



13<sup>th</sup> June 2021

**Ted Baker Plc**  
("Ted Baker", the "Group")

**Preliminary Results Announcement for the 53 weeks ended 30 January 2021**

**Strategic progress and increasing brand strength position the business for future success**

**Rachel Osborne, Chief Executive Officer, commented:**

*"We are making good progress against our strategic transformation plan and Ted Baker is increasingly well placed to take advantage of the significant growth opportunities ahead of us. The Ted Baker brand has strengthened further, with the number of active customers growing to 1.2m by the end of the year.*

*"While the impact of COVID-19 is clear in our results and has amplified some of the legacy issues impacting the business, Ted Baker has responded proactively and is in a much stronger place than it was a year ago. During the period, we delivered robust cashflow generation, fixed our balance sheet, refreshed our senior leadership team and today we are upgrading our financial targets for the second time since outlining our new strategy last summer.*

*Additionally, we have made good progress with our sustainability strategy, Fashioning a Better Future, including the mapping of all of our factory partners within our supply chain and significantly increasing our usage of cotton from sustainable sources to 69%.*

*"We are a year into Ted Baker's transformation plan and continue to believe that we have the right strategy and team in place to set the business up for a stronger, more sustainable future."*

	<b>53 weeks ended 30 January 2021</b>	<b>52 weeks ended 25 January 2020 (restated<sup>1</sup>)</b>	<b>Change</b>
<b>Group Revenue</b>	£352.0m	£630.5m	(44.2)%
<b>Underlying (Loss)/Profit Before Tax<sup>2</sup></b>	£(59.2)m	£4.8m	n/a
<b>(Loss)/Profit Before Tax</b>	£(107.7)m	£(77.6)m	38.8%
<b>Basic EPS</b>	(56.2)p	(153.0)p	n/a
<b>Underlying<sup>2</sup> EPS</b>	(26.0)p	6.7p	n/a
<b>Dividend<sup>3</sup></b>	nil	7.8p	n/a

Notes: (1) Details of the restatement are included in the annual report and accounts  
(2) Before non-underlying items  
(3) Declared and paid

## Financial Summary

- This year was a 53-week year and the extra week added 2% to sales. Throughout this document, unless otherwise stated, we will compare sales and profit in the 53 weeks to January 2021 with the 52 weeks in the prior year. Due to the level of disruption in the year, we do not believe comparison on a 52-week basis would be helpful.
- Group revenue down 44.2% (down 44.1% in constant currency) to £352.0m compared to £630.5m in the prior year, driven by the ongoing impact of COVID restrictions on trading globally.
- Underlying loss before tax of £59.2m, primarily driven by lower revenue levels, and partially offset by our cost actions.
- Retail sales including eCommerce down 42.2% (down 42.1% in constant currency) to £254.3m, compared to £439.9m in the prior year.
- eCommerce sales up 22.0% (up 22.1% in constant currency) to £144.9m, compared to £118.7m in the prior year, supported by continued investment in our digital business and significant improvements to our customer journey. Growth in our directly operated eCommerce channels of 30.2%.
- Wholesale sales down 50.3% (down 48.6% in constant currency) to £85.3m, compared to £171.5m in the prior year, reflecting market pressure on our Trustees.
- Improvement in net cash of £193.8m, which exceeds the net proceeds of the equity raise and disposal of the UBB building, representing positive free cash flow generation.
- Net cash of £66.7m at 30 January 2021, well ahead of management's expectations.
- Upgrade of financial target. We now expect a net cash position at YE2023.
- Renewed Revolving Credit Facility (RCF). The Group has ongoing support from our four existing lending banks, with its facilities extended from August 2022 to November 2023, with a £90m facility until January 2022 and then £80m until November 2023, including a new set of covenants.

## Operational and strategic highlights

In June 2020 we launched our three-year strategic transformation programme, Ted's Growth Formula. Our progress in executing this plan has been encouraging, despite several of the legacy issues facing the business having been amplified by COVID. Alongside a rapid and effective response to the pandemic, the foundations of our business are now fixed, and we are switching our focus to growth. Key highlights for the period include:

- **Brand strength enhanced.** The Ted Baker brand remains healthy, notwithstanding the impact of extensive store closures during the pandemic lockdown period. Customers have responded positively to our refreshed social media, campaign imagery and new product. NPS increased during the period and we have 1.2m active digital customers.
- **Excellent cash flow management embedded into business.** The business has demonstrated cashflow discipline throughout the period, with a tight grip on working capital and the implementation of a new commercial stock cycle.
- **Significant cost action taken.** The Group commenced a full cost review at the start of the year, which increased in scope and scale during COVID, with £31m of annualised payroll savings and £8m of negotiated rent savings during the year.
- **China JV delivered strong growth in first full year of operation.** Our Chinese business grew 6% during the year, despite the store closures during Q1. Growth was robust in both stores and online and we have a healthy pipeline of new stores

in the year ahead. Q1 2022 has seen growth of 262% vs. prior year and 47% growth vs. Q1 2020.

These strong foundations have supported our further progress across the three core pillars of our strategy, which are designed to deliver a structurally more profitable business with higher ROCE and higher sustainable free cash flow generation. Highlights for the full year period and following the period end include:

## 1. Refresh and reenergise the product and brand

- **New product pyramid in place** ensuring that brand identity is reflected in product while maintaining appropriate alignment with the market.
- **Mad(e) in Britain capsule collection**, which sits at the top of the pyramid and sets the creative tone for the collection, launched in November 2020 and was positively received.
- **New Global Creative Director** Anthony Cuthbertson joined in November 2020 and has hit the ground running, bringing a new energy and creative vision to Ted Baker.
- **Good progress against our sustainability targets** and a broader ESG programme in development, including 69% of cotton from sustainable sources and 100% of terminal product being donated to charity and avoiding landfill in the financial year.

## 2. Prioritise digital & asset light growth

- All our key metrics relating to eCommerce and digital improved year-on-year, including new customer acquisition, total customers, online conversion rate, social media engagement, and retention.
- Significant enhancements to our digital experience. Key initiatives delivered during the period include:
  - o **Major upgrade of our payment options** to now include Apple Pay, Google Pay, Klarna and a series of local payment options.
  - o **Introduction of virtual appointments** via Hero, with in-store colleagues
  - o **Launch of our new VIP programme** DevoTED.
  - o **Launch of Live Chat**, among the first in our peer group to introduce this feature.
  - o **Launch of Live Commerce**
- We have signed several new high-quality product licence deals with category-leaders in recent months:
  - o Building on the successful start to our Childrenswear licence, NEXT has been appointed as our new licence partner for lingerie and nightwear.
  - o Baird Group has been appointed as our new licence partner for Men's Formalwear for the UK and Ireland.
  - o Bedeck has been appointed as our new licence partner for bedding and towels.
- We have strengthened our territory licence division with a number of deals:
  - o Our strategic partnership with AFG has been enhanced, to now include a full omni-channel relationship for retail, eCommerce and wholesale for much of the MENA region. AFG has committed to open 14 new stores in the region over the coming six years. We have extended our agreement for ten years.
  - o MAP has been appointed our new licence partners for Indonesia.

### 3. Significant cost out programme

- We have made material savings across our central costs and retail store costs.
  - o **Central and retail store costs:** Annualised savings across both functions will be £31.0m per annum at a cash cost of £3.9m, ahead of previous guidance.
  - o **Store estate:** We have negotiated and delivered rent savings of £8m during the financial year. We also benefitted from £27.8m of turnover-related rent savings, reflecting the flexible nature of a large amount of our Retail space. We will be continuing our programme of rent renegotiations in the year ahead to reflect the new commercial realities.

### Current Trading and Outlook

The Group is reporting Q1 revenues, for the first 12 weeks to 24 April 2021.

Q1 trading has been materially impacted by ongoing COVID restrictions, with lockdowns in place in the UK, Europe and Canada for parts of this period.

- Q1 FY22 Group revenue down 19.9% (down 17.3% in constant currency), driven by ongoing impact of COVID restrictions on trading globally.
  - o eCommerce up 4.5% (up 25.9% vs. Q1 FY20), as the Group starts to take a less heavy promotional stance compared to the prior year.
  - o Retail stores down 40.7% (down 73.1% vs. Q1 FY20). Globally, the Group lost 10 more trading days during the period than the prior year, with 53 days of trading during Q1 FY21 and 83 in Q1 FY20. We are encouraged with how our UK stores have performed since reopening on 12 April, albeit that revenue remains below FY20 levels. Our retail stores in metro cities and travel retail locations accounted for 36% of pre-COVID global store revenues and those stores remain materially below FY20 trading levels.
  - o Wholesale and Licence down 22.4% (down 48.3% vs. Q1 FY20) reflecting cautious ordering from store-based trustees, as well as continued restrictions on store openings in Europe.
- Gross profit margin for eCommerce has increased around 250 bps, reflecting the Group reducing promotional levels.
- eCommerce performance is set against an exceptionally promotional market last year. Our promotional stance in the FY22 quarter remained in line with the market, but we have begun to move towards a more typical promotional schedule.
- Net cash was £29.6m at 24 April 2021. This positive cash position reflects continuing action to manage working capital and reduce expenditure. Revolving credit facilities of £133m remained undrawn throughout the period.

The Group is implementing a new reporting calendar, aligned to internal management reporting, Q2 will represent weeks 13-28, Q3 weeks 29-40 and Q4 weeks 41-52. This new calendar will allow greater insights around trading margin and period end cash position. The Group does not intend to report against periods outside this new calendar, which is considered an appropriate level of financial disclosure.

Following the successful execution of the five operational targets that were set for Year 1 of the transformation plan, the Group has announced six operational targets for the new financial year, on the assumption of no further major lockdowns in core territories. The targets are as follows:

- Improve Product Proposition: increase full price sales mix in H2 by 500bps
- Drive Digital Development: complete eCommerce re-platform launch
- Sustain Brand Strength: Maintain top quartile NPS score
- Grow Global Footprint: Open 10 new stores in strategic markets
- Promote ESG: Increase sustainable cotton use to at least 75%
- Continue Property Cost Reduction: Base rent saving of at least 15%, and each renegotiation to deliver at least 50% reduction in base rent

**Enquiries:**

**Ted Baker Plc**

Tel: +44 (0) 20 7255 4800

Rachel Osborne, Chief Executive Officer

David Wolffe, Chief Financial Officer

**Tulchan Communications**

Tel: +44 (0) 20 7353 4200

Jonathan Sibun/Jessica Reid

**Media images available for download at:**

<http://www.tedbakerplc.com/ted/en/mediacentre/imagelibrary>

**Notes to Editors**

**Ted Baker Plc - "No Ordinary Designer Label"**

Ted Baker is a global lifestyle brand distributing across five continents through its three main distribution channels: retail (including eCommerce); wholesale; and licensing.

Ted Baker has 521 stores and concessions worldwide, comprising 182 in the UK, 99 in Europe, 136 in North America, 95 in the Middle East, Africa and Asia, and 9 in Australasia.

We offer a wide range of collections including Menswear; Womenswear; Accessories; Bedding; Childrenswear; Eyewear; Footwear; Fragrance and Skinwear; Gifting and Stationery; Jewellery; Lingerie and Sleepwear; Men's Underwear and Loungewear; Luggage; Neckwear; Rugs; Suiting; Technical Accessories; Wallpaper; and Watches.

# Business and Financial Review

## Business Review

The COVID-19 pandemic had a significant impact on the Group's performance, resulting in stores remaining closed for a significant proportion of the year and depressed in our key markets.

## Global Group Summary

		53 weeks ended 30 January 2021	52 weeks ended 25 January 2020	Variance	Constant currency variance <sup>1</sup>
Group	Revenue	£352.0m	£630.5m	(44.2%)	(44.1%)
	Gross margin (excluding non- underlying items)	54.2%	55.6%	(140) bps	
	Operating contribution (excluding non- underlying items) *	(14.1%)	2.9%	(1,700) bps	
	Operating (loss)/ contribution margin**	(28.1%)	(9.5%)	(1,860) bps	
	(Loss)/Profit before tax (excluding non- underlying items) as a % of revenue	(16.8%)	0.8%	(1760) bps	
	(Loss) before tax as a % of revenue	(30.6%)	(12.3%)	(1,830) bps	
Retail	Revenue	£254.3m	£439.9m	(42.2%)	(42.1%)
	Ecommerce revenue	£144.9m	£118.7m	22.0%	22.1%
	Gross margin	57.5%	59.9%	(240) bps	
	Average square footage***	421,435	442,790	(4.8%)	
	Closing square footage***	411,602	438,483	(6.1%)	
	Sales per square foot including eCommerce	603	994	(39.3%)	(39.2%)
	Sales per square foot excluding eCommerce	260	725	(64.2%)	(64.2%)
Wholesale	Revenue	£85.3m	£171.5m	(50.3%)	(48.6%)
	Gross margin	37.6%	39.8%	220 bps	
Licensing	Revenue	£12.4m	£19.0m	(34.5%)	(34.5%)

\*Operating contribution/(loss) (excluding non-underlying items) is defined as operating profit/(loss) before non-underlying items as a percentage of revenue.

\*\*Operating contribution margin is defined as operating profit/(loss) as a percentage of revenue.

\*\*\*Excludes licence partner stores.

## Channel Performance

### *Retail*

Our retail channel comprises stores, concessions and eCommerce, providing an omni-channel experience. We operate stores and concessions across the UK, Europe, North America and South Africa, and localised eCommerce sites in the UK, continental Europe, the US, Canada and Australia. We also have eCommerce businesses with many of our concession partners. Our stores are important to the success of our digital businesses through supporting brand awareness and showcasing our products. The relatively high number of concession locations and short lease length on our stores (averaging 3.5 years) allow us to maintain a flexible business model.

The performance of the Retail business reflects the unprecedented trading conditions across the world, with stores remaining closed to comply with local lockdowns, particularly during the first half of the year. Where they were remained open, footfall was significantly below normal levels. Demand shifted onto online channels, with eCommerce sales increasing to 57.0% (2020: 27.0%) of total retail sales in the year. Store performance improved in the second half as the impact of lockdown and trading restrictions was reduced, particularly in the run-up to the peak Christmas trading period.

We have continued to review and refine our store portfolio in line with new trading conditions. Given lower footfall, and despite discussions with landlords to renegotiate rent, we determined that a several locations would no longer be viable to operate and could be exited cost-effectively. We closed four stores during the year, contributing to a reduction in the average retail square footage of 4.8% to 421,435 sq ft (2020: 442,790 sq ft). This follows the transfer in the second half of FY20 of 14 stores in China and Hong Kong to joint ventures and 4 stores in Japan to a license partner. These stores generated £9.0m in sales during 2020.

During the first half the Group furloughed store colleagues in response to government-imposed lockdowns. As it became apparent that market demand was likely to remain weak for the remainder of the year, we reviewed the store staffing model and a significant number of roles were made redundant to ensure that stores remained viable. We benefitted from government support, such as business rates holidays and job support schemes, as well as rent savings and waivers through negotiations with landlords and reductions in turnover-related rent. Driving business through our online channels, as well as the highly offer-driven market through the year, necessitated some increased expenditure on marketing and promotions. As a result of all the cost movements combined, retail operating costs excluding non-underlying items decreased by 28.7% to £165.5m (2020: £232.2m).

### *Wholesale*

Our wholesale business in the UK serves countries across the world, primarily in the UK and Europe, as well as supplying products to stores operated by our territorial

licence partners. In addition, we operate a wholesale business in North America serving the US and Canada.

Wholesale sales decreased by 50.3% (48.6% in constant currency<sup>1</sup>) to £85.3m (2020: £171.5m) as our wholesale trustees' businesses were also affected by COVID. Margin was adversely affected by the discounts we offered to support a number of key trustee businesses and an increase in the mix of off-price product, which contributed to the reduction in wholesale gross margin to 37.6% (2020: 39.8%) in the period.

#### *Licence Income in revenue*

We operate both territorial and product licences. Our licence partners are carefully selected as experts in their field and share our passion for unwavering attention to detail and firm commitment to quality.

Territorial licences cover specific countries or regions in Asia, Australasia, Europe, the Middle East, Africa and Central America, where our partners operate licensed retail stores and, in some territories, wholesale operations.

Product licences cover Bedding; Childrenswear; Eyewear; Fragrance and Skincare; Gifting and Stationery; Jewellery; Lingerie and Sleepwear; Men's Underwear and Loungewear; Luggage; Neckwear; Rugs; Suiting; Ted's Grooming Rooms; Technical Accessories; Wallpaper; and Watches.

Licence income decreased by 34.5% to £12.4m (2020: £19.0m). Product licence income was affected by the challenging trading environment and particularly impacted in formalwear, adversely affected by the increase in working from home, as well as the replacement of existing agreements for watches and childrenswear with new partners. Royalty payments from regional franchise operators were also impacted by the restrictions on trading and lower sales levels, particularly in the Middle East and Asia.

#### **Collection Performance**

Ted Baker womenswear sales decreased by 40.7% to £219.7m (2020: £370.4m) and represented 64.7% (2020: 60.6%) of total sales. Ted Baker menswear sales were down 50.3% to £119.8m (2020: £241.1m) and represented 35.3% of total sales (2020: 39.4%). Demand for more formal styles and occasionwear were particularly affected by lockdown, and these represent a greater proportion of the menswear range.



## Geographic Performance

### United Kingdom and Europe

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020	Variance	Constant currency variance <sup>1</sup>
Revenue (inc. Licensing)	£246.8m	£422.6m	(41.6%)	(41.7%)
Total retail revenue	£181.9m	£296.9m	(38.7%)	(38.9%)
Store revenue	£67.3m	£202.3m	(66.7%)	(67.0%)
ECommerce revenue	£114.6m	£94.6m	21.2%	21.0%
Average square footage*	276,437	284,533	(2.8%)	
Closing square footage*	269,283	291,557	(7.6%)	
Sales per square foot including eCommerce sales	£658	£1,043	(36.9%)	(37.1%)
Sales per square foot excluding eCommerce sales	£244	£711	(65.7%)	(66.0%)
Wholesale revenue	£52.4m	£106.7m	(50.9%)	(48.4%)
Own stores	45	46	(2.2%)	
Concessions	205	242	(15.3%)	
Outlets	21	22	(4.5%)	
Partner stores/concessions	10	11	(9.1%)	
Total	281	321	(12.5%)	

\*Excludes licence partner stores

Lockdowns in several territories meant that our stores had to remain closed for parts of the year, with footfall remaining depressed even when stores were open. City centres and areas traditionally popular with tourists were the most badly affected. As a result, Retail sales in the UK and Europe decreased by 38.7% (38.9% in constant currency<sup>1</sup>) to £181.9m (2020: £296.9m), with eCommerce sales increasing to represent 63.0% (2020: 31.9%) of the total. Many of our trustees and licence partners were also impacted by the challenging trading conditions, driving sales from our UK wholesale business lower by 50.9% (48.4% in constant currency)<sup>1</sup>.

## North America

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020	Variance	Constant currency variance <sup>1</sup>
Revenue	£102.8m	£194.6m	(47.2%)	(46.7%)
Total retail revenue	£69.9m	£129.8m	(46.1%)	(45.6%)
Store revenue	£39.7m	£107.7m	(63.2%)	(62.8%)
ECommerce revenue	£30.3m	£22.1m	37.2%	38.3%
Average square footage*	137,894	138,152	(0.2%)	
Closing square footage*	135,215	139,822	(3.3%)	
Sales per square foot including eCommerce sales	£507	£939	(46.0%)	(45.5%)
Sales per square foot excluding eCommerce sales	£288	£780	(63.1%)	(62.7%)
Wholesale revenue	£32.8m	£64.8m	(49.3%)	(48.9%)
Own stores	35	38	(7.9%)	
Concessions	64	64	0%	
Outlets	12	12	0%	
Partner stores/concessions	25	26	(3.8%)	
Total	136	140	(2.9%)	

\*Excludes licence partner stores.

In comparison to the UK & Europe, disruption to trading in North America stores started later, and the adverse impact on demand from COVID-19 was supplemented by political and social unrest. We closed 3 stores during the year, where the economics of reopening were unattractive, and renegotiated leases to further improve profitability in a number of other locations. This contributed in a drop in Retail sales of 46.1% (45.6% in constant currency<sup>1</sup>) to £69.9m (2020: £129.8m). Our eCommerce business delivered a strong performance, with sales increasing by 37% to £30.3m (2020: £22.1m), Ecommerce sales represented 43.3% of total retail sales (2020: 17.0%).

## Rest of the World

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020	Variance	Constant currency variance <sup>1</sup>
Revenue	£2.4m	£13.3m	(82.0%)	(79.8%)
Total retail revenue	£2.4m	£13.3m	(82.0%)	(79.8%)
Store revenue	£2.4m	£11.2m	(78.7%)	(76.1%)
ECommerce revenue	-	£2.1m	(100.0%)	(100.0%)
Average square footage*	7,104	20,105	(64.7%)	
Closing square footage*	7,104	7,104	0%	
Sales per square foot including eCommerce sales	£337	£662	(49.1%)	(42.9%)
Sales per square foot excluding eCommerce sales	£337	£558	(39.6%)	(32.3%)
Own stores	4	4	0%	
Concessions	0	0	0%	
Outlets	0	0	0%	
Partner stores/concessions	79	83	(4.8%)	
Joint venture locations	21	15	40.0%	
Total	104	102	2.0%	

\*Excludes licence partner stores.

The reduction in sales outside of our core European and North American businesses reflects the evolution of our distribution strategy.

In the second half of FY20, we transitioned our businesses in China (including Hong Kong S.A.R. and Macau S.A.R.) to a joint venture, covering 14 stores and concessions, and eCommerce, with the income from these businesses now reflected in other income.

In China, our venture's expansion plans have been delayed by COVID, but managed to open seven during the period, and now operates 21 stores and concessions across the region (2020: 15 locations).

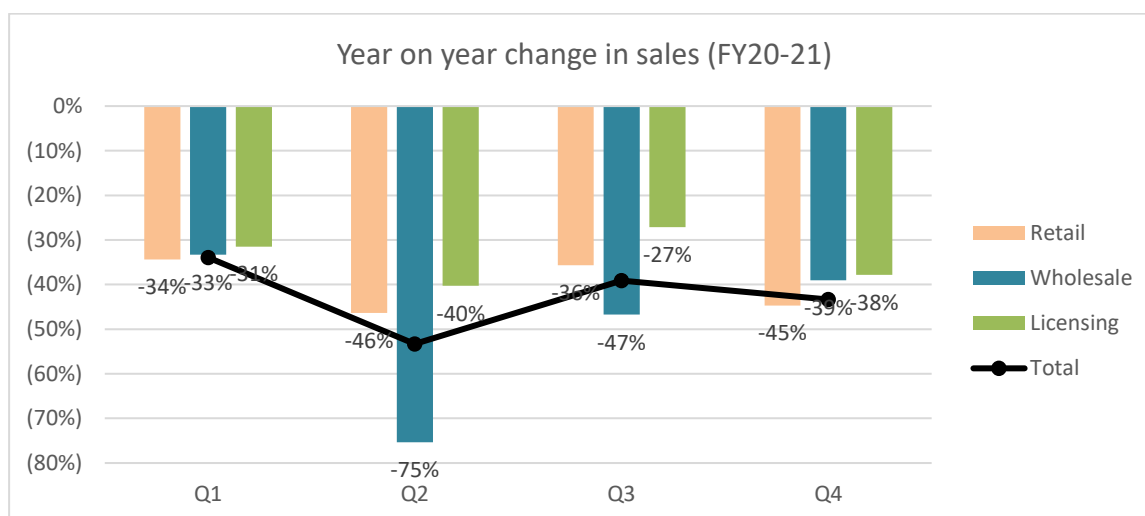
In Japan, we announced an agreement with our licence partner Sojitz Infinity in August 2019, and transitioned operations into the partnership during the second half of FY20. Our partner opened three new stores, and now operates seven stores and concessions across the region (2020: four locations).

The joint venture with our Australian licence partner, Flair Industries Pty Ltd, operates nine stores in Australasia (2020: nine stores).

## Financial Review

The COVID-19 pandemic had a significant impact on the Group's performance, resulting in stores remaining closed for a significant proportion of the year and depressed demand in our key markets. While a proportion of demand shifted to online channels, this was not enough to compensate for the shortfall in store sales in the year. As a result, Group revenue decreased by 44.2% (44.1% decrease in constant currency<sup>1</sup>) to £352.0m (2020: £630.5m) for the 53 weeks ended 30 January 2021.

This reduction in revenue was particularly marked during Quarter 2 when the full impact of lockdowns began to bite internationally, and affected all channels, especially wholesale.



Gross margin before non-underlying items was 54.2% (2020: 55.6%). At a trading level, the impact of falling demand, restrictions on store trading and retailers' need for cash was that the market became highly promotional. This was particularly pronounced during the first half, as we acted to clear stock and drive additional cash. Margins improved substantially during the second half as stores in the UK and Europe re-opened and inventory levels were brought in line. The second half improvement was limited, however, as sales of higher margin categories occasionwear and outerwear remained below normal levels on account of increased working from home and reduced opportunities for socialising.

The Group reacted rapidly to unprecedentedly challenging conditions of rapidly shrinking sales by reducing operational expenditure, furloughing staff in both stores and head office, utilising support schemes offered by the British and other governments and initiating cost control and restructuring programmes. Excluding non-underlying costs, distribution costs, which comprise the cost of retail operations and distribution centres, decreased by 28.0% to £175.9m (2020: £244.1m), and administration expenses decreased by 19.6% to £71.0m (2020: £88.3m). These decreases resulted from the implementation of cost savings initiatives in the business, including

- making headcount reductions in store and head office permanent staff, where appropriate, saving £31m on an annualised basis
- initiating discussions with our landlords to abate fixed rent during the closure periods and reduce rent thereafter to reflect lower levels of footfall. This generated savings of £8.0m in the year.

## Loss/profit before tax and non-underlying items and Loss/profit before tax

The loss before tax was £107.7m (2020: loss of £77.6m). The loss before tax, non-underlying items was £59.2m (2020: profit of £4.8m).

## Non-underlying items

Non-underlying items before tax in the period amounted to £48.6m (2020: £82.4m) and comprised the following items expenses / (income):

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020 (Restated)
	£'000	£'000
<i>Included in cost of sales:</i>		
Inventory changes in estimates	(6,065)	(32,351)
Change to inventory obsolescence provision	-	(13,539)
Onerous contract provision	(1,973)	-
Other	81	2,221
<b>Included in Gross Profit</b>	<b>(7,957)</b>	<b>(43,669)</b>
<i>Included in distribution costs:</i>		
(Loss) on disposal of business	-	(7,585)
Impairment of intangibles, property, plant and equipment and right-of-use assets	(45,303)	(13,969)
Other closure costs	-	(603)
<i>Included in administrative costs:</i>		
Acquisition costs and unwind of fair value accounting adjustments	(1,987)	(4,710)
Reorganisation, restructuring costs and other legal and professional costs	(11,415)	(7,852)
<i>Included in Other Operating (Loss)/income:</i>		
Gain on disposal of business	17,446	-
<b>Included in operating profit</b>	<b>(49,216)</b>	<b>(78,388)</b>
<i>Included in share of post-tax profits from joint venture:</i>		
Unwind of fair value adjustments	(7)	(989)
<i>Included in finance income/(expense):</i>		
Foreign exchange on the translation of monetary assets and liabilities denominated in foreign currencies	655	(3,026)
<b>Non-underlying items</b>	<b>(48,568)</b>	<b>(82,403)</b>

Note: details of the restatement and of the above items can be found in the notes to the accounts

## Finance income and expenses

Net finance expenses were £7.7m (2020: £15.5m). The IFRS 16 interest expense for the period was £6.8m (2020: £8.3m). Excluding the impact of non-underlying items, net finance expenses were £8.4m (2020: £12.4m).

## Taxation

The Group tax credit for the period was £21.3m (2020: credit of £9.4m). This effective tax rate is lower than the UK tax rate for the period of 19%, primarily due to the Group being loss making in territories where it has major market operations and due to the utilisation of previously unrecognised tax losses in territories with higher tax rates.

## Cash Flow

We took prompt action to support the Group's cash position, to ensure it has sufficient resources to trade through an extended period of weak demand while investing in profitable growth. We brought in additional financing through the sale of the Ugly Brown Building for gross proceeds of £77.8m and the issuance of £105.0m new equity (gross).

The Group's working capital position was also reviewed. Actions to maintain cash and manage liquidity included

- increased sell-through and liquidation of older, excess stock
- significantly intake reductions to align stock levels with demand
- agreeing extended payment terms with suppliers
- deferral of rental payments

As a result, net working capital, which comprises inventories, trade and other receivables and trade and other payables, decreased by £68.3m to £34.4m (2020: £102.7m). Continued tight cash management ensured that, despite a second UK lockdown during December and January, net cash outflow was minimal during the second half.

Group capital expenditure of £7.0m (2020: £25.8m) has been significantly reduced. We are continuing to invest in systems and infrastructure to support our digital businesses and improve efficiency, but investment on physical locations has been limited only to essential works.

## Borrowing facilities

The Group's net cash balance at 30 January 2020 was £66.7m (2020: net debt £127.1m). On 23 March 2020, the Group announced that its lending bank syndicate agreed to increase the headroom under the Group's revolving credit facilities of £180m (Facility A), by a further £13.5m until 18 December 2020 (Facility B). On 20 May 2020, the lending bank syndicate agreed to increase the headroom under Facility B by a further £11.5m, taking the total Facility B facility to £25m, with a revised Facility B expiry date of 18 January 2022.

The additional facility announced on 23 March 2020 was made available in conjunction with the exchange of contracts for the sale of Big Lobster Limited, a wholly owned Group subsidiary, which owns the Group's Head Office in London. In connection with the sale, the Group entered into a short-term lease of the property for a period following completion from 1 June 2020 to 31 March 2023. The consideration from the sale was £78.75m paid in cash by the buyer on completion, in June 2020. The net proceeds of the sale of £72.2m, after fees and taxes, was applied to repay existing indebtedness under Facility A to significantly de-lever the Group. The remaining available facilities totalled £132.8m, with £107.8m in Facility A and £25m in Facility B.

On 25 May 2021 the Group announced that it signed an extension to its revolving credit facility with its existing lending syndicate. The new agreement extends the revolving credit facility maturity from September 2022 to November 2023 and amends the covenants. Under the new agreement, the existing Facility A of £107.8m maturing in September 2022 and Facility B of £25m maturing in January 2022, will be replaced by a new RCF of £90m reducing to £80m in January 2022 until maturity in November 2023. The existing lending syndicate continues to show ongoing support to the Group.

The amended revolving credit facility includes among other changes amendments to the quarterly covenant tests on adjusted EBITDA, leverage ratio and fixed charge cover, providing further financial flexibility for the Group.

### **Treasury risk management**

The most significant exposure to foreign exchange fluctuation relates to purchases made in foreign currencies, principally the US Dollar and the Euro.

A proportion of the Group's purchases are hedged in accordance with the Group's risk management policy, which allows for foreign currency to be hedged for up to twenty-four months in advance. The balance of purchases is hedged naturally as the business operates internationally and income is generated in the local currencies. The Group is also exposed to movements in foreign exchange rates on intercompany balances denominated in a foreign currency. These are not hedged. In April 2020, the Group exited its foreign exchange contracts to crystallise a cash gain of £6.9m, and as a result, the Group's foreign exchange risk was unhedged for most of FY21. At 30 January 2021, the Group held foreign exchange contracts for the right to purchase USD.

The Group is exposed to movements in UK interest rates as the revolving credit facility accrues interest based on floating LIBOR plus a margin. The Group does not hold any interest rate hedge contracts.

### **Brexit**

The Group undertook a significant preparatory steps for Brexit on 1 January 2021 at the end of the current transitional period, and despite the challenging timing of the deal between the UK Government and European Union, we have put in place a number of administrative and legal changes to our operational processes to mitigate

the impact of Brexit. To date, the main operational impacts have been the flow of goods into the UK through the ports, and from the UK to stores and customers in Europe.

We have set up a customs warehouse in the UK, which became operational in April 2021 and has partially mitigated the impact of higher duties, but there remain a number of other areas outstanding, including rules of origin and reclamation of input VAT. We expect that a full year impact of Brexit on profits will be c.£5m, and anticipate, only to a limited extent, mitigating the extra cost of duties through the reflowing of inventory for our EU stores.

### **Earnings per share and dividends**

The basic loss per share was 56.2p (2020: loss per share 153.0p). Underlying loss per share, which excludes non-underlying items, changed to a loss of 26.0p (2020: earnings per share 6.7p).

Given current trading conditions and the high level of uncertainty about the future, the Board has determined that no final dividend is to be paid (2020: 40.7p). In the long term we remain committed to paying dividends and returning surplus cash to our shareholders.

David Wolffe  
*Chief Financial Officer*

Notes:

1. Constant currency comparatives are obtained by applying the exchange rates that were applicable for the period ended 25 January 2020 to the financial results in overseas subsidiaries for the 53 weeks ended 30 January 2021 to remove the impact of exchange rate fluctuations



## Principal Risks and Uncertainties

Risk management is a key part of Ted Baker's business strategy and success. As with any business, we face inherent risks, and we keep these under constant review. At the same time, we consider potential new risks and actions we can take to reduce or where possible eliminate them. Of course, risk management is not an exact science; it is designed to manage the risk of failure to reach our business objectives. Not surprisingly, in a year that has seen heightened risks ranging from COVID-19 to the recapitalisation of the balance sheet and the stock inventory review, risk has been high on our agenda.

As a result, we have reviewed our approach to risk through the year. Important actions included the refresh of the management Risk Committee and developing our Group-wide programme to risk, which lets us identify, analyse and assess risks and then manage, control and monitor them. The Board and the Audit & Risk Committee work together with the management Risk Committee to deal with different aspects of the process. Our ongoing process for identifying, evaluating and managing the significant and emerging risks faced by the Group has been in place throughout the year.

### Oversight

Our risk oversight is designed to give a clear picture of risk from every angle, from Group to operational levels.

Board	The Board is ultimately responsible for our approach to risk management and internal controls. It is also responsible for reviewing the effectiveness of our management and controls and setting the Group's appetite for risk. This is done on a regular basis, helping us to identify emerging risk and assess the status of existing risk. Risk management will continue to be a key focus for the Board next year.
Audit & Risk Committee	The Audit & Risk Committee is responsible for overseeing and reviewing the effectiveness of the Group's internal control and risk management systems. It reports its findings to the Board regularly through the year and also assesses the findings and recommendations of the Management Risk Committee and the Group's external and internal audit processes, then looks critically at how the business responds.
Executive Team	The Executive Team is responsible for the identification and evaluation of significant risks applicable to their areas of the business, along with the design and operation of suitable internal controls. These risks are assessed on an ongoing basis through the year and may be associated with a variety of internal or external sources.
Management Risk Committee	The management Risk Committee was re-established last year. It reviews risk management and control process for each of our key business areas. Its members include relevant people from the Executive Team and heads of department. This is designed to give more people ownership of risk across the business and to keep risk front of mind on a day-to-day basis.

This year, the Audit & Risk Committee reviewed and adopted revised terms of reference which can be found on the Company website [www.tedbakerplc.com](http://www.tedbakerplc.com). The revised terms cover:

- The authority, resources and co-ordination of those involved in the identification, assessment and management of significant risks faced by the Group.

- The response to the significant risks which have been identified by management and others.
- The maintenance of a controlled environment directed towards the proper management of risk.
- The ability to raise awareness of potential emerging risks and their assessment.
- The annual reporting procedures.

## Principal Risks

Principal Risks				
	Risk category / issue	Potential issue	Mitigation	Change in level of risk
Market risks	COVID-19	The longevity of the pandemic could lead to further lockdown store closures, team members on furlough and the need to discount. This could lead to more redundancies and store closures in the longer term.	While some sales may migrate to the Company's eCommerce operations, it is unlikely that sales through this distribution channel will fully replace revenue lost to store and concession closures. We will need to explore all UK government support schemes and take steps to reduce costs and protect cash flow. This will include suspending all non-essential capital expenditure, stopping discretionary operating expenses, furloughing team members and restricting travel	Increased, as pandemic impact spread globally
	Economic downturn	Due to a slowdown in the economy, there is a decrease in demand for Ted Baker's products. For example, people have less disposable income to spend on non-essential items. This could lead to the need to discount and reduce margin or hold excess stock, ultimately affecting the bottom line and business profitability/viability, as well as damaging the Ted Baker brand.	We carefully manage costs and regularly update the Board on performance. We work to ensure our fixed costs are managed well. And we make sure we are 'no ordinary brand', with product that reflects this differentiated positioning and continues to attract customers.	Increased, as a result of the global pandemic

Principal Risks				
	Risk category / issue	Potential issue	Mitigation	Change in level of risk
	Competition	A lack of insight around customers and competitors could result in Ted Baker being overtaken by the competition, particularly if our market position isn't clear. This could reduce our market share and supply chain buying power if we are not seen as competitive with other brands or we fail to offer a competitive and suitably diverse product mix.	We regularly review performance, product, price and our competitors to make sure we are best placed to succeed in a competitive market. We continue to invest in our online business, including the appointment of a Chief Customer Officer, Jennifer Roebuck, to steer this activity.	Increased, as a result of the global pandemic
	Changing customer preferences	We fail to understand and respond to changes in customer preferences. For example, lack of stock diversity or preferred shopping channel, or lack of influencer recommendation, results in Ted Baker losing its competitive edge. This could lead to a loss of sales, reduced margins, missed opportunities for growth or a poor balance of sales channels	We maintain a high level of market awareness and an understanding of consumer trends and fashion so we can respond to changes in consumer preference. We use customer data to develop targeted marketing and promotional activity. We continue to focus on product design, quality and attention to detail	Increased, as a result of the global pandemic

Principal Risks				
	Risk category / issue	Potential issue	Mitigation	Change in level of risk
	Execution of transformation strategy	<p>Failing to deliver our corporate transformation strategy could result in Ted Baker not realising the long-term goals of the business. This could be a result of:</p> <ul style="list-style-type: none"> <li>○ The wrong transformation strategy being rolled out to the business (or failing to pivot that strategy if the operating environment changes).</li> <li>○ A lack of bandwidth – starting on too many activities without sufficient resource, an inability to focus on future value due to short-term firefighting, an inability to retain and recruit the right talent, confusion around responsibility for individual workstreams, misaligned prioritisation or competing priorities. For example, failing to align our finance strategy with the wider business strategy, inability to deliver strategy due to budget constraints.</li> </ul>	<p>The Group's Directors and Executive Team have set up regular reviews to monitor and assess the ongoing progress of the new transformation strategy with detailed execution plans. These plans are designed to successfully deliver the new strategy while reducing any new risk</p>	No change

Principal Risks				
	Risk category / issue	Potential issue	Mitigation	Change in level of risk
	Real estate agility	Unable to respond to market changes around real estate – meaning we cannot negotiate new contracts that support a profitable store opening and/or exit old contracts that are no longer commercially viable. Inability to structure leases in a flexible way could limit our ability to operate on the high street or being tied to long and potentially expensive leases	We have launched a comprehensive programme of landlord renegotiations internationally to ensure that existing and new contracts are both flexible and commercially viable,	Increased, as a result of the global pandemic
	Margin deliverability / foreign exchange	Factors such as foreign exchange movements, an inability to pass on increased costs to customers and produce goods for less could mean the Company fails to meet our goal to improve margin.	We maintain a regular and rigorous forecasting cycle that enables early action to hedge foreign exchange risk and manage cost variations.	No change
Reputational risks	Brand reputation / identity crisis	A revitalised product mix with a new composition of product categories, combined with a change in focus on target audience could send mixed messages to consumers, resulting in a loss of core loyal customers and failure to engage new customers and influencers	Our dedicated team focuses on reputational matters relating to Ted Baker. The team is made up of internal stakeholders and external consultants. We deal with reputational issues swiftly and in a considered way. We carefully consider each new partner we do business with. And all partners are subject to due diligence and monitored on an ongoing basis to make sure they remain appropriate for the brand.	Increased as we implement the transformation strategy
	Corporate reputation	Exposure of stakeholders to negative media stories could lead to reputational damage affecting the ability to attract and retain investors, customers and team members	We have clear governance and people policies that seek to prevent reputational issues arising.	No change

Principal Risks				
	Risk category / issue	Potential issue	Mitigation	Change in level of risk
Supply and value chain risks	Supplier risk	A failure to evaluate suppliers, set up suitable commercial contracts, or establish supplier management protocols (including ongoing monitoring), could leave Ted Baker exposed to supplier failure, an inability to source goods or significant margin pressure.	We have reduced the number of suppliers globally, concentrating on our strongest partnerships	Reduced
	Critical path / agility	Without creating a more agile approach to the critical path and enhancing speed to market we won't be able to take advantage of opportunities in the market as they arise and would lose out to competitors who can respond faster.	We continue to review the length of our critical path to maximise our responsiveness and agility. We maintain flexibility in buying through creating room for 'open to buy' in portions of stock planning and 'speed to market' in areas of product design.	Increased, as a result of the global pandemic
	Control environment	Insufficient or inadequate checks, controls and processes could result in limited financial oversight, leading to errors, misstatement or fraud. A weak control environment could lead to poor business decisions or decisions made by team members who do not have adequate insight or authority such as changing supplier or customer payment terms, oversight over stock quantities and stock buy. A weak control environment could also lead to an impaired ability to forecast revenues and profits and inaccurate accounting.	We are executing a broad controls remediation programme with the support of a specialist team from Deloitte. This programme ensures continuous review of controls as well as progressive improvements.	No change

Principal Risks				
	Risk category / issue	Potential issue	Mitigation	Change in level of risk
	Merchandising / stock obsolescence	Inventory risk due to stock obsolescence could lead to a write-off that damages profitability and asset value. This could be a result of inaccurate forecasting, lack of relevance to customers, high price points or poor inventory controls, and poor management of revenue data to drive decision-making	We maintain a regular and rigorous forecasting cycle that enables appropriate stock ordering, as well as early action to recognise and monetise elevated stock levels	No change
	IT resilience and continuity	A lack of resiliency or business continuity plans could result in a failure to withstand any shocks and an inability to adapt during a crisis. For example, failure to take more sales online while shops are forced to close, inability to adapt effectively and communicate action required during a crisis.	We have a steering committee to review major IT projects and an infrastructure of senior team members across IT, legal and procurement along with external professional advisers. We have introduced a new security manager role and adopted new security measures during the year. In addition, the Group has a clear and robust approach to change management with project managers to oversee major projects with the key business stakeholders.	No change

Principal Risks				
	Risk category / issue	Potential issue	Mitigation	Change in level of risk
People risks	Talent management	Failing to attract and retain the best talent could mean we cannot achieve our strategic goals through a lack of the innovation, objectivity and diversity we need to support customer and market needs. We may not meet our business objectives if we fail to retain and train existing team members so their skill sets evolve to meet the needs of the business. Failing to attract new team members with the right capabilities and ensuring market competitiveness (through competitive salary, benefits and flexible working) could also undermine our ability to complete our transformation strategy.	Identification and retention of key talent is vital and we take active steps to keep the team stable and secure. An annual benchmarking review ensures we offer competitive remuneration and total reward packages. We also utilise long-term incentive schemes to retain key talent. Employee engagement through our culture and environment strengthens the commitment of team members and has a positive impact on our retention rate. Succession plans are in place and have been reviewed during the period. The Group has put policies and procedures in place to detect and deal with people matters. This includes robust reporting channels through an independent helpline.	No change
	Diversity and inclusion	Without a sufficient focus on inclusion across all levels of the business there is a risk that team members will become demotivated which could damage performance and reputation	The business has engaged a specialist consultancy to support us as we build our inclusion strategy. We have held listening sessions across the Group and we are building a clear plan to recognise inclusivity as a global business	New risk



Emerging risks and uncertainties	
Risk category / issue	Description
Data analytics / data management	A lack of understanding and effective use of collected data could result in Ted Baker missing opportunities to strengthen its business and drive informed decision-making through robust management information and data analysis. For example, this could include using collected customer data to perform analytics that gather insights on customer demands and use this to improve decision-making and customer engagement.
Marketing / consumer targeting	Limited investment in marketing and supporting the new product mix or targeting the incorrect customer profile, new influencers and joint venture partners could lead to missed revenue opportunities, with products failing to realise their full potential and being overshadowed by competitor products. Focusing on customers who don't align with Ted Baker's product and brand could also lead to a loss of brand equity.
Risk and crisis management	The absence of a clearly defined risk management strategy and poor dedicated resource could result in a lack of awareness of internal and external business critical risks. This could lead to: a lack of insight into how and when risks could affect the business and the potential damage they could cause; an inability to identify and address emerging risks; a failure to monitor changes in the level of existing risks; and a failure to ensure effective controls are in place to manage these risks. All this could result in failure to proactively manage risks, leading to the need to adjust the business strategy and/or associated assumptions with little warning.
Sales channel optimisation	Disagreement about and a lack of clarity on Ted Baker's channel strategy, including our eCommerce strategy, could result in missed growth opportunities. This could lead to competitors overtaking Ted Baker's market share with customers seeking out a more versatile retailer
Increasing regulations / legal / tax compliance	Failure to comply with relevant regulatory requirements in relation to tax, financial reporting, health and safety and GDPR could lead to fines and legal actions. For example, fines or penalties when there is failure to comply with changing export/import regulation
Sustainability and climate change	Our business depends on our suppliers being able to maintain continuity of service to provide a consistent supply of goods to customers. Natural events and increasing changes to government policy may impact our suppliers' ability to do this.

## Viability statement

In accordance with Provision 31 of the UK Corporate Governance Code dated July 2018 (the Code), the Directors have assessed the prospects and viability of the Group, taking into account the Group's current position and the potential impact of principal risks documented above.

The Group's objective remains the same; to continue to grow and develop the Ted Baker brand through Ted's Growth Formula which is supported by the actions undertaken during the year to support the balance sheet in the sale and leaseback of our head office and equity raise.

The Group operates a three-year plan, which is updated and reviewed regularly by the Board. Within the three-year plan, detailed scenario planning and stress testing was carried out over a period to 27 January 2024, in the form of a Base Case and a Severe but Plausible forecast, to assess the viability and prospects of the Group with a high level of certainty. The key assumptions made in the formulation of the three-year plan are the increased exposure and promotion of the Ted Baker brand through digital, geographical diversification of sales, growth of eCommerce and turnover projections. The Severe but Plausible forecast was overlaid after considering a prolonged severe disruption to trade caused by the COVID-19 pandemic, while also considering current and future risks disclosed in the Annual Report.

The Directors' assessment has been further enhanced by analysing the current and future risks, controls and assurances available, resulting in a clear picture of the risk profile across the whole business. The principal risks that could affect the future viability of the Group over the three years are identified above in Principal Risks and Uncertainties. In making this assessment the Directors have considered the resilience of the Group to the occurrence of these risks in both Base Case and Severe but Plausible scenarios.

In addition, the Board has considered the impact on the Group's cash flows, headroom, covenants and other key financial ratios under both Base Case and Severe but Plausible scenarios. The Board has considered the Group's refinancing and covenants within the Financial Review section above, and below within the Going Concern section. Sensitivity analysis was used to stress test the Group's Base Case and Severe but Plausible scenarios to confirm that sufficient headroom would remain available under the Group's credit facilities. The sensitivity analysis was performed in the form of a Reverse Stress Test described further in the Going Concern section below. The Group has also stressed tested the Group's strategic plans in light of COVID-19 and the impact on the business and global trade. The situation is continually evolving which in turn is creating uncertainty across most of the Group's markets. The Board has considered that under each scenario tested, the mitigating actions would be effective and sufficient to ensure the continued viability of the Group and adequate liquidity and covenant headroom exists. The directors have further considered the Severe but Plausible downside scenario and the associated uncertainty expanded in the Going Concern section below.

For the reasons stated above, based on the robust assessment undertaken, the Directors confirm they have a reasonable expectation that the Group will be able to continue in operation, and meets its liabilities as they fall due, over the period of assessment.

### **Going concern statement**

The consolidated financial statements have been prepared on a going concern basis. The Directors have prepared a going concern assessment covering the 12-month period from the date of signing these financial statements, which demonstrates that the Group is capable of continuing to operate within its existing facilities and can meet its financial covenant tests during the period. The Directors' assessment considers the principal risks facing the business, and a series of financial forecasts, which include a review of current performance and forecasts of revenue across all sales channels combined with ongoing expenditure including capital expenditure and borrowing facilities. The forecasts have been prepared whilst considering various levels of disruption from the COVID-19 pandemic. The Directors have concluded that it is appropriate to adopt the going concern basis of accounting in preparing these financial statements.

## Group Income Statement

For the 53 weeks ended 30 January 2021

	53 weeks ended 30 January 2021			52 weeks ended 25 January 2020		
	Underlying	Non-underlying items <sup>1</sup>	Total	Underlying	Non-underlying items <sup>1</sup> (Restated) <sup>2</sup>	Total (Restated) <sup>2</sup>
	£'000	£'000	£'000	£'000	£'000	£'000
Revenue	351,983	-	351,983	630,478	-	630,478
Cost of sales	(161,271)	(7,957)	(169,228)	(279,719)	(43,669)	(323,388)
<b>Gross profit/(loss)</b>	<b>190,712</b>	<b>(7,957)</b>	<b>182,755</b>	<b>350,759</b>	<b>(43,669)</b>	<b>307,090</b>
Distribution costs	(175,854)	(45,303)	(221,157)	(244,124)	(22,157)	(266,281)
Administrative costs	(71,025)	(13,402)	(84,427)	(88,345)	(12,562)	(100,907)
Other operating income and expenses	6,488	17,446	23,934	144	-	144
<b>Operating (loss)/profit</b>	<b>(49,679)</b>	<b>(49,216)</b>	<b>(98,895)</b>	<b>18,434</b>	<b>(78,388)</b>	<b>(59,954)</b>
Share of post-tax (losses) from joint ventures	(1,136)	(7)	(1,143)	(1,229)	(989)	(2,218)
Finance income	399	655	1,054	138	-	138
Finance expense	(8,745)	-	(8,745)	(12,565)	(3,026)	(15,591)
<b>(Loss)/Profit before tax</b>	<b>(59,161)</b>	<b>(48,568)</b>	<b>(107,729)</b>	<b>4,778</b>	<b>(82,403)</b>	<b>(77,625)</b>
Taxation	19,149	2,135	21,284	(1,804)	11,243	9,439
<b>(Loss)/Profit after tax attributable to owners of the company</b>	<b>(40,012)</b>	<b>(46,433)</b>	<b>(86,445)</b>	<b>2,974</b>	<b>(71,160)</b>	<b>(68,186)</b>
<b>Loss per share</b>						
Basic			(56.2p)			(153.0p)
Diluted			(56.2p)			(153.0p)
<b>Dividends per share</b>						
Interim			-			7.8p
Final			-			-

<sup>1</sup> More details on non-underlying items and a reconciliation of Alternative Performance Measures are included in the annual report and accounts

<sup>2</sup> More details of the restatement are included in the annual report and accounts

# Group Statement of Comprehensive Income

For the 53 weeks ended 30 January 2021

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020 (Restated) <sup>1</sup>
	£'000	£'000
<b>(Loss) after tax attributable to owners of the company</b>	<b>(86,445)</b>	<b>(68,186)</b>
<b>Other comprehensive (loss)/income</b>		
<b>Items that may be reclassified to the Income Statement</b>		
Net effective portion of changes in fair value of cash flow hedges	(422)	2,227
Exchange differences on translation of foreign operations net of tax	(746)	1,472
<b>Other comprehensive (loss)/income for the period</b>	<b>(1,168)</b>	<b>3,699</b>
<b>Total comprehensive (loss) for the period</b>	<b>(87,613)</b>	<b>(64,487)</b>

<sup>1</sup> More details of the restatement are included in the annual report and accounts

# Group Statement of Changes in Equity

For the 53 weeks ended 30 January 2021

	Share capital	Share premium	Other reserves	Translation reserve	Retained earnings	Total equity attributable to equity shareholders of the parent
	£'000	£'000	£'000	£'000	£'000	£'000
<b>Balance at 25 January 2020 (restated)<sup>1</sup></b>	<b>2,228</b>	<b>10,555</b>	<b>(743)</b>	<b>6,328</b>	<b>122,305</b>	<b>140,673</b>
<b>Comprehensive Loss for the period</b>						
Loss for the period	-	-	-	-	(86,445)	(86,445)
Exchange differences on translation of foreign operations	-	-	-	(1,333)	-	(1,333)
Current tax on foreign currency translation	-	-	-	587	-	587
Effective portion of changes in fair value of cash flow hedges	-	-	(428)	-	-	(428)
Deferred tax associated with movement in hedging reserve	-	-	6	-	-	6
<b>Total comprehensive loss for the period</b>	<b>-</b>	<b>-</b>	<b>(422)</b>	<b>(746)</b>	<b>(86,445)</b>	<b>(87,613)</b>
<b>Transactions recognised directly in equity</b>						
Increase in issued share capital	7,002	90,749	-	-	-	97,751
Share-based payment charges	-	-	-	-	1,204	1,204
Movement on current and deferred tax on share-based payments	-	-	-	-	21	21
<b>Total</b>	<b>7,002</b>	<b>90,749</b>	<b>-</b>	<b>-</b>	<b>1,225</b>	<b>98,976</b>
<b>Balance at 30 January 2021</b>	<b>9,230</b>	<b>101,304</b>	<b>(1,165)</b>	<b>5,582</b>	<b>37,085</b>	<b>152,036</b>

<sup>1</sup> More details of the restatement are included in the annual report and accounts

# Group Statement of Changes in Equity

For the 52 weeks ended 25 January 2020

	Share capital	Share premium	Other reserves	Translation reserve	Retained earnings <sup>2</sup>	Total equity attributable to equity shareholders of the Company <sup>2</sup>
	£'000	£'000	£'000	£'000	£'000	£'000
<b>Balance at 26 January 2019</b>	<b>2,228</b>	<b>10,555</b>	<b>(183)</b>	<b>4,856</b>	<b>211,012</b>	<b>228,468</b>
Adjustment on initial application of IFRS 16 <sup>1</sup>	-	-	-	-	894	894
Balance at 27 January 2019 (restated) <sup>2</sup>	2,228	10,555	(183)	4,856	211,906	229,362
<b>Comprehensive (loss)/income for the period</b>						
Loss for the period <sup>2</sup>	-	-	-	-	(68,186)	<b>(68,186)</b>
Exchange differences on translation of foreign operations	-	-	-	1,764	-	<b>1,764</b>
Current tax on foreign currency translation	-	-	-	(173)	-	<b>(173)</b>
Foreign exchange differences on disposal of subsidiaries	-	-	-	(119)	-	<b>(119)</b>
Effective portion of changes in fair value of cash flow hedges	-	-	2,205	-	-	<b>2,205</b>
Deferred tax associated with movement in hedging reserve	-	-	22	-	-	<b>22</b>
<b>Total comprehensive (loss)/income for the period</b>	<b>-</b>	<b>-</b>	<b>2,227</b>	<b>1,472</b>	<b>(68,186)</b>	<b>(64,487)</b>
<b>Transactions recognised directly in equity</b>						
Net change in fair value of cash flow hedges transferred to cost of inventory	-	-	(2,787)	-	-	<b>(2,787)</b>
Share-based payment charges	-	-	-	-	225	<b>225</b>
Movement on current and deferred tax on share-based payments	-	-	-	-	(25)	<b>(25)</b>
Dividends paid	-	-	-	-	(21,615)	<b>(21,615)</b>
<b>Total transactions with owners</b>	<b>-</b>	<b>-</b>	<b>(2,787)</b>	<b>-</b>	<b>(21,415)</b>	<b>(24,202)</b>
<b>Balance at 25 January 2020 (restated)<sup>2</sup></b>	<b>2,228</b>	<b>10,555</b>	<b>(743)</b>	<b>6,328</b>	<b>122,305</b>	<b>140,673</b>

<sup>1</sup> The Group has initially applied IFRS 16 at 27 January 2019, using the simplified modified retrospective transition approach.

<sup>2</sup> More details of the restatement are shown in the annual report and accounts

## Company Statement of Changes in Equity

For the 53 weeks ended 30 January 2021

	Share capital	Share premium	Other reserves	Retained earnings	Total equity
	£'000	£'000	£'000	£'000	£'000
<b>Balance at 25 January 2020</b>	<b>2,228</b>	<b>10,555</b>	<b>22,781</b>	<b>17,586</b>	<b>53,150</b>
<b>Profit for the period</b>	-	-	-	157	<b>157</b>
<b>Transactions with owners recorded directly in equity</b>					
Increase in issued share capital	7,002	90,749	-	-	<b>97,751</b>
Share-based payments charges for awards granted to subsidiary employees	-	-	1,204	-	<b>1,204</b>
Dividends paid	-	-	-	-	-
<b>Total transactions with owners</b>	<b>7,002</b>	<b>90,749</b>	<b>1,204</b>	-	<b>98,955</b>
<b>Balance at 30 January 2021</b>	<b>9,230</b>	<b>101,304</b>	<b>23,985</b>	<b>17,743</b>	<b>152,262</b>

## Company Statement of Changes in Equity

For the 52 weeks ended 25 January 2020

	Share capital	Share premium	Other reserves	Retained earnings	Total equity
	£'000	£'000	£'000	£'000	£'000
<b>Balance at 26 January 2019</b>	<b>2,228</b>	<b>10,555</b>	<b>22,556</b>	<b>44,791</b>	<b>80,130</b>
<b>(Loss) for the period</b>	-	-	-	(5,590)	<b>(5,590)</b>
<b>Transactions with owners recorded directly in equity</b>					
Share-based payments charges for awards granted to subsidiary employees	-	-	225	-	225
Dividends paid	-	-	-	(21,615)	(21,615)
<b>Total transactions with owners</b>	-	-	<b>225</b>	<b>(21,615)</b>	<b>(21,390)</b>
<b>Balance at 25 January 2020</b>	<b>2,228</b>	<b>10,555</b>	<b>22,781</b>	<b>17,586</b>	<b>53,150</b>



# Group and Company Balance Sheet

At 30 January 2021

	Group 30 January 2021	Group 25 January 2020 (Restated) <sup>1</sup>	Company 30 January 2021	Company 25 January 2020
	£'000	£'000	£'000	£'000
Intangible assets	34,758	46,964	-	-
Property, plant and equipment	39,401	122,730	-	-
Right-of-use assets	81,759	137,987	-	-
Investment in equity accounted investee	3,691	5,088	-	-
Investment in subsidiary companies	-	-	26,407	25,203
Amounts owed by Group undertakings	-	-	119,672	-
Deferred tax assets	27,635	17,638	1,100	943
Prepayments	541	634	-	-
<b>Non-current assets</b>	<b>187,785</b>	<b>331,041</b>	<b>147,179</b>	<b>26,146</b>
Inventories	87,848	131,663	-	-
Trade and other receivables	44,666	67,271	-	-
Amount due from equity accounted investee	4,305	4,462	-	-
Amounts owed by Group undertakings	-	-	-	27,096
Derivative financial assets	-	203	-	-
Income tax receivable	7,983	2,343	-	-
Cash and cash equivalents	66,671	52,912	5,195	21
<b>Current assets</b>	<b>211,473</b>	<b>258,854</b>	<b>5,195</b>	<b>27,117</b>
<b>Total assets</b>	<b>399,258</b>	<b>589,895</b>	<b>152,374</b>	<b>53,263</b>
Trade and other payables	(98,138)	(96,202)	(112)	(113)
Bank overdraft	-	(180,000)	-	-
Income tax payable	(2,607)	-	-	-
Lease liabilities	(33,754)	(36,381)	-	-
Provisions	(1,973)	-	-	-
Derivative financial liabilities	(1,191)	(1,095)	-	-
<b>Current liabilities</b>	<b>(137,663)</b>	<b>(313,678)</b>	<b>(112)</b>	<b>(113)</b>
Deferred tax liability	-	(3,588)	-	-
Provisions	(2,942)	-	-	-
Lease liabilities	(106,617)	(131,956)	-	-
<b>Non-current liabilities</b>	<b>(109,559)</b>	<b>(135,544)</b>	<b>-</b>	<b>-</b>
<b>Total liabilities</b>	<b>(247,222)</b>	<b>(449,222)</b>	<b>(112)</b>	<b>(113)</b>
<b>Net assets</b>	<b>152,036</b>	<b>140,673</b>	<b>152,262</b>	<b>53,150</b>

**Group and Company Balance Sheet**  
At 30 January 2021

	<b>Group</b> <b>30 January</b> <b>2021</b>	<b>Group</b> <b>25 January</b> <b>2020</b> <b>(Restated)<sup>1</sup></b>	<b>Company</b> <b>30 January</b> <b>2021</b>	<b>Company</b> <b>25 January</b> <b>2020</b>
	£'000	£'000	£'000	£'000
Share capital	9,230	2,228	9,230	2,228
Share premium	101,304	10,555	101,304	10,555
Other reserves	(1,165)	(743)	23,985	22,781
Translation reserve	5,582	6,328	-	-
Retained earnings	37,085	122,305	17,743	17,586
<b>Total equity attributable to equity shareholders of the parent company</b>	<b>152,036</b>	<b>140,673</b>	<b>152,262</b>	<b>53,150</b>
<b>Total equity</b>	<b>152,036</b>	<b>140,673</b>	<b>152,262</b>	<b>53,150</b>

<sup>1</sup> More details of the prior period errors or misstatements are shown in the annual report and accounts

## Group and Company Cash Flow Statement

### For the 53 weeks ended 30 January 2021

	Group 53 weeks ended 30 January 2021 £'000	Group 52 weeks ended 25 January 2020 (Restated) <sup>2</sup> £'000	Company 53 weeks ended 25 January 2021 £'000	Company 53 weeks ended 25 January 2020 £'000
<b>Cash generated from operations</b>				
(Loss)/Profit for the period	(86,445)	(68,186)	157	(5,590)
Adjusted for:				
Income tax credit	(21,284)	(9,439)	(157)	(943)
Depreciation and amortisation	53,109	65,058	-	-
Amortisation of reacquired right	1,746	1,890	-	-
Impairment	45,303	13,969	-	-
(Profit)/Loss on disposal of business	(17,446)	7,585	-	-
Loss on disposal of property, plant and equipment	933	447	-	-
Write off property, plant and equipment	325	-	-	-
Share-based payments charge	1,204	225	-	-
Net finance expense	7,691	15,453	-	-
Change in accounting estimates for inventory	-	45,890	-	-
IFRS16 practical expediency	(361)	-	-	-
Net change in derivative financial assets and liabilities carried at fair value through profit or loss	-	(44)	-	-
Share of loss in joint venture	1,143	2,218	-	-
Increase in provisions	4,915	-	-	-
Decrease in non-current prepayments	126	127	-	-
Decrease in inventory	43,821	21,715	-	-
Decrease in trade and other receivables	21,966	10,700	-	28,728
Increase/(decrease) in trade and other payables	3,174	(2,202)	-	(658)
Income taxes received/(paid)	4,021	(6,953)	-	-
<b>Net cash generated from operating activities</b>	<b>63,941</b>	<b>98,453</b>	<b>(92,557)</b>	<b>21,537</b>
<b>Cash flow from investing activities</b>				
Purchases of property, plant and equipment and intangibles	(6,981)	(25,823)	-	-
Proceeds from sale of property, plant and equipment	77,782	227	-	-
Investment in equity accounted investee	-	(5,710)	-	-
Disposal of cash on disposal of Asian business	-	(865)	-	-
Increase in loans to group companies	-	-	(92,557)	-
Interest received	94	-	-	-
Dividends received from joint venture	254	278	-	-
Payments from joint venture	157	138	-	-
<b>Net cash from investing activities</b>	<b>71,306</b>	<b>(31,755)</b>	<b>(92,557)</b>	<b>-</b>
<b>Cash flow financing activities</b>				
Repayment of term loan/ overdraft	(180,000)	(47,000)	-	-
Drawdown of overdraft	-	88,504	-	-
Repayment of capital element of leases	(29,045)	(34,089)	-	-
Repayment of interest element of leases	(6,781)	(7,248)	-	-
Interest paid	(1,974)	(4,256)	-	-
Dividends paid	-	(21,615)	-	(21,615)
Proceeds from issue of shares	105,003	-	105,003	-
Cost of issue of shares	(7,252)	-	(7,252)	-
<b>Net cash from financing activities</b>	<b>(120,049)</b>	<b>(25,704)</b>	<b>97,751</b>	<b>(21,615)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>15,198</b>	<b>40,994</b>	<b>5,174</b>	<b>(78)</b>
Net cash and cash equivalents at the beginning of the period	52,912	14,654	21	99
Exchange rate movement	(1,439)	(2,736)	-	-
<b>Net cash and cash equivalents at the end of the period<sup>1</sup></b>	<b>66,671</b>	<b>52,912</b>	<b>5,195</b>	<b>21</b>

<sup>1</sup> The Group cashflow for the 52 weeks ended 25 January 2020 has been represented to exclude overdrafts from cash and cash equivalents

<sup>2</sup> More details of the restatement are shown in the annual report and accounts

# Notes to the Financial Statements

## Summary of Significant Accounting Policies

The principal accounting policies applied in the preparation of these consolidated and Company financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

### Basis of Preparation

The financial information set out in this preliminary announcement does not constitute Ted Baker plc's statutory accounts for the 53 weeks ended 30 January 2021 or the 52 weeks ended 25 January 2020. Statutory accounts for the 53 weeks ended 30 January 2021 will be delivered to the Registrar of Companies following the Company's Annual General Meeting. The auditor has issued a report on those accounts which was qualified solely in respect of comparative figures. The basis for the qualified opinion is set out below. The auditor's report did not contain a statement under Section 498 (2) of the Companies Act 2006 but contained a statement under Section 498(3) that, solely in respect of the matter below, they had not obtained all the information and explanations that they considered necessary for the purpose of their audit.

#### *Basis for qualified opinion which is qualified solely in respect of the comparative figures*

The Group recorded, in its financial statements for the 52 weeks ended 25 January 2020, a number of adjustments to inventory values, including amendments to inventory which had been overstated at the previous year end. It has not been possible for the auditors to determine what the impact of these adjustments would have been on inventory values at 26 January 2019 and consequently on retained profit at that date and on the income and expenditure and calculated cash flows for the 52 week period ended 25 January 2020. Accordingly, the auditors have been unable to determine whether the comparative figures shown in the financial statements relating to that period have been prepared on a fully comparable basis.

Statutory accounts for the 52 weeks ended 25 January 2020 have been delivered to the Registrar of Companies. The Auditor has reported on those accounts; their report was unqualified, did draw attention by way of emphasis to going concern, and did not contain a statement under Section 498 (2) or (3) of the Companies Act 2006. The financial information contained in this results announcement has been prepared on the basis of the accounting policies set out in the statutory financial statements for the 52 weeks ended 25 January 2020.

Whilst the financial information included in this announcement has been computed in accordance with the recognition and measurement requirements of IFRS in accordance with international financial reporting standards adopted pursuant to Regulation (EC) No 1606/2002 as it applies in the European Union, this announcement does not itself contain sufficient disclosures to comply with IFRS.

### Adoption of new accounting standards, interpretations and amendments

The group has applied the following standards and amendments for the first time in these financial statements:

- Definition of Material – Amendments to IAS 1 and IAS 8
- Definition of a Business – Amendments to IFRS 3
- Covid-19 - Related Rent Concessions – Amendment to IFRS16

The application of these new standards and amendments did not have a material impact on the Financial Statements.

Certain new accounting standards and interpretations have been published that are not yet effective and have not been early adopted by the group. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

### Going concern

The consolidated financial statements have been prepared on a going concern basis. The Directors have prepared a going concern assessment covering the 12 month period from the date of signing these financial statements, which demonstrates that the Group is capable of continuing to operate within its existing facilities and can meet its financial covenant tests during the period. The Directors assessment considers the principal risks facing the business, and a series of financial forecasts, which include a review of current performance and forecasts of revenue across all sales channels combined with ongoing expenditure including capital expenditure and borrowing facilities. The forecasts have been prepared whilst considering various levels of disruption from the Covid-19 pandemic. The Directors have concluded that it is appropriate to adopt the going concern basis of accounting in preparing these financial statements for the reasons set out below.

The Group acted quickly to mitigate the impact of Covid-19 by taking steps to strengthen the balance sheet through the restructuring of debt, the sale and leaseback of the Group's Head Office and the equity raise completed in June 2020. At 30 January 2021, the Group held £66.7 million of cash balances.

At 30 January 2021, the Group's financing arrangements comprised of two facilities, a £107.8 million Revolving Credit Facility maturing in September 2022, and a £25 million restricted Revolving Credit Facility maturing in January 2022. At year end, neither facility had been drawn down. On 24 May 2021, the Group successfully refinanced existing debt facilities, reducing the size of the facility to reflect future forecasts for the business. The

existing facilities totalling £132.8 million have been replaced with a £90 million Revolving Credit Facility, reducing to £80 million in January 2022, before maturing in November 2023. Financial covenants within the facility have been set at levels that reflect past store closures and future levels of disruption modelled within the Severe but Plausible scenario. The Directors have concluded that this facility provides adequate liquidity and financial covenant headroom under all downside scenarios described below.

In making the going concern assessment, the Group has modelled a number of scenarios for the period to June 2022. The Base Case scenario is consistent with the Board approved FY22 Budget. This scenario assumes there are no further lockdowns with a slow return to global economic recovery. This includes growth assumptions that factor a continued challenge to physical retail, wholesale and licence channels. The Group has forecast strong growth in the online retail channel driven by a continued customer shift towards online spend compared to pre-Covid preferences, supported by continued investment in our online platforms and related marketing spend. Total forecast Group sales remain below pre-Covid levels for the 12 month going concern period with margins returning to pre-Covid levels.

In light of the considerable uncertainty surrounding the ongoing impact of Covid-19, a Severe but Plausible downside scenario has also been modelled, applying severe but plausible assumptions to the Base Case. This scenario assumes all sales channels, including own stores, online, wholesale and licence income, are further disrupted throughout the 12 month going concern period. Further, this scenario assumes a two-month lockdown in December 2021 and January 2022, with a gradual recovery in the months that follow. The Severe but Plausible scenario does not assume any deterioration in margins and only assumes that directly attributable variable costs are reduced, with all remaining costs in line with the Base Case. Within the 12 month going concern period, this translates to total turnover that is +23% and -32% against the same period in 2021 and 2020. Under the Severe but Plausible scenario, the Group has adequate liquidity and covenant headroom throughout the going concern period.

In addition, the Directors have performed a Reverse Stress Test, applying further downside trade reductions to the Severe but Plausible scenario to demonstrate the value of lost sales until financial covenants within the facility signed 24 May 2021 are breached. Liquidity under the facility is adequate, even under the Reverse Stress Test. In addition to the trade reductions described below, this scenario considers the year-to-date performance as at the date of the assessment and a reduction to directly attributable variable costs associated with a reduction in turnover. If such a downside scenario were to materialise, the Directors would consider significant cost savings initiatives around areas such as central and head office payroll, overhead expenditure, marketing costs, rents, warehousing costs and professional fees, however for the purpose of this analysis, none of these cost saving efforts are included within the modelling. In the Reverse Stress Test, trade reductions have been gradually applied to all sales channels during the 12 month going concern period. Store, wholesale and licence income reductions of up to 20% and online reductions of up to 10% have been applied against the Severe but Plausible scenario. Within the 12 month going concern period, this translates to total turnover that is +11% and -39% against the same period in 2021 and 2020. In the Reverse Stress Test, the quarterly financial covenant reported in April 2022 would be the only one impacted during the going concern assessment period, allowing the Directors time to take appropriate actions if there are early signs of a prolonged reduction in trade.

As a result of the above analysis, the Directors have concluded that the Group has sufficient financial resources to continue in operation and meet its obligations as they fall due for the 12 months from the date of approval of these financial statements.

### **Changes in accounting estimates**

In the prior accounting period, our inventory accounting basis of estimating inventory cost included certain logistics and freight costs in getting stock from the distribution centre to its final location. The Directors now believe that this basis of estimating is not suitable due to an increasingly multi-channel business in which purchases may reach the consumer through a variety of different routes. As a result of these changes, the estimation of costs relating to this has become less reliable. The amount capitalised in respect of these costs at 26 January 2020 was £6.1m which has been expensed in the current period with no similar amounts capitalised in the 53 weeks ended 30 January 2021.

### **Flagship stores**

In previous accounting periods flagship stores were considered corporate assets and were considered to support the wider business in the geographic territory in which that store was located. The Directors now believe that this treatment is not suitable due to an increasingly multi-channel business which has reduced the significance of flagship stores. Therefore, the impairment estimation basis has been revised in the current period to align it with the remainder of the store portfolio. This has resulted in an impairment in the period of £1.9m.

### **IFRS16 – rent concessions**

The Group has applied the practical expedient for the application of rent concessions provided as a response to the Covid-19 pandemic, as allowed by the amendment to IFRS16. The Group has applied the practical expedient to all its leases within Europe that meet the criteria set out in the amendment. The Group has not applied the practical expedient to concessions in the rest of world. £0.4m has been recognised in the Income Statement in the period to reflect these lease concessions to which the practical expedient has been applied.

### **Errors or misstatements**

## **IFRS16 prior year adjustments identified in the current year**

### **i) Incorrect classification of lease incentives - £13.3m**

During the prior period £10.2m of creditor balances relating to lease incentives were taken to reserves as an IFRS16 adjustment, when they should have been offset against the right of use asset for the lease they relate to. In addition, £3.1m of lease incentives were held in other creditors at transition, when they should have been offset against the right of use asset for the lease they relate to.

Accordingly, £13.3m has been corrected retrospectively by restating the right of use asset, other creditors has been restated by £3.1m and retained earnings by £10.2m on the balance sheet as at 25 January 2020. There was no impact on earnings for the period or EPS.

### **ii) Incorrect impairment of assets - £2.2m**

At 25 January 2019 the impairment of right of use assets was overstated as a result of the above incorrect classification.

Accordingly, the £2.2m impact has been corrected retrospectively by restating the income statement for the period to 25 January 2020 and the corresponding increase to right of use assets and retained earnings.

## **Tangible and intangible fixed assets prior year adjustment identified in the current year**

**iii)** In prior years, computer software with a cost of £8.4m and related accumulated depreciation of £3.7m was incorrectly shown as part of tangible fixed assets. Subsequent depreciation charges in respect of this computer software were expensed against intangible fixed assets. At 26 January 2019 and 25 January 2020, these assets were fully depreciated and no longer in use. To correct this error, tangible fixed assets have been restated by cost of £8.3m and depreciation of £3.7m in note 12 and by restatement of depreciation of £4.7m in intangible fixed assets in note 11 to correct this mis-classification at 26 January 2019 and 25 January 2020.

## **Inventory adjustments identified in the prior year**

### **iv) Adjustments to the carrying amount of inventory at 26 January 2019 - £20.2m**

As previously described in the Annual Report 2020, in December 2019 the Group identified that the value of inventory held on its balance sheet at that time had been overstated following an internal review. As a result of these findings, the Group engaged Deloitte LLP to undertake an independent review of this issue.

Following the conclusion of Deloitte's review and the completion of the year-end process and audit, the Group restated the balance of inventory at 26 January 2019 from £225.8m to £205.6m, a £20.2m restatement. The restatement was due to inappropriate cost values being attributed to inventory, inventory reflected on the balance sheet which did not physically exist and intercompany profit in stock that was not adjusted for in previous calculations.

The treatment for the items identified from the inventory review were classified as changes in accounting estimates or errors or misstatements, and is governed by IAS 8 'Accounting policies, changes in accounting estimates and errors.'

### **v) Stock that did not physically exist - £6.5m**

The adjustments primarily related to inventory held in system locations that were not subject to inventory counts and were not written off despite not physically existing. These balances primarily arose as stock were moved between warehouses, between retail and outlet stores and warehouses over seasons, and due to weaknesses in the control environment over those moves and stock locations.

### **vi) Adjustments to correct calculations - £13.7m**

Adjustments were identified to correct calculations, including to correct for the capitalisation of duties that should not have been capitalised to inventory, and to eliminate parts of intercompany profit in stock that was not adjusted for in previous calculations.

In addition, the Group reviewed its approach to estimating the carrying value of stock and adopted a more prudent methodology which resulted in a £32.4m reduction in stock value, being accounted for as a change in estimate booked as a non-underlying expense in the income statement for the 52 weeks ended 30 January 2020. The Group also changed its stock provisioning policy from one based on provisioning against seasons to one based on forward forecasting the expected terminal stock value at the point at which the stock has traded through its expected lifecycle of two years. The impact of the increase in the obsolescence provision of £13.5m was included within non underlying costs.

## **Alternative performance measures**

In the reporting of financial information, the Group uses certain measures that are not separately disclosable under IFRS or the Companies Act. The Directors believe that these additional measures, which are used

internally, are useful to the users of the financial statements in helping them understand the underlying business performance. Non-underlying items are those items which, in the opinion of the Directors, should be excluded in order to provide a consistent and comparable view of the underlying performance of the Group's ongoing business and are considered by the Directors to be significant. The Directors also exclude foreign exchange gains and losses on the translation of intercompany monetary assets and liabilities denominated in foreign currencies.

Non-underlying items are added back/deducted to derive certain alternative performance measures as follows:

- profit attributable to the owners of the Company, to arrive at underlying earnings per share (after the tax effect of non-underlying items); and
- profit before tax, to arrive at profit before tax and non-underlying items.

The Directors believe the alternative performance measures presented along with comparable GAAP measurements is useful to provide information with which to measure our performance, and our ability to invest in new opportunities. Management uses these measures with the most directly comparable GAAP financial measures in evaluating our operating performance and value creation. Alternative financial measures should not be considered in isolation from, or as a substitute for, financial information presented in compliance with GAAP. The requirements for identifying non-underlying items are on a consistent basis each period and presented consistently, and a reconciliation of profit before tax and non-underlying items to profit before tax is included in Note 3 below.

The profit before tax and non-underlying items and underlying earnings per share are not recognised measures under IFRS and may not be directly comparable with adjusted profit and earnings per share measures used by other companies.

Constant currency comparatives are obtained by applying the exchange rates that were applicable for the period ended 25 January 2020 to the financial results in overseas subsidiaries for the 53 weeks ended 30 January 2021 to remove the impact of exchange rate fluctuations.

## 2. Segment Information

The Group has three reportable segments: retail, wholesale and licensing. For each of the three segments, the Executive Committee (considered to be the Chief Operating Decision Maker) reviews internal management reports on a four-weekly basis.

### a) Segment revenue and segment result

53 weeks ended 30 January 2021	Retail	Wholesale	Licensing	Total
	£'000	£'000	£'000	£'000
Revenue	254,256	85,278	12,449	351,983
Cost of sales	(108,102)	(53,169)	-	(161,271)
<b>Gross profit before non-underlying items</b>	<b>146,154</b>	<b>32,109</b>	<b>12,449</b>	<b>190,712</b>
Operating costs	(165,458)	-	-	(165,458)
<b>Operating (loss)/contribution before non-underlying items</b>	<b>(19,304)</b>	<b>32,109</b>	<b>12,449</b>	<b>25,254</b>
<b>Reconciliation of segment result to loss before tax</b>				
<b>Segment result before non-underlying items</b>	<b>(19,304)</b>	<b>32,109</b>	<b>12,590</b>	<b>25,254</b>
Other operating costs	-	-	-	(81,421)
Other operating income	-	-	-	6,488
<b>Operating loss before non-underlying items</b>				<b>(49,679)</b>
Finance income	-	-	-	399
Finance expense	-	-	-	(8,745)
Share of losses from joint ventures	-	-	-	(1,136)
<b>Loss before tax and non-underlying items</b>				<b>(59,161)</b>
Non-underlying items before tax	-	-	-	(48,568)
<b>Loss before tax</b>				<b>(107,729)</b>
Capital expenditure	3,432	-	-	3,432
Unallocated capital expenditure	-	-	-	3,549
<b>Total capital expenditure</b>				<b>6,981</b>
Additions to right of use assets	-	-	-	9,229
<b>Total capital expenditure and additions to right of use assets</b>				<b>16,210</b>
Depreciation and amortisation	(7,493)	(206)	-	(7,699)
Unallocated depreciation and amortisation	-	-	-	(26,763)
Depreciation of right of use assets	-	-	-	(20,393)
<b>Total depreciation and amortisation</b>				<b>(54,855)</b>
Segment assets	239,491	75,630	-	315,121
Property, plant and equipment – central	-	-	-	2,279
Intangible assets – central	-	-	-	34,491
Deferred tax assets	-	-	-	27,635
Income tax receivable	-	-	-	7,983
Inventories - central	-	-	-	3,107
Cash - central	-	-	-	2,344
Other receivables central	-	-	-	609
Unallocated assets <sup>1</sup>	-	-	-	5,689
<b>Total assets</b>				<b>399,258</b>
Segment liabilities	(214,035)	(28,341)	-	(242,376)
Central liabilities	-	-	-	(1,045)
Current tax payable	-	-	-	(2,607)
Unallocated liabilities <sup>2</sup>	-	-	-	(1,194)
<b>Total liabilities</b>				<b>(247,222)</b>
<b>Net assets</b>				<b>152,036</b>

<sup>1</sup> Other assets include prepayments, derivatives and central allocations of inventory, cash and cash equivalents and other receivables

<sup>2</sup> Other liabilities include derivatives and central allocations of trade and other payables and borrowings.



<b>52 weeks ended 25 January 2020 (Restated)<sup>3</sup></b>	<b>Retail</b>	<b>Wholesale</b>	<b>Licensing</b>	<b>Total</b>
	£'000	£'000	£'000	£'000
Revenue	439,941	171,536	19,001	630,478
Cost of sales	(176,520)	(103,199)	-	(279,719)
<b>Gross profit before non-underlying items</b>	<b>263,421</b>	<b>68,337</b>	<b>19,001</b>	<b>350,759</b>
Operating costs	(232,175)	-	-	(232,175)
<b>Operating contribution before non-underlying items</b>	<b>31,246</b>	<b>68,337</b>	<b>19,001</b>	<b>118,584</b>
<b>Reconciliation of segment result to profit before tax</b>				
<b>Segment result before non-underlying items</b>	<b>31,246</b>	<b>68,337</b>	<b>19,001</b>	<b>118,584</b>
Other operating costs	-	-	-	(100,294)
Other operating income	-	-	-	144
<b>Operating profit before non-underlying items</b>	-	-	-	<b>18,434</b>
Finance income	-	-	-	138
Finance expense	-	-	-	(12,565)
Share of losses from joint ventures	-	-	-	(1,229)
<b>Profit before tax and non-underlying items</b>	-	-	-	<b>4,778</b>
Non-underlying items before tax	-	-	-	(82,403)
<b>Loss before tax</b>				<b>(77,625)</b>
Capital expenditure	13,610	515	-	14,125
Unallocated capital expenditure	-	-	-	11,698
<b>Total capital expenditure</b>				<b>25,823</b>
Additions to right of use assets	-	-	-	12,473
<b>Total capital expenditure and additions to right of use assets</b>				<b>38,296</b>
Depreciation and amortisation	(14,394)	(595)	-	(14,989)
Unallocated depreciation and amortisation	-	-	-	(13,911)
IFRS 16 Depreciation	-	-	-	(38,048)
<b>Total depreciation and amortisation</b>				<b>(66,948)</b>
Segment assets	326,703	94,513	-	421,216
Property, plant and equipment – central	-	-	-	67,996
Intangible assets – central	-	-	-	42,603
Right-of-use assets - central	-	-	-	21,347
Deferred tax assets	-	-	-	17,638
Income tax receivable	-	-	-	2,343
Investment in equity accounted investee	-	-	-	5,088
Amounts due from equity accounted investee	-	-	-	4,462
Other assets <sup>1</sup>	-	-	-	7,202
<b>Total assets</b>				<b>589,895</b>
Segment liabilities	(333,557)	(75,989)	-	(409,546)
Lease liability - central	-	-	-	(29,665)
Deferred tax liability	-	-	-	(3,588)
Other liabilities <sup>2</sup>	-	-	-	(6,423)
<b>Total liabilities</b>				<b>(449,222)</b>
<b>Net assets</b>				<b>140,673</b>

<sup>1</sup> Other assets include prepayments, derivatives and central allocations of inventory, cash and cash equivalents and other receivables.

<sup>2</sup> Other liabilities include derivatives and trade and other payables and borrowings.

<sup>3</sup> Details of the restatement can be found in the annual report and accounts.

**b) Geographical information**

	UK	US	Rest of the World <sup>2</sup>	Total
	£'000	£'000	£'000	£'000
<b>53 weeks ended 30 January 2021</b>				
Revenue	215,756	102,787	33,440	351,983
Non-current assets <sup>1</sup>	136,641	16,214	3,604	156,459
<b>52 weeks ended 25 January 2020 (restated)<sup>3</sup></b>				
Revenue	360,281	194,599	75,598	630,478
Non-current assets <sup>1</sup>	194,550	65,057	48,708	308,315

<sup>1</sup> Non-current assets exclude deferred tax assets and investment in associates.

<sup>2</sup> Rest of the World includes Europe, Canada, Asia (up to disposal) and South Africa.

<sup>3</sup> More details of the restatement are shown in the annual report and accounts.

**c) Revenue by collection<sup>1</sup>**

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020
	£'000	£'000
Menswear <sup>1</sup>	119,790	241,098
Womenswear <sup>1</sup>	219,744	370,379
	<b>339,534</b>	<b>611,477</b>

<sup>1</sup> Revenue by collection includes retail and wholesale revenue and excludes licence income.

**d) Retail revenue**

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020
	£'000	£'000
Stores	109,402	321,214
E-commerce	144,854	118,727
	<b>254,256</b>	<b>439,941</b>

### 3. Loss Before Tax

Loss before tax is stated after charging/(crediting):	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020 (Restated) <sup>1</sup>
	£'000	£'000
Depreciation and amortisation <sup>2</sup>	53,109	64,527
Non-underlying items (further detail below)	48,568	82,403
Leasehold properties:		
Variable rental payments <sup>3</sup>	1,728	5,429
Concessions:		
Minimum contract payments <sup>3</sup>	3,621	9,235
Variable rental and commission payments <sup>3</sup>	39,325	36,222
Loss on sale of property, plant and equipment and intangibles	933	447
Practical expedient on IFRS 16 application	(361)	-
Government schemes <sup>4</sup>	(10,545)	-
Close out of foreign exchange hedge contracts	(6,916)	-
Gain on lease modifications	(2,992)	-
 Auditors' remuneration:		
Audit of these financial statements	150	20
 Amounts receivable by the Company's auditors and their associates in respect of:		
Audit of financial statements of subsidiaries of the Company	754	1,600
Interim financial statements review	130	20
Other statutory auditors	73	37
Other assurance services	-	17

<sup>1</sup> The restatement relates to the prior year stock misstatement

<sup>2</sup> The Group has applied IFRS 16. Depreciation of right-of-use asset of £26,763,000 (2020: £34,048,000) has been included within £53,129,000 above (2020: £64,527,000). The depreciation charge above excludes the amortisation of the reacquired right of £1.7m (2020: £1.9m). 2020 also excludes £0.5m depreciation charge for the closure of the outlet store in Italy. These charges are included within non-underlying costs below.

<sup>3</sup> Disclosed above are the variable rentals charged relating to leasehold properties and fixed and variable rentals charged in relation to concession arrangements. These are either fixed in nature or variable based on revenue levels for a particular store or concession, where relevant, including e-commerce sales with concession partners not meeting the definition of a lease under IFRS 16.

<sup>4</sup> Support received from governments around the world to support businesses throughout the Covid-19 epidemic. Payments from the UK government for furloughed employees amounted to £8,460,000.

## Reconciliation of profit before tax to profit before tax and non-underlying items:

		53 weeks ended 30 January 2021	52 weeks ended 25 January 2020 (Restated) <sup>1</sup>
		£'000	£'000
<b>Loss before tax</b>		<b>(107,729)</b>	<b>(77,625)</b>
<b>Non-underlying items</b>			
<i>Included in cost of sales:</i>			
Inventory changes in estimates	1	(6,065)	(32,351)
Change to inventory obsolescence provision	2	-	(13,539)
Onerous contract provision	3	(1,973)	-
Other		81	2,221
<b>Included in gross profit</b>		<b>(7,957)</b>	<b>(43,669)</b>
<i>Included in distribution costs:</i>			
(Loss) on disposal of business	4	-	(7,585)
Impairment of intangibles, property, plant and equipment and right-of-use assets	5	(45,303)	(13,969)
Other closure costs		-	(603)
<i>Included in administrative costs:</i>			
Acquisition costs and unwind of fair value accounting adjustments	6	(1,987)	(4,710)
Reorganisation, restructuring costs and other legal and professional costs	7	(11,415)	(7,852)
<i>Included in other operating loss:</i>			
Gain on sale and leaseback of Head Office	8	17,446	-
<b>Included in operating loss</b>		<b>(49,216)</b>	<b>(78,388)</b>
<i>Included in share of post-tax profits from joint venture:</i>			
Unwind of fair value adjustments		(7)	(989)
<i>Included in finance income/(expense):</i>			
Foreign exchange on the translation of monetary assets and liabilities denominated in foreign currencies	9	655	(3,026)
<b>Non-underlying items</b>		<b>(48,568)</b>	<b>(82,403)</b>
<b>(Loss)/Profit before tax and non-underlying items</b>		<b>(59,161)</b>	<b>4,778</b>

### Notes

1. Further details surrounding the changes in accounting estimates for inventory can be found in the full financial statements
2. Changes to inventory obsolescence provision are detailed in the full financial statements
3. Details of the onerous contract provision can be found in the full financial statements
4. In the prior period the Group reorganised operations in Asia (Hong Kong, China and Japan), which resulted in a loss on disposal.
5. The Group impaired a number of assets resulting in a charge of £44.6m (2020: £14.0m), including key money, leasehold improvements and right-of-use assets.
6. Charges in the current and prior period relate to amortisation of reacquired rights, fair value and accounting adjustments in relation to the acquisition of the footwear business in financial year 2019.
7. A number of costs were incurred during the year, relating to the restructuring and reorganisation of the business. These include:
  - a. £3.7m (2020: £nil) for redundancy costs.
  - b. £5.3 (2020: £2.2m) for restructuring costs
  - c. £Nil ((2020: £2.7m) for stock investigation
  - d. £Nil (2020: £1.4m) for investigations into the allegations of misconduct of the former CEO
  - e. £2.5m (2020: £1.6m) for other legal and professional fees
8. Relates to the sale of the corporate head office building
9. Foreign exchange loss on re-translation of intercompany balances denominated in foreign currencies.

<sup>1</sup>More details of the restatement are shown in the annual report and accounts.

#### 4. Finance Income and Expenses

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020
	£'000	£'000
Finance income		
- Interest receivable	94	138
- Foreign exchange gains	960	-
	<b>1,054</b>	<b>138</b>
Finance expenses		
- Interest payable	(1,964)	(4,256)
- Interest on lease liabilities	(6,781)	(8,309)
- Foreign exchange losses	-	(3,026)
	<b>(8,745)</b>	<b>(15,591)</b>

#### 5. Income Tax Expense

##### a) The tax charge comprises:

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020
	£'000	£'000
Current tax		
United Kingdom corporation tax	(180)	-
Overseas Tax	(1,275)	1,804
Deferred tax		
United Kingdom corporation tax	(7,129)	(4,152)
Overseas Tax	(10,737)	(5,430)
Prior period under/(over) provision		
Current tax	(6,113)	(414)
Deferred tax	4,150	(1,247)
	<b>(21,284)</b>	<b>(9,439)</b>

##### b) Current year deferred tax movement by type

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020
	£'000	£'000
Property, plant & equipment	5,306	1,024
Share-based payments	(3)	(25)
Losses	7,929	4,906
Inventory	147	329
Other	4,487	4,593
	<b>17,866</b>	<b>10,827</b>

**c) Factors affecting the tax charge for the period**

The tax assessed for the period is higher than the tax calculated at the UK prevailing corporation tax rate of 19%. The differences are explained below.

	<b>53 weeks ended 30 January 2021</b>	<b>52 weeks ended 25 January 2020</b>
	£'000	£'000
Loss before tax	(107,729)	(79,856)
Loss multiplied by the standard rate in the UK – 19%, (2020: standard rate in the UK of 19%)	(20,469)	(15,173)
Income not taxable/expenses not deductible for tax purposes	(3,847)	8,280
Overseas losses not recognised	5,313	4,402
Withholding tax expensed	505	-
Chargeable gain on disposal	3,299	-
Movement in current and deferred tax on share awards and options	180	35
Prior period over provision	(1,775)	(1,707)
Recognition of losses previously not recognised	(20)	(5,466)
Effect of rate change on deferred tax	166	(950)
Difference due to overseas tax rates	(4,636)	1,140
Total income tax credit	<b>(21,284)</b>	<b>(9,439)</b>

The tax charge for the current year includes a credit of £2,135,000 in respect of non-underlying items. This arises from deductible items, primarily in the UK, on the gain on sale and leaseback of Head Office and IFRS16 impairments.

**d) Deferred and current tax recognised directly in equity**

	<b>53 weeks ended 30 January 2021</b>	<b>52 weeks ended 25 January 2020</b>
	£'000	£'000
Deferred tax (credit)/ charge) on share awards and options	(20)	25
Deferred tax (credit)/ charge associated with movement in hedging reserve	(6)	(22)
Deferred tax (credit)/ charge associated with foreign exchange movements in reserves	(587)	173
	<b>(613)</b>	<b>176</b>

The March 2020 Budget announced that a rate of 19% would continue to apply with effect from 1 April 2020 and this was substantively enacted on 17 March 2020

As the deferred tax assets and liabilities should be recognised based on the corporation tax rate at which they are anticipated to unwind, the assets and liabilities on UK operations have been largely recognised at a rate of 19% (2020:17%). Assets and liabilities arising on foreign operations have been recognised at the applicable overseas tax rates.

The March 2021 Budget announced a further increase to the main rate of corporation tax to 25% from April 2023. This rate has not been substantively enacted at the balance sheet date, as result UK deferred tax balances as at 30 January 2021 continue to be measured at 19%. If all o the UK deferred tax was to reverse at the amended rate the impact to the closing deferred tax position would be to increase the deferred tax asset by £1.7m.

## 6. Dividends Per Share

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020
	£'000	£'000
Final dividend paid for prior period of nil p per ordinary share (2020: 40.7p)	-	18,138
Interim dividend paid of nil per ordinary share (2020: 7.8p)	-	3,477
	-	<b>21,615</b>

The directors have temporarily suspended the dividend, and hence, no final dividend is proposed for the period ended 30 January 2021.

## 7. Earnings Per Share

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020 (Restated) <sup>1</sup>
Number of shares:	Number	Number
Weighted number of ordinary shares outstanding	153,941,467	44,565,753
Effect of dilutive options <sup>3</sup>	5,293,825	48,391
Weighted number of ordinary shares outstanding – diluted	<b>159,241,292</b>	<b>44,614,144</b>
Earnings:	£'000	£'000
Loss for the period basic and diluted	(86,445)	(68,186)
Underlying (loss)/profit <sup>2</sup>	(40,012)	2,974
Basic loss per share	(56.2p)	(153.0p)
Underlying (loss)/earnings per share <sup>2</sup>	(26.0p)	6.7p
Diluted loss per share	(56.2p)	(153.0p)
Underlying diluted (loss)/earnings per share <sup>2</sup>	(26.0p)	6.7p

Due to the loss-making position at the year end, all potential ordinary shares are considered to be antidilutive.

<sup>1</sup> More details of the restatement are shown in the annual report and accounts.

<sup>2</sup> Underlying profit for the period and underlying earnings per share is shown before non-underlying items. Non-underlying items net of tax were £46,433,000 (2020: £71,160,000).

<sup>3</sup> Diluted earnings per share and adjusted diluted earnings per share have been calculated using additional ordinary shares of 5p each available under the Ted Baker Sharesave Scheme and the Ted Baker Plc Long Term Incentive Plan 2013.

## 8. Intangible Assets

	Reacquired right	Key money	Computer software	Computer software under development	Total
	£'000	£'000	£'000	£'000	£'000
<b>Cost</b>					
At 25 January 2020 <sup>1</sup>	<b>3,781</b>	<b>617</b>	<b>55,607</b>	<b>2,879</b>	<b>62,884</b>
Additions	-	-	-	3,692	3,692
Transfers	-	-	5,057	(5,057)	-
Exchange rate movement	-	-	(154)	54	(100)
At 30 January 2021	<b>3,781</b>	<b>617</b>	<b>60,510</b>	<b>1,568</b>	<b>66,476</b>
<b>Amortisation</b>					
At 25 January 2020 <sup>1</sup>	<b>2,035</b>	-	<b>13,885</b>	-	<b>15,920</b>
Charge for the period	1,746	-	13,509	-	15,255
Impairments	-	653	-	-	653
Exchange rate movement	-	(36)	(74)	-	(110)
At 30 January 2021	<b>3,781</b>	<b>617</b>	<b>27,320</b>	-	<b>31,718</b>
<b>Net book value</b>					
At 30 January 2021	-	-	<b>33,190</b>	<b>1,568</b>	<b>34,758</b>
At 25 January 2020	<b>1,746</b>	<b>617</b>	<b>41,722</b>	<b>2,879</b>	<b>46,964</b>

<sup>1</sup>More details of the restatement are shown in the annual report and accounts.



	Reacquired right	Key money	Computer software (restated)	Computer software under development	Total
	£'000	£'000	£'000	£'000	£'000
<b>Cost</b>					
At 26 January 2019	3,781	633	47,957	4,147	56,518
Additions	-	-	-	6,368	6,368
Transfers	-	-	7,636	(7,636)	-
Exchange rate movement	-	(16)	14	-	(2)
At 25 January 2020	<b>3,781</b>	<b>617</b>	<b>55,607</b>	<b>2,879</b>	<b>62,884</b>
<b>Amortisation</b>					
At 26 January 2019	145	-	12,700	-	12,845
Prior period restatement <sup>1</sup>	-	-	(4,699)	-	(4,699)
At 26 January 2019 as restated	145	-	8,001	-	8,146
Charge for the period	1,890	-	5,876	-	7,766
Exchange rate movement	-	-	8	-	8
At 25 January 2020	<b>2,035</b>	<b>-</b>	<b>13,885</b>	<b>-</b>	<b>15,920</b>
<b>Net book value</b>					
At 25 January 2020	<b>1,746</b>	<b>617</b>	<b>41,722</b>	<b>2,879</b>	<b>46,964</b>
At 26 January 2019	<b>3,636</b>	<b>633</b>	<b>39,956</b>	<b>4,147</b>	<b>48,372</b>

<sup>1</sup>More details of the restatement are shown in the annual report and accounts.

Amounts included within computer software relate to the Group's information technology and ERP systems and further development of our e-commerce platforms and other business systems. The computer software under development category is stated net of transfers to computer software. Internally capitalised costs amount to £nil (2020: £718,000).

Transfers from the computer software under development category in the period amounted to £5,057,000 (2020: £7,636,000) while additions into this category were £3,692,000 (2020: £6,368,000).

## 9. Property, Plant and Equipment

	Freehold land and buildings	Leasehold improvements	Fixtures, fittings and office equipment (restated)	Motor vehicles	Assets under construction	Total
	£'000	£'000	£'000	£'000	£'000	£'000
<b>Cost</b>						
At 25 January 2020 <sup>1</sup>	57,973	126,687	104,871	111	1,524	291,166
Additions	-	-	-	-	3,289	3,289
Transfers	-	212	3,774	-	(3,986)	-
Write offs	-	(3,240)	(3,988)	-	-	(7,228)
Disposals	(57,973)	(6,369)	(7,976)	(2)	-	(72,320)
Exchange rate movement	-	(1,539)	3	-	22	(1,514)
At 30 January 2021	-	<b>115,751</b>	<b>96,684</b>	<b>109</b>	<b>849</b>	<b>213,393</b>
<b>Depreciation</b>						
At 25 January 2020 <sup>1</sup>	1,827	84,441	82,060	108	-	168,436
Charge for the period	192	7,554	5,111	-	-	12,857
Write offs	-	(3,037)	(3,866)	-	-	(6,903)
Disposals	(2,019)	(6,281)	(2,703)	1	-	(11,002)
Impairment	-	7,142	5,001	-	-	12,143
Exchange rate movement	-	(1,309)	(230)	-	-	(1,539)
At 30 January 2021	-	<b>88,510</b>	<b>85,373</b>	<b>109</b>	-	<b>173,992</b>
<b>Net book value</b>						
At 30 January 2021	-	<b>27,241</b>	<b>11,311</b>	-	<b>849</b>	<b>39,401</b>
At 25 January 2020	<b>56,146</b>	<b>42,246</b>	<b>22,811</b>	<b>3</b>	<b>1,524</b>	<b>122,730</b>

<sup>1</sup>More details of the restatement are shown in the annual report and accounts.

	Freehold land and buildings	Leasehold improvements	Fixtures, fittings and office equipment	Motor vehicles	Assets under construction	Total
	£'000	£'000	£'000	£'000	£'000	£'000
<b>Cost</b>						
At 26 January 2019	57,973	129,351	101,743	111	3,248	292,426
Prior period restatement <sup>3</sup>	-	-	(8,384)	-	-	(8,384)
At 26 January 2019 as restated	<b>57,973</b>	<b>129,351</b>	<b>93,359</b>	<b>111</b>	<b>3,248</b>	<b>284,042</b>
Additions/transfers	-	6,828	14,624	-	(1,997)	19,455
Disposals	-	(9,788)	(2,802)	-	210	(12,380)
Exchange rate movement	-	296	(310)	-	63	49
At 25 January 2020	<b>57,973</b>	<b>126,687</b>	<b>104,871</b>	<b>111</b>	<b>1,524</b>	<b>291,166</b>
<b>Depreciation</b>						
At 26 January 2019	1,379	82,580	76,494	108	-	160,561
Prior period restatement <sup>3</sup>	-	-	(3,685)	-	-	(3,685)
At 26 January 2019 as restated	<b>1,379</b>	<b>82,580</b>	<b>72,809</b>	<b>108</b>	-	<b>156,876</b>
Charge for the period <sup>1</sup>	448	9,225	11,461	-	-	21,134
Disposals <sup>2</sup>	-	(8,385)	(2,421)	-	-	(10,806)
Impairment	-	744	537	-	-	1,281
Exchange rate movement	-	277	(326)	-	-	(49)
At 25 January 2020	<b>1,827</b>	<b>84,441</b>	<b>82,060</b>	<b>108</b>	-	<b>168,436</b>
<b>Net book value</b>						
At 25 January 2020	<b>56,146</b>	<b>42,246</b>	<b>22,811</b>	<b>3</b>	<b>1,524</b>	<b>122,730</b>
At 26 January 2019	<b>56,594</b>	<b>46,771</b>	<b>20,550</b>	<b>3</b>	<b>3,248</b>	<b>127,166</b>

<sup>1</sup> Depreciation includes £0.5m in relation the closure of our outlet store in Italy. This charged has been included in other closure costs within the non-underlying charge disclosed in the full financial statements.

<sup>2</sup> Disposals include the disposal of property, plant and equipment in Asia of £0.9m following the Asia reorganisation during the year. This charge is included in the total loss on disposal of Asian business of £7.6m within the non-underlying charge disclosed in the full financial statements

<sup>3</sup> More details of the restatement are shown in the annual report and accounts.

Transfers from the assets under construction category in the period amounted to £3,986,000 (2020: £1,997,000) while additions into this category were £3,289,000 (2020: £19,455,000).

## 10. Related Parties

The Group considers its Executive and Non-Executive Directors, together with the Executive Team as key management and their compensation therefore comprises a related-party transaction.

Total compensation in respect of key management for the period was as follows:

	53 weeks ended 30 January 2021	52 weeks ended 25 January 2020
	£'000	£'000
Salaries, fees and short-term benefits	3,297	1,092
Contributions to money purchase pension schemes	57	55
Share-based payment (credit) / charges	-	-
	<u>3,354</u>	<u>1,147</u>

Directors of the Company as at 30 January 2021 and their immediate relatives control 0.2% of the voting shares of the Company.

At 30 January 2021, No Ordinary Designer Label Limited ("NODL"), the main trading company owed Ted Baker Plc £122,677,000 (2020: £27,096,000) and owed No Ordinary Shoes Limited £10,070,000 (2020: £10,070,000.) NODL was owed £105,290,000 (2020: £174,488,000) from the other subsidiaries within the Group. Transactions between subsidiaries were priced on an arm's length basis.

The Group has a 50% interest in the ordinary share capital of No Ordinary Retail Company Pty\*, a company incorporated in Australia, through its wholly owned subsidiary No Ordinary Designer Label Limited. As at 30 January 2021, the joint venture owed £372,000 to the main trading company (2020: £530,000). In the period the value of sales made to the joint venture by the Group was £1,261,000 (2020: £2,485,000).

The Group has a 50% interest in the ordinary share capital of Shanghai LongShang Trading Company Ltd\*, a company incorporated in Mainland China, Hong Kong and Macau, through its wholly owned subsidiary No Ordinary Designer Label Limited. As at 30 January 2021, the joint venture owed £3,933,000 to the main trading company (2020: £3,933,000). In the period the value of sales made to the joint venture by the Group was £2,876,000 (2020: £1,074,000).

Ray Kelvin, the former Chief Executive and a major shareholder in the business, has the right to appoint a non-executive director. He has exercised this right, and Colin La Fontaine Jackson has been appointed to the Board in September 2020.

\*The registered office addresses are as follows:

Related party	Registered office address
No Ordinary Retail Company Pty	6 Albert St, Preston VIC 3072, Australia
Ted Baker (Hong Kong) Limited	Room 2001-2, Tower 2, The Gateway, Harbour City, 25 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong

## 12. Impact of IFRS 16 'Leases'

### Right-of-use assets

The Group has applied IFRS 16 using the simplified modified retrospective transition approach.

Right-of-use assets are recognised in relation to the Group's leases, representing the economic benefits of the Group's right to use the underlying leased assets. The Group's lease portfolio is principally comprised of property leases of stores, distribution centres and overseas head offices.

The Group has applied the practical expedient for the application of rent concessions provided as a response to the COVID-19 pandemic, as allowed by the amendment to IFRS16.

Right-of-use asset	30 January 2021	25 January 2020
<b>Cost</b>	£'000	£'000
Opening	188,219	-
Adoption of IFRS 16	-	185,409
Restatement <sup>1</sup>	-	(13,276)
<b>Restated opening</b>	<b>188,219</b>	<b>172,133</b>
Gross adjustment <sup>2</sup>	(2,019)	-
Additions	9,229	12,473
(Decrease)/increase in right-of-use assets	(9,179)	9,445
Disposals	(4,706)	(5,832)
Closing	<b>181,544</b>	<b>188,219</b>
<b>Amortisation</b>		
Opening	(50,232)	-
Gross adjustment <sup>2</sup>	2,019	-
Charge for the period	(26,763)	(38,048)
Restatement <sup>1</sup>	-	2,229
Disposals	4,706	2,426
Impairments <sup>3</sup>	(29,515)	(16,839)
Closing	<b>(99,785)</b>	<b>(50,232)</b>
<b>Net book value</b>	<b>81,759</b>	<b>137,987</b>

<sup>1</sup> More details of the restatement are shown in the annual report and accounts.

<sup>2</sup> Gross adjustment between cost and amortisation brought forward to better reflect underlying gross split.

<sup>3</sup> Impairments in the year of £29,515,000 consisted of the interim impairment of £33,922,000 less a reversal of £4,407,000 arising from modifications.

### Lease liabilities

When measuring lease liabilities, the Group discounted lease payments using its incremental borrowing rate upon transition to IFRS 16 and at subsequent remeasurement dates. The discount rates applied range between 3.9% to 9.1%, they have been determined based on comparable bond yields and are lease specific varying by territory and lease length.

### Amounts recognised in profit or loss

	Group 30 January 2021	Group 25 January 2020
	£'000	£'000
Interest on lease liabilities <sup>1</sup>	6,781	8,309

<sup>1</sup> Expenses related to variable rental payments for leasehold properties are detailed within the annual report and accounts..

## Lease liabilities included in the statement of financial position

	Group 30 January 2021	Group 25 January 2020
	£'000	£'000
Current	33,754	36,381
Non-current	106,617	131,956
<b>Total lease liabilities</b>	<b>140,371</b>	<b>168,337</b>

## Reconciliation of liabilities to cashflow arising from financing activities:

	Group 30 January 2021	Group 25 January 2020
	£'000	£'000
Opening	168,337	185,409
Gross Adjustment <sup>1</sup>	(807)	-
<i>Changes from financing cash flows:</i>		
Payment of lease liabilities	(35,826)	(41,337)
Remeasurement	(361)	-
Total changes from financing cash flows	(36,187)	(41,337)
Increase in lease liability <sup>2</sup>	2,509	21,918
Disposal of lease liabilities	-	(3,406)
The effect of changes in foreign exchange rates	(262)	(2,556)
Interest expense	6,781	8,309
Total other changes	9,028	24,265
	<b>140,371</b>	<b>168,337</b>

<sup>1</sup> Gross adjustment to opening balance to better reflect the gross split.

<sup>2</sup> Increase in lease liability consists of additions of £9.229m and reductions of £6.720m arising from lease modifications.

## Maturity analysis – contractual undiscounted cash flows

	Group 30 January 2021	Group 25 January 2020
	£'000	£'000
Less than one year	34,510	36,379
One to five years	98,531	107,024
More than five years	17,355	40,786
	<b>150,396</b>	<b>184,189</b>

### **13. Post balance sheet events**

On 24 May 2021, the Group successfully refinanced its existing debt facilities of £132.8 million due to mature in September 2022 with one maturing in November 2023. The new Revolving Credit Facility, reflecting the future business forecasts, is initially for £90 million, reducing to £80 million in January 2022. Unamortized fees from the original facility will be treated as an underlying item in the financial statements for 2022. Fees associated with the facility will be amortised over the expected life of the facility as an underlying item.

In May 2022, the Group restructured its French business, following a consultation with all colleagues in country, closing three of its four owned stores or outlets. The future operating model will be based around concession and partner sites. The costs of approximately £2.2 million for redundancy, asset write-offs and other fees, have been treated as non-underlying costs in 2022.

## **Statement of Directors' Responsibilities**

The Directors are responsible for preparing the annual report and the financial statements in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006 and applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors are required to prepare the group financial statements and have elected to prepare the company financial statements in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006. 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 group and company and of the profit or loss for the group for that period. The Directors are also required to prepare financial statements in accordance with international financial reporting standards adopted pursuant to Regulation (EC) No 1606/2002 as it applies in the European Union.

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 they have been prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006, subject to any material departures disclosed and explained in the financial statements.
- state whether they have been prepared in accordance with international financial reporting standards adopted pursuant to Regulation (EC) No 1606/2002 as it applies in the European Union, subject to any material departures disclosed and explained in the financial statements
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business
- prepare a Directors' report, a Strategic report and Directors' remuneration report which comply with the requirements of the Companies Act 2006.

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 and, as regards the group financial statements, Article 4 of the IAS Regulation.

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 ensuring that the annual report and accounts, taken as a whole, are fair, balanced, and understandable and provides the information necessary for shareholders to assess the group's performance, business model and strategy.



## **Website publication**

The Directors are responsible for ensuring the annual report and the financial statements are made available on a website. Financial statements are published on the company's website in accordance with legislation in the United Kingdom governing the preparation and dissemination of financial statements, which may vary from legislation in other jurisdictions. The maintenance and integrity of the company's website is the responsibility of the Directors. The Directors' responsibility also extends to the ongoing integrity of the financial statements contained therein.

## **Directors' responsibilities pursuant to DTR4**

The Directors confirm to the best of their knowledge:

- The financial statements have been prepared in accordance with the applicable set of accounting standards and Article 4 of the IAS Regulation and give a true and fair view of the assets, liabilities, financial position and profit and loss of the group and company.
- The annual report includes a fair review of the development and performance of the business and the financial position of the group and company, together with a description of the principal risks and uncertainties that they face.

We consider the Annual Report and Accounts, taken as a whole, is fair, balanced and understandable and provides the information necessary for shareholders to assess the Group's position and performance, business model and strategy.

On behalf of the Board

John Barton  
*Chair*

Rachel Osborne  
*Chief Executive Officer*