

**Company Registration No. 00171167**

**WACOAL EMEA LIMITED**

**Annual Report and Financial Statements**

**for the year ended 31 March 2024**

# **WACOAL EMEA LIMITED**

## **ANNUAL REPORT AND FINANCIAL STATEMENTS 2024**

<b>CONTENTS</b>	<b>Page</b>
<b>Officers and professional advisers</b>	<b>1</b>
<b>Strategic report</b>	<b>2</b>
<b>Directors' report</b>	<b>5</b>
<b>Directors' responsibilities statements</b>	<b>9</b>
<b>Independent auditor's report</b>	<b>10</b>
<b>Profit and loss account</b>	<b>13</b>
<b>Statement of comprehensive income</b>	<b>14</b>
<b>Balance sheet</b>	<b>15</b>
<b>Statement of changes in equity</b>	<b>16</b>
<b>Notes to the financial statements</b>	<b>17</b>

# **WACOAL EMEA LIMITED**

## **ANNUAL REPORT AND FINANCIAL STATEMENTS 2024**

### **OFFICERS AND PROFESSIONAL ADVISERS**

#### **DIRECTORS**

G M Embley  
V P Waylett  
J E Benton  
L S Simon  
A M Yeomans  
M Payne  
L Nash

#### **COMPANY SECRETARY**

V P Waylett

#### **REGISTERED OFFICE**

The Corsetry Factory  
Rothwell Road  
Desborough  
Kettering  
Northamptonshire  
NN14 2PG

#### **BANKERS**

Lloyds Bank plc  
7 High Street  
Leicester  
LE1 9FS

#### **SOLICITORS**

Gateley LLP  
Ship Canal House  
King Street  
Manchester  
M2 4WU

#### **AUDITOR**

Deloitte LLP  
Statutory Auditor  
Cambridge  
United Kingdom

# WACOAL EMEA LIMITED

## STRATEGIC REPORT

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

### BUSINESS REVIEW, KEY PERFORMANCE INDICATORS AND FUTURE DEVELOPMENTS

The company's principal activities continue to be the design, manufacture and distribution of ladies underwear and swimwear. The directors are not aware, at the date of this report, of any likely major changes in the company's activities in the next year.

As shown in the company's profit and loss account for the period on page 13, the company's turnover is £70,474,000 (2023: £75,953,000) falling slightly during the year as consumers start to react to the cost of living crisis, and generated a pre-tax profit of £5,234,000 (2023: £6,761,000). Gross profit has decreased by £1,580,000, distribution and administration costs have decreased by £403,000 in line with the decrease in turnover. Gross profit margin has remained broadly consistent with the prior year.

During the year an impairment provision of £1,000,000 was made against the intercompany balance receivable from Eveden Israel Ltd.

On 19 September 2023 the Company was subject to a cyber attack. The Company was unable to trade for 2 weeks whilst systems were reinstated and as a consequence received a business interruption insurance claim of £1,000,000.

The balance sheet reported on page 15 of the financial statements shows that the company's net asset position at 31 March 2024 of £40,976,000 (2023: £37,083,000) increased by £3,893,000 (2023: £6,293,000) in the year and the company has continued to maintain a strong cash position with cash balances of £17,862,000 (2023: £10,377,000). Cash balances have increased by £7,485,000 due to profit generation and stock levels decreasing. During the year the Company acquired the trade and assets of a fellow subsidiary Adden Ltd totalling £237,000 at carrying value.

In 2023, a surplus of £1,078,000 was recognised in respect of the company's Pension Scheme. This surplus was recognised in 2023 upon detailed review of the trust rules which do not include any clause which prevents the company from receiving the ultimate surplus in the scheme. In 2024, there was no material difference in the valuation of the surplus.

The number of employees has decreased slightly from the prior year.

### Key Performance Indicators

Key performance indicators are as follows:

	2024	2023
(Decrease)/Increase in sales	(7.2%)	16.8%
Gross profit margin	41.4%	40.5%
Number of employees	320	341

Management believe these are the most important financial KPI's for the business allowing them to accurately monitor the performance of the business.

### STATEMENT BY THE DIRECTORS IN PERFORMANCE OF THEIR STATUTORY DUTIES IN ACCORDANCE WITH S172(1) COMPANIES ACT 2006

The board of Directors of Wacoal EMEA Ltd consider that they have acted in good faith, and in a way that would be most likely to promote the success of the company for the benefit of its members as a whole (having regard to both stakeholders and the matters set out in s172(1)a-f of the Act) in the decisions taken during the year ended 31 March 2024.

The Directors consider the likely consequences of any decisions in the long term and identify stakeholders who may be affected and carefully consider their interests and any potential impact as part of the decision-making process. This year there has been focus on the Company's commercial strategy and technology security strategy.

The directors understand that it is vital that the Company is trusted by its stakeholders and they seek to do the right thing as a business for customers, colleagues and suppliers. A range of external organisations provide assurance about the Company's controls across the business. The Code of Business Conduct and Ethics applies across the business and is regularly reviewed by the Board. This Code covers conflict of interests, anti-bribery, whistleblowing, positive work environment and sets our expectations of personal conduct in the workplace. The Board has a low-risk appetite for reputational risk and the reputational impact of decisions made by the Directors is always considered. The Board is also focused on the wider social context in which the business operates including those issues related to climate change.

**STRATEGIC REPORT (Continued)**

**STATEMENT BY THE DIRECTORS IN PERFORMANCE OF THEIR STATUTORY DUTIES IN ACCORDANCE WITH S172(1) COMPANIES ACT 2006 (CONTINUED)**

We take into account the impact of the company's operations on the community and the environment and our wider social responsibilities. Over the past twelve months we have increased the level of support for local causes and we are currently reviewing the environmental impact of our packaging with a view to eliminating non-recyclable packaging.

As the Board of Directors, our intention is to behave responsibly and to ensure that management operate the business in a responsible manner, and within the high standards of business conduct and good governance expected for a business such as ours, and to nurture a reputation that reflects our responsible behaviour.

The Board of Directors recognises the importance of shareholders having a good understanding of our strategy and business model. The Board has regular meetings with shareholders to update on strategic developments and financial targets.

**Employees**

Our employees are fundamental to the success of our business. We aim to be a responsible employer in our approach to the pay and benefits our employees receive. The health, safety and well-being of our employees is one of our primary considerations in the way we do business. For our business to succeed we also need to manage our people's performance by developing and bringing through talent. As part of our commitment we have undertaken training courses to upskill our current senior managers and our managers of the future. Employees are updated on financial and economic performance via regular departmental updates published on the employee benefit platform. The views of employees are collated and reviewed annually by means of an employee engagement survey.

**Customers**

The directors strongly believe in treating customers fairly and providing them with quality products. The interests of customers are considered in key decisions, product development, environmental, sustainability and ethical considerations. The directors engage with the customers in various ways and this feedback enables the company to constantly develop new ways of supporting customers to enable them to be successful.

**Suppliers**

The directors aim to ensure that the Company operates fairly, transparently and with integrity with its suppliers. The company engages with its suppliers through multiple channels both formally and informally. These engagements provide the directors and the wider teams with a broad understanding of the suppliers and their priorities which enables the Company to consider the interests of its suppliers when making decisions

**PRINCIPAL RISKS AND UNCERTAINTIES**

Competitive pressure remains a continuing risk, but the company continues to focus on the development of its core brands to differentiate itself within the market place.

The company trades internationally and is exposed to translation and transaction foreign exchange risk. The Company uses foreign exchange forward contracts to hedge these exposures.

**STRATEGIC REPORT (Continued)**

**GOING CONCERN**

Management has produced forecasts that have also been sensitivity tested to reflect plausible downside scenarios which have been reviewed by the directors. These demonstrate that the company is forecast to generate profits and cash in the year ending 31 March 2025 and beyond, and that the company has sufficient cash reserves to enable it to meet its obligations as they fall due for a period of at least twelve months from the date of signing of these financial statements. As such, the directors are satisfied that the company has adequate resources to continue to operate for a period of at least twelve months from the date of signing of these financial statements. For this reason we continue to adopt the going concern basis for preparing these financial statements.

Approved by the Board of Directors  
and signed on behalf of the Board



V P Waylett  
Director  
The Corsetry Factory  
Rothwell Road  
Desborough  
Kettering  
Northamptonshire  
NN14 2PG

16 September 2024

# WACOAL EMEA LIMITED

## DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 31 March 2024.

### EXISTENCE OF BRANCHES OUTSIDE THE UK

The company has branches, as defined in s1046(3) of the Companies Act 2006, outside the UK as follows:

<b>Name</b>	<b>Country of registration and operation</b>	<b>Activity</b>	<b>Registered address</b>
Wacoal EMEA Ltd	Ireland	Distribution of ladies underwear and swimwear	3rd Floor Kilmore House Park Lane Spencer Dock, Dublin 1 Ireland
Wacoal Denmark, filial af Wacoal EMEA Ltd	Denmark	Distribution of ladies underwear and swimwear	Købmagergade 60, 1. tv, 1150 Copenhagen, Denmark
Wacoal EMEA Ltd, Suomen sivuliike	Finland	Distribution of ladies underwear and swimwear	Erottajankatu 9 B 3, 00130 Helsinki, Finland
Wacoal EMEA Swedish filial	Sweden	Distribution of ladies underwear and swimwear	Sergels Torg 12, 111 57 Stockholm, Sweden
WACOAL EMEA Limited Belgium Branch	Belgium	Distribution of ladies underwear and swimwear	Av. du Port 86C Boite 204 1000 Bruxelles Belgium
Wacoal Emea Ltd NUF	Norway	Distribution of ladies underwear and swimwear	Noregian Fashion Centre, Rom 1A-02 Bygg L Snaroyveien 30 1360 Fornebu Norway
Wacoal EMEA Ltd ZwG Deutschland	Germany	Distribution of ladies underwear and swimwear	Geschäftsführung Walter-Kolb-Str 9-11 60594 Frankfurt am Main Germany
Wacoal EMEA Ltd (Spolka Z Ograniczona Odpowiedzialnoscia) Oddzial W Polsce	Poland	Distribution of ladies underwear and swimwear	ul. Chemików 1B 32-600 Oświęcim Poland

### FUTURE DEVELOPMENTS

Details of future developments can be found in the Strategic report on page 2 and form part of this report by cross-reference.

### GOING CONCERN

Details of the going concern basis conclusions can be found in the Strategic report on page 3 and form part of this report by cross reference.

# WACOAL EMEA LIMITED

## DIRECTORS' REPORT (CONTINUED)

### FINANCIAL RISK MANAGEMENT OBJECTIVES

The Company's Treasury Department seeks to reduce financial risk, to ensure sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably. It operates within policies and procedures approved by the Board of Directors of the ultimate parent company, Wacoal Holdings Corp, which include strict controls on the use of financial instruments in managing the Company's risk. The Company does not undertake any trading activity in financial instruments.

### CASH FLOW RISK

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

### CREDIT RISK

The Company's principal financial assets are bank balances and trade and other receivables.

The Company's credit risk is primarily attributable to its trade receivables. The amounts presented in the balance sheet are net of allowances for doubtful receivables. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

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

The Company has no significant concentration of credit risk, with exposure spread over a large number of counterparties and customers.

### LIQUIDITY RISK

The Company's activities expose it to liquidity risk. In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the Company uses short term financing which is made available from group companies.

### DIVIDENDS

A dividend of £nil (2023: £nil) was paid in the year. No dividends have been declared (2023: £nil).

### DIRECTORS

The directors who served throughout the year and up to the date of this report are set out on page 1. The Company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report and covers the directors of all entities in the UK group

### EMPLOYEE INFORMATION

Employees are key to the Company's success and we rely on a committed workforce to help us achieve our business objectives. Employees are encouraged to operate in an open environment, embracing teamwork and aligning personal development with the strategy of the business and their behaviours with Company values. We are keen to engage our employees by providing an environment where they can contribute their own ideas and challenge those of others. We are committed to involving employees and consider that good communication helps to achieve this. All sites have regular briefings and communication mechanisms which are designed to keep colleagues informed of, amongst other things, the financial and economic factors that affect the Company's performance.

It is a policy of the company to give full and fair consideration to applications for employment made by disabled persons where particular job requirements are within their capabilities, and to provide opportunities for training, career development and promotion of disabled people. Should an employee become disabled while in the company's employment, training will be made available to enable them to continue in employment where possible.

### EMPLOYEE ENGAGEMENT AND BUSINESS RELATIONSHIPS

Information regarding employee engagement and business relationships can be found in the strategic report under the heading Section 172 Statement and forms part of this report by cross reference.

### STREAMLINED ENERGY & CARBON REPORTING (SECR)

Wacoal EMEA's greenhouse gas emissions, reportable under SECR in 2023/24 were 269 tonnes (2022/23 324 tonnes) CO<sub>2</sub>e.

## WACOAL EMEA LIMITED

### DIRECTORS' REPORT (CONTINUED)

These include the emissions associated with electricity and natural gas consumption and business travel in company and private vehicles by employees. Wacoal EMEA Ltd.'s market-based greenhouse gas emissions were equal to 2022/23. The location-based method of reporting (which uses national UK grid figures) which were comparable with last year's GHG reporting were 365 tonnes CO<sub>2</sub>e. The intensity of 3.82 tonnes CO<sub>2</sub>e per £m revenue is 10% lower than last year.

Figure 1 Greenhouse gas emissions by year (tonnes CO<sub>2</sub>e)

Emissions source	2023/24	Share %	2022/23	Share %
Fuel combustion: stationary	210	77.7%	230	71.0%
Fuel combustion: mobile	52	19.3%	85	26.2%
Purchased electricity	8*	3.0%	9*	2.8%
<b>Total emissions (tCO<sub>2</sub>e)</b>	<b>270</b>	<b>100%</b>	<b>324</b>	<b>100%</b>
Revenue £m	70.47		75.97	
<b>Intensity: (tCO<sub>2</sub>e) per £m</b>	<b>3.82</b>		<b>4.26</b>	

\*The 2023/24 emissions figure for purchased electricity above (and used throughout) reflects our investment in a zero-carbon electricity tariff at all our sites from October 2019 onwards. In the terms of the Greenhouse Gas Protocol, this is called 'market-based' reporting - as opposed to 'location-based' reporting. Location-based reporting does not consider the electricity supply contracts a company has and instead uses a national carbon emissions factor for electricity. Following the location-based methodology (which is required to be also reported under SECR alongside market-based figures), our 2023/24 emissions from electricity were 103 tCO<sub>2</sub>e (including generation and transmission/distribution losses), giving total emissions of 365 tCO<sub>2</sub>e and an intensity of 5.18 tCO<sub>2</sub>e per £M of turnover - a 0.31% decrease on 2022/23.

Figure 2 Greenhouse gas emissions by scope (tonnes CO<sub>2</sub>e)

Scope	2023/24	Share %	2022/23	Share %
1	258	96%	310	96%
2	-	-	-	-
3	12	4%	13	4%
<b>Total</b>	<b>270</b>	<b>100%</b>	<b>323</b>	<b>100%</b>

Emmissions source	2023/24	Share %	2022/23	Change %
Natural Gas	1,144,965	62%	1,261,415	60%
Electricity	458,214	25%	485,296	23%
Transportation	232,255	13%	353,424	17%
<b>Total</b>	<b>1,835,434</b>	<b>100%</b>	<b>2,100,135</b>	<b>100%</b>
Turnover (£m)	70.47		75.97	
<b>Intensity: (kWh per £m of Turnover)</b>	<b>26,046</b>		<b>27,644</b>	

### STREAMLINED ENERGY & CARBON REPORTING (SECR) (CONTINUED)

This information was collected and reported in line with the methodology set out in the UK Government's Environmental Reporting Guidelines, 2019.

#### Energy efficiency initiatives

In the 2023/24 financial year Wacoal EMEA Ltd have completed the following energy efficiency actions.

- Further upgrades of lights to LEDs with sensor controls in several areas of the main buildings.

## WACOAL EMEA LIMITED

### DIRECTORS' REPORT (CONTINUED)

- Desborough Warehouse Windows – upgrade several steel frames windows with UPVC double glazed windows.
- 3 New gas boilers.
- Smart Meter installation at Kettering Warehouse and the Desborough Shop to allow for accurate readings and ability to identify issues early.

### AUDITOR

Each of the persons who is a director at the date of approval of this report confirms that:

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

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

Deloitte LLP have expressed their willingness to continue in office as auditor of the company and a resolution to reappoint Deloitte LLP will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors  
and signed on behalf of the Board



V P Waylett  
Director  
The Corsetry Factory  
Rothwell Road  
Desborough  
Kettering  
Northamptonshire  
NN14 2PG

16 September 2024

**DIRECTORS' RESPONSIBILITIES STATEMENT**

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

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

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

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

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WACOAL EMEA LTD

## Report on the audit of the financial statements

### Opinion

In our opinion the financial statements of Wacoal EMEA Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 March 2024 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity;
- the related notes 1 to 18.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

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

### Conclusions relating to going concern

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

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

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

### Other information

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

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

We have nothing to report in this regard.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WACOAL EMEA LTD (CONTINUED)

## 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.

## Auditor's responsibilities for the audit of the financial statements

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

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

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

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

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

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

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, and tax and pension legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

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

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

- Revenue recognition, and in particular the risk that there are manual adjustments made to revenue that override the recognition. This is due to the fact that revenue transactions are system generated and therefore the greatest potential for fraudulent transactions lies in manual postings as these are not routinely expected. We have profiled journals posted to revenue and tested a sample of these to ensure that manual entries are valid and that revenue has been appropriate recognised.

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

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

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

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WACOAL EMEA LTD (CONTINUED)

- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

## Report on other legal and regulatory requirements

### Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the 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.

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 any material misstatements in the strategic report or the directors' report.

### Matters on which we are required to report by exception


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

- adequate accounting records have not been kept, 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.

We have nothing to report in respect of these matters.

### Use of our report

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

DocuSigned by:  
  
F87859E002FA4A6...

Cathy Wu FCA (Senior Statutory Auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

Cambridge, United Kingdom

16 September 2024

# WACOAL EMEA LIMITED

## PROFIT AND LOSS ACCOUNT Year ended 31 March 2024

	Note	31 March 2024 £'000	31 March 2023 £'000
<b>TURNOVER</b>	3	70,474	75,953
Cost of sales		(41,310)	(45,209)
<b>GROSS PROFIT</b>		<u>29,164</u>	<u>30,744</u>
Distribution costs		(18,089)	(18,750)
Administrative expenses		(6,091)	(5,833)
Impairment of intercompany receivable	5	1,000	-
Other income (insurance claim)	5	(1,000)	-
		<u>(24,180)</u>	<u>(24,583)</u>
<b>OPERATING PROFIT</b>		4,984	6,161
Dividend receivable		-	572
Interest receivable		250	28
<b>PROFIT BEFORE TAXATION</b>	5	5,234	6,761
Tax on profit	6	(1,742)	(1,428)
<b>PROFIT AFTER TAXATION FOR THE FINANCIAL YEAR</b>		<u>3,492</u>	<u>5,333</u>

All results derive from continuing operations.

The accompanying notes to the financial statements are an integral part of the Company's financial statements.

# WACOAL EMEA LIMITED

## STATEMENT OF COMPREHENSIVE INCOME Year ended 31 March 2024

	Note	31 March 2024 £'000	31 March 2023 £'000
<b>Profit for the financial year</b>		<u>3,492</u>	<u>5,333</u>
Cash flow hedges			
Profit/(Losses) arising during the year	15	99	(99)
Currency translation difference on foreign currency net investments		65	(19)
Remeasurement of net defined benefit surplus	18	-	1,078
		<u>164</u>	<u>960</u>
Tax relating to components of other comprehensive income		-	(269)
<b>Other comprehensive income</b>		<u>164</u>	<u>691</u>
<b>Total comprehensive income</b>		<u><u>3,656</u></u>	<u><u>6,024</u></u>

# WACOAL EMEA LIMITED

## BALANCE SHEET As at 31 March 2024

	Note	31 March 2024 £'000	31 March 2023 £'000
<b>FIXED ASSETS</b>			
Investments	7	-	-
Intangible fixed assets	8	-	-
Tangible fixed assets	9	5,490	5,592
		<u>5,490</u>	<u>5,592</u>
<b>CURRENT ASSETS</b>			
Stocks	10	16,688	19,188
Debtors: Amounts falling due within one year	11	38,641	37,027
Pension scheme surplus		1,078	1,078
Cash at bank and in hand		17,862	10,377
		<u>74,269</u>	<u>67,670</u>
<b>CREDITORS: Amounts falling due within one year</b>	12	<u>(38,783)</u>	<u>(36,179)</u>
<b>NET CURRENT ASSETS</b>		<u>35,486</u>	<u>31,491</u>
<b>NET ASSETS</b>		<u>40,976</u>	<u>37,083</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	14	250	250
Share premium account	14	237	-
Revaluation reserve	14	556	556
Profit and loss account	14	39,933	36,277
		<u>40,976</u>	<u>37,083</u>
<b>TOTAL SHAREHOLDERS' FUNDS</b>		<u>40,976</u>	<u>37,083</u>

The financial statements of Wacoal EMEA Ltd (Company Registration number: 00171167) were approved by the board of directors and authorised for issue on 16 September 2024.

They were signed on its behalf by:



G M Embley  
Director

**WACOAL EMEA LIMITED**

**STATEMENT OF CHANGES IN EQUITY**  
**As at 31 March 2024**

	Called-up share capital £'000	Share premium account £'000	Revaluation reserve £'000	Profit and loss account £'000	Total £'000
<b>At 1 April 2022</b>	250	-	556	30,253	31,059
Profit for the financial year	-	-	-	5,333	5,333
Loss on derivatives designated as hedges	-	-	-	(99)	(99)
Currency translation on net investment	-	-	-	(19)	(19)
Remeasurement of net defined benefit liability	-	-	-	1,078	1,078
Tax relating to components of other comprehensive income	-	-	-	(269)	(269)
Total comprehensive income	-	-	-	6,024	6,024
<b>At 31 March 2023</b>	250	-	556	36,277	37,083
Profit for the financial year	-	-	-	3,492	3,492
Share premium arising in the year	-	237	-	-	237
Profit on derivatives designated as hedges	-	-	-	99	99
Currency translation on net investment	-	-	-	65	65
Remeasurement of net defined benefit surplus	-	-	-	-	-
Tax relating to components of other comprehensive income	-	-	-	-	-
Total comprehensive income	-	237	-	3,656	3,893
<b>At 31 March 2024</b>	250	237	556	39,933	40,976

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2024

### 1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and to the preceding year.

#### General information and basis of accounting

Wacoal EMEA Ltd is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and registered in England and Wales. The address of the registered office is given on page 1. The nature of the company's operations and its principal activities are set out in the strategic report on page 2.

The financial statements have been prepared under the historical cost convention, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

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

Wacoal EMEA Ltd meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its financial statements. This company is included in the consolidated financial statements of Wacoal Holdings Corp. the ultimate parent company. The consolidated financial statements are available from [www.wacoalholdings.jp](http://www.wacoalholdings.jp). Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

#### Going concern

Management has produced forecasts that have also been sensitivity tested to reflect plausible downside scenarios, which have been reviewed by the directors. These demonstrate that the company is forecast to generate profits and cash in the year ending 31 March 2024 and beyond, and that the company has sufficient cash reserves to enable it to meet its obligations as they fall due for a period of at least twelve months from the date of signing of these financial statements. As such, the directors are satisfied that the company has adequate resources to continue to operate for a period of at least twelve months from the date of signing of these financial statements. For this reason they continue to adopt the going concern basis for preparing these financial statements.

#### Turnover

Turnover is stated net of VAT and discounts and is recognised when goods are delivered and the risks and rewards of ownership have transferred to the customer. Risk is transferred in delivery of goods.

#### Intangible fixed assets

Intangible fixed assets represent amounts paid for licences to use a third party's design research and to sell branded products. Amortisation is provided on cost in equal annual instalments over the estimated useful life of the assets, as follows:

Design licences	20% per annum
Brand licences	10% per annum

#### Tangible fixed assets

The company's policy is to carry all assets at historical cost. Prior to the adoption of FRS 102, freehold land and buildings were held at fair value and periodically revalued. As permitted by the FRS 102 transition rules, the fair value at the date of transition was taken as its deemed cost.

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**Year ended 31 March 2024****1. ACCOUNTING POLICIES (Continued)****Tangible fixed assets (continued)**

Depreciation is provided on cost or valuation in equal annual instalments over the estimated useful lives of the assets. Freehold land is not depreciated. The rates of depreciation are as follows:

Freehold buildings	1% per annum
Plant and machinery	15% per annum
Motor vehicles	33.33% per annum
Fixtures, fittings, tools and equipment	25% per annum
Office and computer equipment	25% per annum
ERP Software	14.29% per annum

Assets under construction are capitalised as costs are incurred and carried at cost with no depreciation provided until they are brought into use.

**Impairment**

All assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. The fair value of the Company's assets are estimated using the discounted future cash flows of the assets based upon a rate that approximates the Company's weighted-average cost of capital. Estimates of future cash flows are based upon experience, knowledge and third-party advice or market data. However, these estimates can be affected by factors such as economic conditions that can be difficult to predict.

**Investments**

Investments held as fixed assets are stated at cost less provision for any impairment in value.

**Stocks**

Stocks and work-in-progress are stated at the lower of cost and net realisable value. Cost is defined as the aggregate cost of finished merchandise purchased from suppliers and associated handling costs. Cost is calculated using the weighted average cost method. Cost includes materials, direct labour and production overheads appropriate to the relevant stage of production. Net realisable value is based on estimated selling price less all further costs to completion and all relevant marketing, selling and distribution costs.

**Taxation**

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

When the amount that can be deducted for tax for an asset (other than goodwill) that is recognised in a business combination is less/(more) than the value at which it is recognised, a deferred tax liability/(asset) is recognised for the additional tax that will be paid/(avoided) in respect of that difference. Similarly, a deferred tax asset/(liability) is recognised for the additional tax that will be avoided/(paid) because of a difference between the value at which a liability is recognised and the amount that will be assessed for tax. The amount attributed to goodwill is adjusted by the amount of deferred tax recognised.

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the company is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**Year ended 31 March 2024**

**1. ACCOUNTING POLICIES (Continued)**

**Taxation (continued)**

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference. Deferred tax relating to property, plant and equipment measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to sale of the asset.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: a) the company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

**Foreign currencies**

Transactions denominated in foreign currencies are translated at the rate ruling on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at period end rates. Exchange gains and losses are dealt with in the profit and loss account.

**Leases**

Operating lease rentals are charged to income in equal annual amounts over the lease term.

**Pension costs**

For defined benefit schemes the amounts charged to operating profit are the costs arising from employee services rendered during the period and the cost of plan introductions, benefit changes, settlements and curtailments. They are included as part of staff costs. The net interest cost on the net defined benefit liability is charged to profit or loss and included within finance costs. Remeasurement comprising actuarial gains and losses and the return on scheme assets (excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in other comprehensive income.

Defined benefit schemes are funded, with the assets of the scheme held separately from those of the Group, in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit credit method. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date.

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other post-retirement benefits is the contributions payable in the period. Differences between contributions payable in the period and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

**Related party transactions**

The company has taken advantage of the exemption granted by paragraph 33.1A of FRS 102, Related Party Disclosures, from the requirements to disclose transactions with other group undertakings where 100% of the voting rights are controlled within the group.

**Consolidation**

The company's financial statements present information about it as an individual undertaking and not about its group. The company has taken advantage of the exemption granted by virtue of s401 of the Companies Act 2006 from the requirement to prepare group financial statements in the current period.

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**Year ended 31 March 2024**

**1. ACCOUNTING POLICIES (Continued)**

**Financial instruments**

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

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

**Financial assets and liabilities**

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

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

Debt instruments which meet the following conditions are subsequently measured at amortised cost using the effective interest method:

- (a) The contractual return to the holder is (i) a fixed amount; (ii) a positive fixed rate or a positive variable rate; or (iii) a combination of a positive or a negative fixed rate and a positive variable rate.
- (b) The contract may provide for repayments of the principal or the return to the holder (but not both) to be linked to a single relevant observable index of general price inflation of the currency in which the debt instrument is denominated, provided such links are not leveraged.
- (c) The contract may provide for a determinable variation of the return to the holder during the life of the instrument, provided that (i) the new rate satisfies condition (a) and the variation is not contingent on future events other than (1) a change of a contractual variable rate; (2) to protect the holder against credit deterioration of the issuer; (3) changes in levies applied by a central bank or arising from changes in relevant taxation or law; or (ii) the new rate is a market rate of interest and satisfies condition (a).
- (d) There is no contractual provision that could, by its terms, result in the holder losing the principal amount or any interest attributable to the current period or prior periods.
- (e) Contractual provisions that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect the holder against the credit deterioration of the issuer or a change in control of the issuer, or to protect the holder or issuer against changes in levies applied by a central bank or arising from changes in relevant taxation or law.
- (f) Contractual provisions may permit the extension of the term of the debt instrument, provided that the return to the holder and any other contractual provisions applicable during the extended term satisfy the conditions of paragraphs (a) to (c).

Debt instruments that are classified as payable or receivable within one year on initial recognition and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

With the exception of some hedging instruments, other debt instruments not meeting these conditions are measured at fair value through profit or loss.

Commitments to make and receive loans which meet the conditions mentioned above are measured at cost (which may be nil) less impairment.

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**Year ended 31 March 2024**

**1. ACCOUNTING POLICIES (Continued)**

**Financial assets and liabilities (continued)**

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

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

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

*Derivative financial instruments*

The Company uses derivative financial instruments to reduce exposure to foreign exchange risk and interest rate movements. The Company does not hold or issue derivative financial instruments for speculative purposes.

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

*Fair value measurement*

The best evidence of fair value is a quoted price for an identical asset in an active market. When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse of time since the transaction took place. If the market is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, the fair value is estimated by using a valuation technique.

*Hedge accounting*

The Company designates certain derivatives as hedging instruments in cash flow hedges.

At the inception of the hedge relationship, the entity documents the economic relationship between the hedging instrument and the hedged item, along with its risk management objectives and clear identification of the risk in the hedged item that is being hedged by the hedging instrument. Furthermore, at the inception of the hedge the entity determines and documents causes for hedge ineffectiveness.

Note 15 sets out details of the fair values of the derivative instruments used for hedging purposes.

Hedge accounting is discontinued when the Company revokes the hedging relationship, the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. Any gain or loss accumulated in equity at that time is reclassified to profit or loss when the hedged item is recognised in profit or loss. When a forecast transaction is no longer expected to occur, any gain or loss that was recognised in other comprehensive income is reclassified immediately to profit or loss.

**Dividend Income**

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established, provided it is probable that the economic benefits will flow to the entity and the amount of income can be measured reliably.

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**Year ended 31 March 2024**

**2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

In the application of the Company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

**Key sources of estimation uncertainty**

**Recoverability of intercompany balances**

Where other group companies have insufficient liquidity or assets to repay intercompany balances, the ability to repay is estimated using estimate of future cash flows discounted at rate that approximates the Company's weighted-average cost of capital. Estimates of future cash flows are based upon experience, knowledge and third-party advice or market data. However, these estimates can be affected by factors such as economic conditions that can be difficult to predict.

During the year and impairment provision of £1,000,000 was made against the intercompany receivable balance with Eveden Israel of £3,109,000 due to the difficult trading conditions in Israel over the last 12 months.

The key assumptions identified were the discount rate, long term growth rate and sales growth rate.

Sensitivity analysis performed by management does indicate a change to the value of provisions against intercompany balances under the following scenarios considered.

<b>Assumption</b>	<b>Impact on impairment value</b>
Increase discount rate by 1% to 12%	£0.3m
Decrease discount rate by 1% to 10%	(£0.3m)
Increase long term growth by 1% to 3%	(£0.2m)
Decrease long term growth by 1% to 1%	£0.2m
Increase sales growth by 1% to 5%	(£0.7m)
Decrease sales growth by 1% to 3%	£1.0m

The above sensitivities are based on a change in an assumption while holding all other assumptions constant. Such estimates are subject to change because of changing economic conditions. These estimates may depend upon the outcome of future events and may need to be revised as circumstances change.

**Critical Accounting Judgements**

There are not considered to be any critical accounting judgements.

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**Year ended 31 March 2024**

**3. TURNOVER**

Turnover represents amounts derived from the provision of goods which fall within the company's ordinary activities after deduction of trade discounts and value added tax. The turnover and pre-tax profit, is attributable to the principal activity of the company.

The analysis of turnover by geographical market is:

	<b>31 March 2024 £'000</b>	<b>31 March 2023 £'000</b>
United Kingdom	40,196	40,153
Europe	19,937	23,973
America	3,953	4,662
Africa	637	579
Asia	51	70
Australasia	4,977	5,480
Middle East	723	1,036
	<u>70,474</u>	<u>75,953</u>

**4. INFORMATION REGARDING DIRECTORS AND EMPLOYEES**

	<b>31 March 2024 £'000</b>	<b>31 March 2023 £'000</b>
<b>Directors emoluments</b>		
Emoluments including benefits in kind	326	356
Pension contributions	21	21
	<u>347</u>	<u>377</u>

Six of the directors received no remuneration for their services to this company in 2024 (2023: 6). They were remunerated through another group company (2023: remunerated through another group company).

Pension contributions are made on behalf of 2 directors (2023: 2)

The total emoluments of the highest paid director in the period were £196,000 (2023: £206,000). The accrued pension benefit attributable to the highest paid director was £nil (2023: £nil).

The highest paid director did not exercise any share options in the year and had no shares receivable under long-term incentive schemes.

# WACOAL EMEA LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) Year ended 31 March 2024

### 4. INFORMATION REGARDING DIRECTORS AND EMPLOYEES (CONTINUED)

	31 March 2024 Number	31 March 2023 Number
Directors who are active members of the defined benefit pension scheme	-	-
<b>Average number of persons employed</b>		
Production	94	92
Sales and distribution	179	189
Administration	47	60
	<u>320</u>	<u>341</u>
	<b>£'000</b>	<b>£'000</b>
<b>Staff costs during the period (including directors)</b>		
Wages and salaries	10,652	10,244
Social security costs	1,202	1,234
Other pension costs (note 18)	426	381
	<u>12,280</u>	<u>11,859</u>

### 5. PROFIT BEFORE TAXATION

	31 March 2024 £'000	31 March 2023 £'000
<b>Profit before taxation is stated after charging/(crediting):</b>		
Amortisation	-	3
Depreciation of tangible fixed assets		
Owned assets	717	783
Loss on disposal of fixed assets	48	-
Foreign exchange losses	356	369
Impairment of amounts owed by fellow subsidiary companies	1,000	-
Insurance claim	(1,000)	-
Rentals under operating leases:		
Other operating leases	419	583
Auditor's remuneration		
Audit fees	85	75
Non-audit fees	16	12
	<u>          </u>	<u>          </u>

# WACOAL EMEA LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) Year ended 31 March 2024

### 5. PROFIT BEFORE TAXATION (CONTINUED)

A more detailed analysis of auditor's remuneration is provided below:

	<b>31 March 2024 £'000</b>	<b>31 March 2023 £'000</b>
Fees payable to the company's auditor:		
- for the audit of the company's annual financial statements	85	75
- tax compliance services	4	3
- in respect of the audit of an associated pension scheme	12	9

NOTES TO THE FINANCIAL STATEMENTS (Continued)  
Year ended 31 March 2024

6. TAX ON PROFIT

a) Analysis of tax charge in the year:	31 March 2024 £'000	31 March 2023 £'000
<b>Current taxation</b>		
United Kingdom corporation tax at 25% (2023: 19%) based on the taxable profit for the year	1,685	924
Adjustment in respect of prior periods		
- UK	154	225
- Overseas	(122)	(74)
Total current taxation	1,717	1,075
<b>Deferred taxation (note 13)</b>		
Adjustment in respect of previous periods	(60)	6
Origination and reversal of timing differences	85	347
Total deferred taxation	25	353
Tax on profit on ordinary activities	1,742	1,428

b) Factors affecting current tax charge in the year:

The differences between the total tax charge shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows:

	31 March 2024 £'000	31 March 2023 £'000
<b>Profit before tax</b>	5,234	6,761
Tax on profit at standard UK corporation tax rate of 25% (2023: 19%)	1,309	1,285
<b>Effects of:</b>		
Expenses not deductible for tax purposes	37	10
Other adjustments	-	(55)
Higher tax rates on overseas earnings	85	108
Adjustments to tax charge in respect of previous periods	94	231
Transfer pricing adjustment	(33)	(42)
Dividend received	-	(109)
Non-cash adjustment*	250	-
<b>Total tax charge for the year</b>	1,742	1,428

\* the non-cash adjustment relates to an impairment charge of an intercompany balance

The tax charge has been calculated based on 25%.

The standard rate of corporation tax in the UK increased from 19% to 25% with effect from April 2023. This was substantively enacted on 24 May 2021. At balance sheet date, deferred tax balances are measured at 25% (2023: 25%).

# WACOAL EMEA LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) Year ended 31 March 2024

### 7. INVESTMENTS

	<b>Shares in subsidiaries £'000</b>
<b>Cost</b>	
At 1 April 2023 and 31 March 2024	-
<b>Net book value</b>	
At 31 March 2023 and 31 March 2024	-

#### Interests in subsidiaries

	<b>Country of registration and operation</b>	<b>Activity</b>	<b>Registered address</b>	<b>Portion of ordinary shares held</b>
Wacoal Australia PTY Limited	Australia	Distribution of ladies underwear and swimwear	Lot 3, 249 Brunswick Road, Brunswick, Victoria Australia 3056	100%

### 8. INTANGIBLE FIXED ASSETS

	<b>Licences £'000</b>
<b>Cost</b>	
At 1 April 2023 and 31 March 2024	378
<b>Accumulated amortisation</b>	
At 1 April 2023	378
Charge for the year	-
At 31 March 2024	378
<b>Net book value</b>	
At 31 March 2024	-
At 31 March 2023	-

# WACOAL EMEA LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) Year ended 31 March 2024

### 9. TANGIBLE FIXED ASSETS

	Freehold land and buildings £'000	Plant and machinery £'000	Office and computer equipment £'000	Motor vehicles £'000	Fixtures, fittings, tools and equipment £'000	Assets in the course of construction £'000	Total £'000
<b>Cost or valuation</b>							
At 1 April 2023	3,135	247	8,823	-	1,559	1,129	14,893
Additions	-	-	6	-	1	614	621
Transfers	51	74	1,373	-	243	(1,741)	-
Disposals	-	(162)	(1,456)	-	(933)	-	(2,551)
At 31 March 2024	<u>3,186</u>	<u>159</u>	<u>8,746</u>	<u>-</u>	<u>870</u>	<u>2</u>	<u>12,963</u>
<b>Accumulated depreciation</b>							
At 1 April 2023	299	222	7,266	-	1,514	-	9,301
Charge for the year	32	16	609	-	60	-	717
Disposals	-	(162)	(1,456)	-	(927)	-	(2,545)
At 31 March 2024	<u>331</u>	<u>76</u>	<u>6,419</u>	<u>-</u>	<u>647</u>	<u>-</u>	<u>7,473</u>
<b>Net book value</b>							
At 31 March 2024	<u>2,855</u>	<u>83</u>	<u>2,327</u>	<u>-</u>	<u>223</u>	<u>2</u>	<u>5,490</u>
At 31 March 2023	<u>2,836</u>	<u>25</u>	<u>1,557</u>	<u>-</u>	<u>45</u>	<u>1,129</u>	<u>5,592</u>

Freehold land and buildings were professionally revalued, on the basis of existing use as at 30 June 2012, by Barnes Nobel Edwards Limited, Chartered Surveyors. The assets are held at this revaluation as deemed cost on transition to FRS 102. Comparable amounts for freehold land and buildings according to the historical cost convention are as follows:

	£'000
<b>Cost</b>	
At 1 April 2023 and 31 March 2024	<u>1,881</u>
<b>Accumulated depreciation</b>	
At 1 April 2023	359
Charge for the year	<u>19</u>
At 31 March 2024	<u>378</u>
<b>Net book value</b>	
At 31 March 2024	<u>1,503</u>
At 31 March 2023	<u>1,522</u>

# WACOAL EMEA LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) Year ended 31 March 2024

### 10. STOCKS

	31 March 2024 £'000	31 March 2023 £'000
Raw materials and consumables	434	974
Work-in-progress	516	891
Finished goods and goods for resale	15,738	17,323
	<u>16,688</u>	<u>19,188</u>

### 11. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 March 2024 £'000	31 March 2023 £'000
Trade debtors	7,673	5,867
Amounts owed by fellow subsidiary companies (unsecured, interest free and repayable on demand)	28,250	27,945
Other debtors	1	1
Prepayments	2,717	3,214
	<u>38,641</u>	<u>37,027</u>

### 12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 March 2024 £'000	31 March 2023 £'000
Trade creditors	2,914	3,824
Amounts owed to parent company *	26,391	21,407
Amounts owed to fellow subsidiary companies *	1,722	2,656
Amounts owed to group companies *	295	765
Current corporation tax	938	913
Deferred tax liability	353	328
Other taxes and social security	1,930	1,590
Derivative liability (note 15)	-	99
Accruals	4,240	4,597
	<u>38,783</u>	<u>36,179</u>

\*Amounts owed to parent company, fellow subsidiaries, and other group companies are unsecured, interest free and repayable on demand

# WACOAL EMEA LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) Year ended 31 March 2024

### 13. DEFERRED TAXATION

	31 March 2024 £'000	31 March 2023 £'000
Balance at 1 April 2023 (note 12)	(328)	24
Current year charge	(25)	(83)
Current year charge to OCI	-	(269)
	<u>(353)</u>	<u>(328)</u>

The amounts provided in the financial statements and the amounts not provided are as follows:

	Provided		Not provided	
	31 March 2024 £'000	31 March 2023 £'000	31 March 2024 £'000	31 March 2023 £'000
Capital allowances in advance of depreciation	(114)	(90)	-	-
Other short term timing differences	(239)	(238)	-	-
	<u>(353)</u>	<u>(328)</u>	<u>-</u>	<u>-</u>

Of the deferred tax, there is deferred tax liability of £353,000 (2023: liability £328,000) expected to reverse within 12 months and relates to short term timing differences.

The company's freehold property has been revalued in accordance with FRS 102. It is the company's intention to retain the property for the foreseeable future. Deferred tax totalling £137,000 (2023: £137,000) has not been provided on the gains arising from the revaluation as such tax would only become payable if the property were sold without rollover relief being obtained. Deferred tax totalling £243,000 (2023: £243,000) has not been provided on gains arising from the sale of property in prior periods as such tax would only become payable if the property were sold without rollover relief being obtained.

### 14. CALLED UP SHARE CAPITAL AND RESERVES

	31 March 2024 £'000	31 March 2023 £'000
<b>Called up, allotted and fully paid</b>		
1,000,000 ordinary shares of 25p each	250	250
	<u>250</u>	<u>250</u>

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

The Company's other reserves are as follows:

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

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

On 26 March 2024 Wacoal Europe Ltd capitalised its intercompany debt with Adden Ltd for £1,370,696 and subsequently acquired the trade and assets when Adden Ltd entered a members voluntary liquidation by way of a distribution in specie of £170,210. Wacoal Europe Ltd then transferred this trade and assets to Wacoal EMEA Limited in return for an additional 100 ordinary shares of 25p each plus a share premium of £237,264.

The revaluation reserve represents the cumulative effect of revaluations of freehold land and buildings which were revalued to fair value in 2012.

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**Year ended 31 March 2024**

**15. DERIVATIVE FINANCIAL INSTRUMENTS**

	Current		Non-current	
	2024 £'000	2023 £'000	2024 £'000	2023 £'000
<b>Derivatives that are designated and effective as hedging instruments carried at fair value</b>	-	(99)	-	-
<b>Liability (note 11)</b>				
Forward foreign currency contracts	-	(99)	-	-
	-	(99)	-	-

Forward foreign currency contracts are valued using quoted forward exchange rates and yield curves derived from quoted interest rates matching maturities of the contracts.

**Forward foreign currency contracts**

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

Outstanding contracts	Average contractual exchange rate		Notional value		Fair value	
	2024	2023	2024	2023	2024	2023
	rate	rate	£'000	£'000	£'000	£'000
USD – less than 1 year	-	1.21	-	4,600	-	99
			-	4,600	-	99

The Company has entered into contracts during the course of the year to purchase goods in US Dollar amounts and to sell goods in Euros. The Company has entered into forward foreign currency contracts to hedge the exchange rate risk arising from these anticipated future transactions, which are designated as cash flow hedges.

Gains of £99,000 (2023 losses: £99,000) were recognised in other comprehensive income.

**16. FINANCIAL COMMITMENTS**

**Operating lease commitments**

Total future minimum lease payments under non-cancellable operating leases are as follows:

	2024		2023	
	Land and buildings £'000	Other £'000	Land and buildings £'000	Other £'000
- within one year	162	225	169	129
- between one and five years	26	239	189	91
	188	464	358	220

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**Year ended 31 March 2024**

**17. PARENT COMPANY AND CONTROLLING PARTY**

In the opinion of the directors the company's ultimate parent undertaking and controlling party is Wacoal Holdings Corp., which is incorporated in Japan. The largest and smallest group of which the company is a part, for which group financial statements are prepared is Wacoal Holdings Corp, registered address 29, Nakajima-cho, Kisshoin, Minami-ku, Kyoto 601-8530, Japan. The immediate parent company is Wacoal Europe Ltd. The consolidated financial statements are available from [www.wacoalholdings.jp](http://www.wacoalholdings.jp).

**18. PENSIONS**

**Defined benefit schemes**

The company operates a defined benefit scheme the Eveden Limited Pension and Life Assurance Scheme. The scheme was closed to future accrual with effect from 30 June 2006. The assets of the scheme are held in separate trustee administered funds.

The most recent actuarial valuations of scheme assets and the present value of the defined benefit obligation were carried out at 31 March 2024. The key assumptions were:

	Valuation at	
	2024	2023
	%	%
Key assumptions used:		
Discount rate	4.9	4.9
Future pension increases	3.5	3.6
Inflation – RPI	3.0	3.2
Inflation – CPI	2.5	2.6

The assumed life expectations on retirement at age 65 are:

	Valuation at	
	31 March	31 March
	2024	2023
	periods	Periods
Retiring today:		
Males	84.7	85.2
Females	86.9	87.3
Retiring in 20 years:		
Males	85.9	86.5
Females	88.3	88.7

Mortality assumptions used are in accordance with the standard mortality tables PNMA00 and PNFA00, appropriate to each individuals year of birth, with the long cohort improvements and subject to a minimum rate of improvement of 1% p.a.

**Amounts recognised in the profit and loss account in respect of these defined benefit schemes are as follows:**

	31 March	31 March
	2024	2023
	£'000	£'000
Amounts charged to operating profit:		
Past service charge	-	-
	-----	-----
	-	-
	=====	=====

Actuarial gains have been reported in the statement of comprehensive income, the total result for the year is £nil (2023: £1,078,000). The actual return on scheme assets was an increase of £75,000 (2023: reduction £89,000).

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**Year ended 31 March 2024**

**18. PENSIONS (CONTINUED)**

The amount included in the balance sheet arising from the company's obligations in respect of its defined benefit retirement benefit schemes is as follows:

	31 March 2024 £'000	31 March 2023 £'000
Present value of defined benefit obligations	(841)	(762)
Fair value of scheme assets	1,915	1,840
	<u>1,074</u>	<u>1,078</u>
Reduction not provided	4	-
	<u>1,078</u>	<u>1,078</u>

In 2023, a surplus of £1,078,000 was recognised in respect of the company's Pension Scheme. This surplus was recognised in 2023 upon detailed review of the trust rules which do not include any clause which prevents the company from receiving the ultimate surplus in the scheme.

**Remeasurements recognised in other comprehensive income**

	31 March 2024 £'000	31 March 2023 £'000
Remeasurement of defined benefit obligation	42	(346)
Actual return on plan assets, excluding interest income	15	145
Other	(57)	1,279
	<u>-</u>	<u>1,078</u>

**Movements in the present value of defined benefit obligations were as follows:**

	31 March 2024 £'000	31 March 2023 £'000
At 1 April 2023	762	1,077
Interest cost	37	31
Remeasurement of defined benefit obligation	42	(346)
Benefits paid	-	-
Past service costs	-	-
	<u>841</u>	<u>762</u>

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**Year ended 31 March 2024**

**18. PENSIONS (CONTINUED)**

Movements in the fair value of scheme assets were as follows:

	<b>31 March 2024 £'000</b>	<b>31 March 2023 £'000</b>
At 1 April 2023	1,840	1,929
Interest income	90	56
Actual return on plan assets, excluding interest income	(15)	(145)
Benefits paid	-	-
	<hr/>	<hr/>
At 31 March 2024	<u>1,915</u>	<u>1,840</u>

The analysis of the scheme assets at the balance sheet date was as follows:

	<b>Fair value of assets</b>	
	<b>31 March 2024 £'000</b>	<b>31 March 2023 £'000</b>
Gilts	1,685	405
Equities	77	1,086
Other assets	153	349
	<hr/>	<hr/>
	<u>1,915</u>	<u>1,840</u>

The expected rate of return on plan assets is determined as follows:

Gilts:	The yield on the FTSE Actuaries 15 period gilt index
Corporate bonds:	The yield on the iBoxx £ Corporate AA 15+ index
Equity:	The above gilt yield plus 3.5% p.a.
Cash:	Bank of England base rate

**Defined contribution schemes**

Included in the profit and loss account for the period are £402,000 (2023: £381,000) of costs related to defined contribution schemes operated by the company.