financial statements and authorised them for issue on

.....20/11/2025.....