Helping the nation feel house proud

Wickes Group Plc
Annual Report and Accounts 2024

For over 50 years, Wickes has been proud to have played a part in the history of home improvement in the UK.

The UK home improvement market has seen significant change over recent years and, despite short term economic headwinds, the long term outlook remains strong, with market growth underpinned by robust structural fundamentals.

Our balanced business, across the three distinct customer propositions of Local Trade, Design & Installation and Do-it-yourself (DIY), means we are perfectly placed to help all customers, whatever their home improvement project might be.

We use our market insights to evolve our products and services to meet all our customers' needs and we continue to invest in our strategic growth levers to win in the UK's home improvement market and achieve our purpose, simply...

About this report

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Link to **URL**

Link to other pages

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wickesplc.co.uk

To help the nation feel house proud.

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Financial highlights

Revenue (£m)[1]

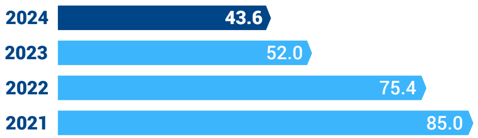
£1,538.8m

2023: £1,553.8m

Adjusted PBT (£m)[2]

£43.6m

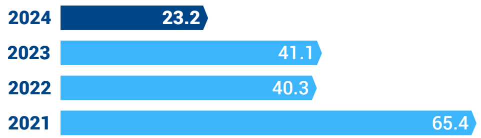
2023: £52.0m



Statutory PBT (£m)

£23.2m

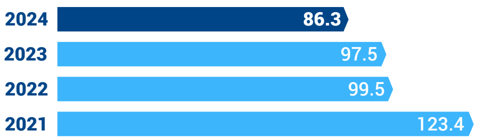
2023: £41.1m



Cash (£m)

£86.3m

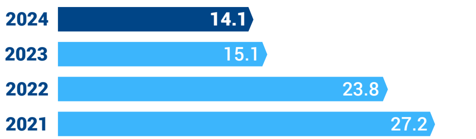
2023: £97.5m



Adjusted basic earnings per share (p)[3]

14.1p

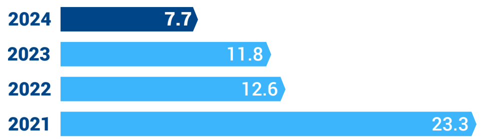
2023: 15.1p



Statutory basic earnings per share (p)

7.7p

2023: 11.8p



LFL sales growth (%)[1]

(2.0)%

2023: (0.3)%

Dividend per share (p)

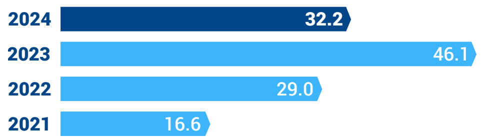
10.9p

2023: 10.9p

Free cash flow (£m)[4]

£32.2m

2023: £46.1m



1 Refer to note 5 on page 139
2 Refer to note 9 on page 141
3 Refer to note 11 on page 143
4 Refer to note 33 on page 158

Strategic highlights

Flexible working

At the beginning of the year, we rolled out flexible working across our entire store network. This followed a six-month pilot across 14 stores that showed a significant increase in the number of managers who were happy with their working hours, which had no negative impact on store performance. Busting the myth that managers in retail operations need to be on-site at all hours of the day, all Wickes store management teams can now explore flexible working options that enable them to achieve a healthy work-life balance.

Read more on page 35

Wickes Solar

This year we have made a meaningful strategic entry into the UK's home energy solutions market with the acquisition of a controlling stake in Solar Fast, one of the UK's leading operators in solar installation. Wickes Solar is now available to customers through our website and in stores and we believe that our trusted brand, coupled with significant experience in design and installation services at scale, makes us well placed to become a leader in the market for domestic solar installations, estimated to be worth £1.5bn pa by 2028[1].

Read more on page 21

1 Source: Wood MacKenzie UK PV Capacity Forecast

One million TradePro members

2024 has been a tremendous year for our TradePro membership scheme. In September, we celebrated a milestone in the TradePro success story, hitting our target of one million members. We are now focused on growing the number of active customers and this cohort has been rising steadily, standing at over 580,000. TradePro members are our most strategically valuable customers, spending on average ten times more in a year than a typical DIY customer and we are actively recruiting, developing and nurturing this important customer base.

Read more on page 20

Colleague Promise

To showcase why Wickes is a great place to work we have developed our Colleague Promise, which describes who we are as an employer, explains what we offer to our colleagues and reflects our culture and values. For 18 months, we engaged with over 250 colleagues across Wickes, listening to their experiences, ideas and aspirations and we created our Colleague Promise, founded on three central pillars – 'Freedom to be', 'Empowering you' and 'Big on what matters'.

Read more on page 38

Four energy efficient new stores

In 2024 we opened four new stores in Long Eaton, Durham, Aberdeen and Leamington Spa, creating around 120 new jobs. As part of our commitment to growing responsibly, all four stores are fitted with air source heat pumps and our Aberdeen and Leamington Spa stores have solar panels installed on their roofs. We have an exciting pipeline of new stores planned for the coming years, as we target an overall estate of around 250 stores over the medium term.

Read more on page 19

Entry into FTSE4Good index

Our progress with delivering our 'Built to Last' strategy and increasing the transparency of our ESG disclosures was recognised by our entry into the FTSE4Good index and achieving a 'AAA' ESG rating from MSCI. For our 2024 CDP (Carbon Disclosure Project) submission, we successfully maintained a 'B' rating for Climate Change and a 'C' for Forests.

Read more on page 42

At a glance

Our vision
A Wickes project in every home

Our purpose
To help the nation feel house proud

228
stores across the UK

7,400
colleagues

Three distinct customer propositions

Local Trade

We are trusted by local tradespeople to provide quality products they need at great value, saving them time and money. Our TradePro loyalty scheme offers a 10% discount and our Wickes own brand has built a strong reputation with Local Trade over the past 50 years.

Read more on page 20

Design & Installation

For customers who are looking to buy a new bathroom, kitchen or solar panels, we offer a full service from concept design to installation. Our team of design consultants and nationwide network of installers are on hand to support the customer with their project.

Read more on page 21

DIY

We provide a highly curated range of branded and own brand products in store and further products online to help customers undertake their DIY project. Our store teams and online guides are there to provide customers with expert advice and knowledge to support them.

Read more on page 22

Our culture

We are proud of our special culture where everyone is welcome and given the opportunity to thrive. We are guided by a set of values we call our Winning Behaviours.

Read more on page 34

Our colleague promise

Freedom to be

Empowering you

Big on what matters

Read more on page 38

Our Built to Last strategy

As we grow, we are committed to doing so sustainably. Our Built to Last Responsible Business programme is focused on three pillars.

People
Colleagues • Customers • Communities

Environment
Carbon • Waste • Nature

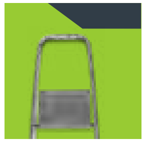
Homes
Products • Services • Installations

Read more on page 30

At a glance continued

We are a purpose-led business

Three long-term market drivers support our growth ambitions



The role of the home

The drive to save energy

Digitally enabled retail

Read more on page 12

A balanced business supporting three customer propositions

Local Trade

Design & Installation

DIY

Read more on page 18

Supported by our efficient operating model

Curated product ranges

Simple, clear value pricing

Digitally-led, service-enabled

Distinctive operating model

Low cost, right size store estate

A winning culture

Read more on page 16

Perfectly placed to deliver exceptional customer experience and fulfil our purpose of helping the nation feel house proud.

Chair of the Board's statement

Investing in growth

Christopher Rogers, Chair of the Board

> Our distinctive proposition and excellent execution of our strategy have helped deliver a strong performance.

On behalf of the Board, I'd like to take this opportunity to thank our colleagues who do such a fantastic job taking care of our customers and each other.

Performance

As expected, 2024 has been another year impacted by significant global, political and economic events that have weighed on consumer confidence. In challenging trading conditions we have delivered a strong performance with sales of £1,538.8m and we have grown our market share to record levels. Faced with significant increases in operational costs, especially employment costs, we have focused on improving productivity and delivering efficiencies to deliver a profit of £43.6m.

Our balanced business model continues to provide us with competitive advantage. Whilst our Design & Installation business saw subdued sales due to reduced consumer demand for bigger ticket items, this was compensated for by strong demand in our Local Trade business, helping to drive Retail sales growth of 1.9%.

Investing in growth

In 2023, we outlined a new Capital Allocation Policy, underscoring our commitment to investing in our high-returning proven growth levers and returning excess cash to shareholders through a share buyback programme. I'm pleased to report that the buyback programme has been successfully delivered with £25m returned to Shareholders in 2023 and 2024. We continue to invest in our strategic growth levers to further strengthen the business and secure our position as a leader in the UK home improvement market. This includes a significant investment to enter the domestic home energy solutions market, through our acquisition of a majority stake in Solar Fast, giving us a further platform from which to accelerate our Design & Installation business.

As a growing business it is critical that we do so in a responsible way and I was delighted that we have been included in the FTSE4Good Index, recognising all the great work that our teams do to progress our ESG agenda. You can learn more about our approach to ESG in the Responsible Business section of this report (see pages 30-52).

Our culture

In 2024, we wanted to shine a spotlight on what makes our culture so special and have developed a new 'Colleague Promise', which articulates what it feels like to work at Wickes. This special culture is reflected in our colleague engagement scores, with high levels of 'overall engagement' at 77%, and low colleague turnover rates compared with the wider retail sector. You can read more about our Colleague Promise and how we embed and monitor our culture on pages 34-39.

Dividend

The Board is pleased to recommend a final dividend of 7.3 pence per share, taking the full year ordinary dividend to 10.9 pence per share.

Board

As a Board we always enjoy the opportunity to meet store teams from across the business and, this year, we've had highly valuable and enjoyable visits to our Slough store and with one of our key partners, Wincanton, at its Distribution Centre in Corby.

Looking ahead

We expect the external environment to continue to be difficult in 2025. However, we believe our relentless focus on managing those costs that we have control over, at the same time as investing significantly in our growth levers, will continue to drive market outperformance, as more customers turn to us to help them with their home improvement projects. I, along with the Board and all my Wickes colleagues, are looking forward to another year of delivering our growth plans and helping the nation feel house proud.

Christopher Rogers
Chair of the Board

Investment case

Sustainable competitive advantage driving investment returns

Large and growing market

UK home improvement worth £27 billion per year.

Read more on page 12

Distinctive business model

Digitally-led, service-enabled, with a highly efficient operating model.

Read more on page 16

Sales growth: mid-single digit

Our balanced business model enables us to access three customer propositions of Local Trade, Design & Installation and DIY, offering greater resilience through the economic cycle.

Wickes has just c6% share of the home improvement market, offering significant opportunity for future growth. Through consistent market share gains and underlying market growth we aim to generate mid-single digit revenue growth over the cycle.

7

Growth levers

Profit growth > revenue growth

Our proven growth levers are successfully driving sales densities, profit contribution and returns from stores. Our efficient model keeps operating costs low, generating operating leverage so that over the economic cycle we would expect to grow profit faster than revenue.

c.20

new stores over four to five years

Strong cash flow

Our profitable business model generates strong operational cash flow. This cash flow supports future investment into proven growth levers such as store refits and digital, as well as enhancing shareholder returns through dividends and share buybacks. In 2023 we unveiled a revised Capital Allocation Policy and announced our first share buyback.

£41m

returned to Shareholders in 2024

Chief Executive Officer's statement

A year of strong progress

David Wood, Chief Executive Officer

2024 was a year of strong progress for Wickes as our balanced business model and brand strength saw us continue to deliver for customers and take further market share. I would like to thank my colleagues for their continued hard work and support and, together, we remain focused on helping the nation feel house proud.

We grew volumes and share throughout the year in our Retail business, as customers bought more of our products for their home improvement projects, however big or small. In our Design and Installation business, we have been encouraged by a return to growth in ordered sales in Q4, following the actions we took to enhance our customer offer and experience.

As expected, overall profitability declined versus 2023, reflecting a market with softer demand for larger ticket purchases and continued cost headwinds, which we were largely able to offset through our productivity savings. As a result, I am pleased to report that we were able to deliver adjusted PBT at the top end of expectations.

Market

The UK home improvement sector represents a large and attractive market of c. £27bn[1]. Within this market we have a significant opportunity for long-term growth, given our relatively small market share of around 6%. The challenging trading conditions of the last two years have resulted in the exit of retailers such as Homebase, Carpetright, CTD Tiles and Wilko, presenting an opportunity for strong businesses of scale, such as Wickes. The market has grown at c. 2.5% per annum on average over the past ten years, driven by the high average age of the UK's housing stock, the rising number of UK households and increasing home ownership. Specialist DIY sales are forecast to grow by 16% between 2024 and 2029, according to Mintel[2] driven by improved confidence and expected improvement in the housing market.

1 Source: GfK, Mintel and Wickes estimates
2 Source: Mintel UK DIY Retailing report, June 2024
3 HM Revenue & Customs monthly property transactions completed in the UK with a value of £40,000 or above, 31 January 2025
4 Department for Energy Security & Net Zero, Household Energy Efficiency, 28 March 2024
5 Decarbonising Buildings: Insights from Across Europe, published by the Grantham Institute – Climate Change and the Environment at Imperial College London, December 2022
6 ONS Energy efficiency of housing in England and Wales 2024

> The actions we have taken across the business to invest in our growth levers and productivity plan position us well for future growth.

There are a number of macroeconomic trends which affect our market. Whilst the Wickes home improver customer base has not been immune from cost of living pressures (such as increased mortgage rates or rents), they tend to be slightly older and more affluent than the UK average. Moving house is often a trigger to undertake major home improvement projects over time and the rate of UK housing transactions has improved over 2024[3]. Wickes has virtually no exposure to civil engineering or the new build housing market, given that our customers are mostly home improvers and independent tradespeople.

Britain's 29.8m[4] homes are among the least energy efficient in Europe, losing heat up to three times faster than in continental Europe[5]. The average household energy efficiency rating for England and Wales is band D[6] and the UK government estimates that 33% of homes with a loft do not have loft insulation13. At Wickes we are committed to helping our customers improve the energy efficiency of their homes and save money on their energy bills. The January 2025 report from our proprietary Mood of the Nation survey showed that around 15% of home improvers have considered installing solar panels over the last year.

Chief Executive Officer's statement continued

Our December 2024 Mood of the Nation survey showed that planned spend by UK consumers on a new kitchen or bathroom remains below historical norms, but stable over recent months. Demand has been stronger in the <£4k segment of the kitchens market. Consumers remain interested in DIY but have been spending a bit less, with Mintel reporting that smaller projects have been the most popular type of DIY completed[1]. The December 2024 Mood of the Nation survey also shows that local trade professionals remain busy, with 1 in 4 having a pipeline of work of more than 12 months.

Progress against strategic growth levers

The company's strategy, as outlined at the time of demerger, has delivered strong operational progress centred around developing and extending the Group's growth levers. These contribute to an improvement in our products and services, saving our customers time and money. Continued investment in our growth levers will drive market share growth in the coming years.

Winning for trade

Our TradePro membership scheme continues to attract local traders, who choose Wickes for its strong value credentials and simple discount scheme, high quality products, availability on the lines that matter most, as well as the convenience of our 30-minute Click-and-Collect service.

Sales from TradePro members increased steadily, by 14% over the year. The strong growth in the number of active customers to 581,000 was partially offset by a slight decline in average basket size as tradespeople have been managing their material quantities more carefully. Total membership of the TradePro scheme surpassed the one million mark in September, achieving the target set at the time of demerger.

TradePro members benefit from our rewards programme, with access to special deals on services such as skip hire, insurance and media subscriptions. In 2024, we added further services, including TradePro membership for trade accredited members of trade federations such as Checkatrade and SafeContractor, as well as discounted fuel and vehicle maintenance with Fuel Card Services. We have also continued to invest in improving TradePro members' digital experience, making it easier to shop via the app, adding VAT/Non-VAT pricing and the ability to use the TradePro card in a digital wallet.

Partnerships with trade federations give us access to new sources of accredited tradespeople. In order to build loyalty with tradespeople at the start of their careers and to foster long-term engagement and spending, we have partnered with several apprenticeship organisations. Access Training provides essential training programs that help individuals upskill and gain qualifications in the construction sector, ensuring they are equipped for long-term success. Additionally, Building Heroes supports ex-servicemen and women by offering training and opportunities to transition into careers in construction. Through these partnerships, we are not only supporting individuals to get started in their careers but also contributing to the growth of a skilled and diverse workforce in the construction industry.

We continue to use behavioural analytics to understand the drivers of average spending by decile. Our proprietary and market-leading machine learning model, the Mission Motivation Engine (MME), drives deeper customer relationships and extracts greater lifetime value.

Accelerating Design & Installation

Design & Installation delivered sales[2] reflected the challenging market environment for larger ticket purchases in the UK. LFL sales declined by 13.9%, whereas ordered sales[3] showed a single digit year-on-year decline. Momentum later in the year improved significantly, with LFL delivered sales improving from -13.3% in Q3 to -3.1% in Q4 and ordered sales moving into year-on-year growth in the fourth quarter for the first time since Q2 2023.

This improvement has been driven by the enhancements we have made to the business. In response to customer feedback, we have simplified the customer journey and now present a unified Wickes Kitchens and Wickes Bathrooms offering,

160

new Design Consultants

rather than separate Bespoke and Lifestyle paths. This new approach encompasses brochures, website, advertising and promotions. We have streamlined the customer journey in store by ensuring that new customers are able to interact directly with a Design Consultant as soon as they begin the design process, by adding around 160 Design Consultants and removing the Kitchen & Bathroom Adviser role. In addition to improving the customer experience, this has reduced the associated operating costs. Customers are now able to book an appointment instantly with a Design Consultant, through our website, in the store of their choice, replacing a more cumbersome telephone booking system. We also use a technical solution for scheduling installers, with our Customer Experience Centre overseeing the multi-stage installation process. Product development continues to drive growth, with new kitchen ranges proving successful with customers.

The acquisition of a 51% controlling interest in Solar Fast was completed on 21 May and is fully consolidated from that date. We have now installed Wickes Solar point-of-sale displays in all of our store estate in order to support the digital journey on the Wickes website. We are seeing an encouraging response, with around 1 in 4 Solar Fast leads coming through the Wickes channels and with these leads resulting in above average conversion. The market for domestic solar installations in the UK is in long-term growth with the market estimated to be worth £1.5bn pa by 2028[4]. It is a highly fragmented market with no clear brand leader; with a trusted brand and significant experience in design and installation services at scale, Wickes is well-placed to be a market leader in home energy solutions. We have an option to purchase the remaining 49% of the issued share capital of Solar Fast during the five years following completion, in tranches of not less than 10% of the issued share capital, based on a valuation of 6x last twelve months EBITDA at the time.

DIY category wins

Our market share in Retail has continued to grow, with strength across numerous categories, particularly in the DIY categories of interior paint, decorative accessories and garden projects.

These compounding market share gains have been driven by our ongoing development of new and existing categories, as we broaden the reach of the Wickes brand. We have grown our decor proposition by selectively introducing third party brands such as Crown, Zinsser and extended ranges of Dulux as well as refreshes to some of our own label ranges and one third of baskets now include at least one decorative product. The two own brand paint colours which we have launched with Kimberly Walsh have been a huge success and have helped to broaden our appeal, such that now over 1 in 3 Wickes customers are female[5] compared to less than 1 in 6 in 2019. The relaunch in recent years of ranges such as our storage & shelving ranges continues to boost sales and market share in these categories. We have driven incremental revenue through launching new categories and expanding existing categories such as acoustic wall panelling, motor accessories and decorative accessories. The continuous range development within gardening and landscaping has grown our market share and attracted gardeners of all ages.

We continue to strive for the best possible range, price and availability for our customers. Our right-sized stores sell a carefully curated range

1 Source: Mintel UK DIY Retailing report, June 2024
2 Delivered sales refers to the revenue which is recognised when the Group has satisfied its performance obligation to the customer and the customer has obtained control of the goods or services being transferred
3 Ordered sales refers to the value of orders at the point when the order has been agreed
4 Source: Wood Mackenzie UK PV Capacity Forecast
5 Proportion of Wickes DIY customers identified as female in 2024

Chief Executive Officer's statement continued

of c.9,000-10,000 SKUs and we are constantly reviewing the range to ensure that each product category is meeting expectations. During 2024 we carried out 19 comprehensive range reviews.

All of these actions have contributed to our all-time high customer satisfaction metrics. 84% of our customers responded that our Click & Collect service was 'excellent' or 'good' in 2024, an improvement of two percentage points. Our customer satisfaction scores for Home Delivery remain at very high levels, with 89% rating the service as 'excellent' or 'good'.

Store investment

Investment in our store network continues, to modernise the stores, improve our showrooms and create additional fulfilment space.

Our refit programme continues to deliver good returns with strong sales uplifts, particularly from the Design & Installation areas, where we are able to showcase our full offer of kitchens and bathrooms. The refits enable us to upgrade the efficiency of multi-channel order pick and despatch, which drives sales densities and underpins our 30-minute Click & Collect promise and increases customer satisfaction metrics. 182 stores, or 80% of the network, are now in our new format. Seven store refits were successfully completed during 2024, in Ashford, Burgess Hill, Slough, Bedford, Worcester, Edmonton and Lowestoft.

Our new store opening programme is performing well, and we expect our new stores to deliver good economic returns, once mature. Four new energy efficient stores opened during 2024 in Long Eaton, Durham, Aberdeen and Leamington Spa, creating around 120 new jobs. During 2024 we closed five stores (Ashton Gate, Inverness, Sheffield Central, Warwick Kitchen & Bathroom, Battersea Kitchen & Bathroom). We therefore ended the year with 228 stores. Total square footage remained broadly flat year-on-year.

Our property plans for 2025 are on track. Early in 2025 we acquired three former Homebase stores, in Leeds Moor Allerton, Bury St Edmunds and Dunfermline. Having already acquired the former Homebase store in Northampton in late 2024, we now have four former Homebase stores in our new store opening programme for 2025. We are planning a total of 10-15 refits in the year and 5-7 new stores. We have an exciting pipeline of new stores planned for the coming years, as we target an overall estate of around 250 stores over the medium term.

Digital capability

We continue to invest in our digital capabilities to deliver an integrated multi-channel shopping experience for our customers.

We use our proprietary and market-leading machine learning model, the Mission Motivation Engine (MME), to deliver tailored content to customers to help them complete their home improvement missions and this is driving significant revenues. Our MME collects data to help us understand who our customers are, what they browse, what they buy, how and when, in order for us to produce personalised communications. We have a comprehensive suite of MME-led programmes of marketing emails and app notifications, all of which are optimised for timing, audience and content for our different customer profiles, with incrementality measured against control groups. These communications predict which products a customer may need and encourage them to go deeper into their project or mission. Our lifetime value calculator assesses behavioural data to determine whether each customer is likely to be a high value customer, to determine their shopper type algorithm and gauge our marketing efforts accordingly. The MME is a highly effective method of using first party data to inform personalised communications to thousands of individual customers.

We continue to improve our offering of digital payment options. In order to complement our existing Apple Pay functionality, in January we rolled out Google Pay functionality for digital payments, offering ease of checkout and increased conversion rate. Following a successful launch of Klarna in 2023, we launched Clearpay in August 2024, as a second Buy Now Pay Later option. We will subsequently be trialling both Klarna and Clearpay in some of our stores.

We have invested in a AI-driven predictive stock forecasting platform, which is delivering materially enhanced productivity whilst driving an improved customer experience and lower costs. The platform has led to a significant improvement in stock forecast accuracy with material financial benefits. We have delivered a reduction in total stock units held and a c. 70% reduction in third party storage usage over two years. Store availability has improved alongside the reduction in stock levels. We expect further network efficiency opportunities for 2025.

Enhanced store service model

Our '4C' model aims to meet our customers' needs through all four of our store network journeys: Self Serve, Assisted Selling, Order Fulfilment and the Design & Installation showrooms. Our approach offers a seamless shopping experience for customers and ensures that our store estate works hard for us. Recent changes to the store estate have increased back of house capacity for Click & Collect and Home Delivery Order Fulfilment, while reducing the impact on customers in the store.

A winning culture

We are proud of the Wickes culture which over the past fifty years has evolved to become a modern, inclusive workplace where all colleagues can feel at home and have the opportunity to grow their skills and develop their career. We continue to engage with colleagues so that they are informed, inspired and motivated to play their part in delivering our strategy through exceptional levels of customer service.

As part of our new Colleague Promise, we have rolled out flexible working to all roles in the Support Centre and to all store management teams.

Responsible Business Strategy update

During 2024 we have continued to focus on integrating our Responsible Business Strategy 'Built to Last' across our business and supply chain, with continued progress made across all three pillars of the strategy – People, Environment and Homes. As a responsible business we ensure we continue to also focus on our three fundamental topics – Health & Safety, Ethical Business Conduct and Responsible Sourcing.

> Our market share in Retail has continued to grow, with strength across numerous categories, particularly in the DIY categories of interior paint, decorative accessories and garden projects.

The health and safety of our colleagues and customers remains our number one priority. In 2024, we had an 8% reduction of injury numbers across the business and a 36% reduction in colleague injuries leading to lost time or work days, compared to 2024.

In 2024, our progress with delivering our 'Built to Last' strategy and increasing the transparency of our ESG disclosures was recognised by our entry into the FTSE4Good index and achieving a 'AAA' ESG rating from MSCI. For our 2024 CDP (Carbon Disclosure Project) submission, we successfully maintained a 'B' rating for Climate Change and a 'C' for Forests.

People

Inclusion and diversity is central to our new employee value proposition, launched in 2024. In our management population we increased female representation from 35.1% to 37.0% in 2024, and representation of people from an underrepresented ethnic background from 11.3% to 11.9%. Fair pay remains at the core of our reward offering and we recently reported favourable median gender and ethnicity pay gaps.

Chief Executive Officer's statement continued

37.0%

female representation of management population

80%

of the store network is now in our new format

We employed on average 7,774 people in 2024 (2023: 7,919). As part of the work we have undertaken to improve the customer experience in Design & Installation (D&I), we restructured the team to ensure that our customers' first point of contact is with the person who will take them through the whole sales journey. This resulted in the difficult decision to remove the Kitchen & Bathroom Adviser (KBA) role in stores and reinvest in additional Design Consultant (DC) roles, with many people in KBA roles being offered the opportunity to move into a DC role or other roles within the business. As described above we opened four new stores in 2024 and closed five and, as always when we make the difficult decision to close a store, we took all reasonable steps to support colleagues who are affected in securing alternative employment with Wickes.

> We continue to strive for the best possible range, price and availability for our customers.

In 2024, we provided 178 people with Early Careers opportunities including apprenticeships, work experience placements, traineeships, internship and graduate roles, in order to help develop the skills our business needs for the future. We introduced a School Outreach Programme and Wickes School Challenge for year nine students from across the UK, which promoted key skills like communication, teamwork, problem solving, creativity, numeracy and digital skills.

Through our Wickes Community Programme, we supported 47% more local community projects in 2024 compared to 2023, by donating over 28,000 products. We raised £926,000 for The Brain Tumour Charity in 2024, with thanks to the generosity of our customers, suppliers, and colleagues. In total we have now raised £1.6 million towards our £2 million target for the two-year partnership.

Environment

We completed a comprehensive exercise in 2024 to re-baseline our near term science-based targets (SBTs) in response to business changes in contracting out some of our distribution activities. We subsequently announced an update to our corresponding 2023 and 2024 LTIP targets. All three of our SBTs have been re-submitted to SBTi for validation following the re-baselining.

We have made significant progress towards our target to reduce Scope 1 and 2 emissions by 42% by 2030. Through sourcing 100% renewable electricity and delivering other energy efficiency improvements we have reduced our Scope 1 and 2 GHG market-based emissions by 61.3% compared to rebaselined 2021. We are continuing to collaborate closely with our strategic suppliers and 52 suppliers, representing 27.3% of our Scope 3 emissions, now have their own SBTi-validated targets.

From February 2025, 100% of our own brand primary packaging on new stock is now PVC and polystyrene free and therefore easier to recycle. We are making progress towards our target to increase the recycled content of the primary plastic and paper packaging for our own brand products. By delivering on these targets we will be able to reduce costs associated with the introduction of the Extended Producer Responsibility (EPR) packaging regime and other packaging legislation in the UK, as well as reducing the environmental impact of our packaging.

We have furthered our understanding of the Company's nature-related dependencies, impacts, risks and opportunities and in 2024 we stopped selling compost containing peat. Timber remains a significant part of our business and in 2024 we once again achieved a level of 99.8% of the timber sold having either an FSC or PEFC Chain of Custody certificate, confirming that it had been responsibly sourced.

Homes

In line with our purpose to make the nation feel house proud, and supporting our customers with the increased cost of living, we want to help our customers save energy and reduce the carbon footprint of their homes. We continued to expand our online range of solar PV products, air source heat pumps and charging products for electric vehicles. Following the completion of the Solar Fast acquisition, we have also been able to support our customers with the installation of solar.

Confidence in our business model, underpinned by our strong balance sheet, drives us to continue investing in our proven growth levers, ensuring we are well placed to win in the UK's home improvement market and deliver for our colleagues, customers and shareholders.

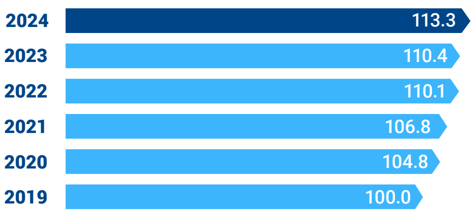
David Wood
Chief Executive Officer

Market review

UK home improvement is a large market worth £27bn[1] per year

The UK home improvement market has grown at c.2.5% on average over the past ten years, driven by the high average age of the UK's housing stock, the rising number of UK households and increasing home ownership. Within this market we have a significant opportunity for long term growth, given our relatively small market share of c.6%.

Retail market share (indexed, 2019 = 100)[2]



2024 has been a year of significant change and consolidation within the UK home improvement market. The challenging trading conditions of the last two years have sadly led to some specialist home improvement retailers exiting the market, such as Homebase, Carpetright and Wilko. This consolidation creates opportunities for Wickes to meet the needs of former customers of those businesses and to gain further market share.

Home improvement remains a priority
Our three customer propositions, across Local Trade, Design & Installation and DIY, mean that we span the entire market and can support customers however they decide to improve their homes.

In recent years, the home improvement market has been impacted by major global economic and social events, most notably climate change, the pandemic and the cost-of-living crisis. Throughout, our balanced business model has stood us in good stead as consumer trends have shifted. Across the following three pages we explore how the role of the home, the drive to save energy and changes in how people shop are shaping the UK's home improvement market and how, at Wickes, we are adapting and evolving our business to win in this market.

1 GfK, Mintel and Wickes estimates
2 Source: GfK GB point of sale data, sourced from GfK DIY Category Reporting December 2024

>1,000
UK participants in our monthly Mood of the Nation research

Understanding our customers

We understand these fundamental changes to consumer behaviour through regular and comprehensive consumer research, and we use our insight to evolve and enhance our products and services to meet our customers' needs. We run monthly consumer research of over 1,000 UK households and tradespeople, which we call our 'Mood of the Nation' survey, and we also hold monthly customer focus groups, which are conducted online and in person and are available for all colleagues to watch either in real time or playback on demand. This gives us a finger on the pulse of immediate consumer sentiment and short to medium term trends.

Market review continued

Helping the nation improve their homes

50%

of tradespeople have a pipeline of work of over three months[1]

1 Source 'Wickes Mood of the Nation' survey December 2024

One of the most significant shifts in consumer behaviour impacting the home improvement market is that, since the pandemic, people are spending more time at home.

The pandemic lockdowns forced people to fundamentally rethink how they used their homes. They became multi-purpose, serving as an office, a classroom, a gym and a place to socialise with friends and family. People now have a new appreciation for their homes and gardens and want them to reflect the way we live and work today, fuelling further desire from homeowners and rental tenants to invest in their properties.

While people are still keen to improve their homes, the continued high cost of living and economic uncertainty has led to a squeeze on household finances and people are spending less by undertaking smaller DIY projects.

We conduct regular surveys with tradespeople and 50% tell us that they have a pipeline of work lined up for over three months, and one in four have work lined up for over 12 months.

The volume of transactions in the housing market is an important indicator and driver of spending on home improvement projects. In 2024, high levels of interest rates have continued to suppress UK housing transactions, which are often a trigger to undertake major home improvement projects such as a new kitchen or bathroom, although this is typically partially offset by renovations to properties in which homeowners decide to stay for longer.

How we are responding

Within a challenging market for large consumer purchases, our Wickes Lifestyle Kitchens range, which addresses the value end of the kitchen market (below £4,000) has proved popular. As customers focus on smaller DIY projects, to meet this customer need, we have enhanced and extended our product ranges in categories, such as painting and decorating and garden maintenance.

A trend that has gained momentum since the pandemic is that more women and younger people are taking on home improvement projects. We proactively market to this customer base, working with female celebrities and influencers to inspire followers with their DIY successes, and create DIY hacks and 'how to' videos aimed at less experienced DIYers, to help them with their home improvement projects.

Celebrity Kimberley Walsh's 'Subtle Sage' own label paint colour

Market review continued

Helping the nation save energy

£1.5bn

estimated annual value of UK domestic solar installation market by 2028[4]

Heating and lighting our homes remains a significant burden on people's finances and the continued high cost of energy has motivated consumers to seek out ways to improve the energy efficiency of their homes and save money.

The average household energy efficiency rating for England and Wales is band D[1] and Great Britain's 29.8m[2] homes are among the least energy efficient in Europe, losing heat up to three times faster than in continental Europe[3]. To achieve the Government's target of net zero emissions by 2050, there will be increasing pressure to decarbonise our homes through retrofitting energy saving solutions.

How we are responding

At Wickes we recognise how important climate change is and, as well as looking to reduce the energy we use as a business, through our Built to Last 'Homes' pillar, we are committed to helping our customers improve the energy efficiency of their homes and save money on their energy bills.

Customers can visit our interactive online 'Energy Efficient Home' where they can find information and 'how to' videos to make their homes more energy efficient, with direct links to the products to purchase. We continue to expand our range of energy saving products such as new air source heat pumps and electric vehicle charging products.

In 2024, we took the strategic move to enter meaningfully into the home energy solutions market, with the acquisition of a majority stake in solar installation company Solar Fast. As a trusted national brand with significant experience in design and installation services at scale, we believe we are well placed to become a market leader in solar installations and home energy solutions more broadly. For more information on Wickes Solar see page 21.

1 ONS Energy efficiency of housing in England and Wales 8 October 2024
2 Department for Energy Security & Net Zero, Household Energy Efficiency, 28 March 2024
3 Decarbonising Buildings: Insights from across Europe, published by the Grantham Institute - Climate Change and the Environment at Imperial College London, December 2022
4 Wood MacKenzie UK PV Capacity Forecast

Wickes 'Energy Efficient Home' with energy saving hints and tips verified by the Energy Saving Trust is available at www.wickes.co.uk

Market review continued

Helping the nation **shop with ease**

In today's retail environment, customers have come to expect a streamlined, personalised shopping experience.

2/3rds
of sales are digitally enabled

96%
of sales go through our stores

They may choose to shop in-store or conduct their entire shopping mission online, from searching social media for inspiration and information, to buying online and getting their product through Home Delivery or Click & Collect services.

Customers increasingly trust User Generated Content (UGC), which is content created and shared online and via social media by consumers. Brands are using UGC as part of their marketing and communication activities to make them more authentic and we use Instagram and Facebook to share home improvement projects that our customers are proud of.

The shopping experience is also being transformed with a shift from traditional payment types to digital wallet payment types, such as Klarna and Apple Pay. Retailers are having to adapt swiftly to the changing preferences of their customers and new digital technologies entering the market.

How we are responding
Our stores are designed and managed to meet all the shopping needs of our customers and maximise operating efficiencies. We do this through our unique '4C' service model (shown below), which incorporates four customer shopping routes and seamlessly integrates both a digital and physical shopping experience – Design & Installation, Self Serve, Assisted Selling and online Order Fulfilment (Click & Collect or Home Delivery).

Every one of our stores acts as a last mile fulfilment hub for digital orders and we offer 30-minute Click & Collect, along with the option for Home Delivery.

For our Design & Installation customers, our digital design tool enables them to visualise and co-create their new kitchen or bathroom on-screen with one of our design consultants.

For customers browsing in store, if we don't stock the product in our Self Serve area, our Online In-Store (OLI) terminals provide real-time access to our extended range of products online.

Our Mission Motivation Engine (MME) uses machine learning to collect customer data to help us understand what home improvement mission the customer is working on. We then use this information to tailor personalised communications to optimise the shopping experience (for more information see page 23).

Business model

DIY

Design & Installation

Local Trade

How we deliver our unique customer proposition

We use our digital strength to gain insight into our customers' shopping habits and our tech-enabled operating model to provide a multi-channel shopping experience

For over 50 years, the trusted Wickes brand has been synonymous with home improvement in the UK

228 stores conveniently located in quality UK retail parks with an average c.28,000 sq ft and our 4C store design, providing an integrated and seamless shopping experience

An inclusive workplace where our highly engaged colleagues deliver exceptional customer service to support our purpose of helping the nation feel house proud

A highly curated range of c.9,000-10,000 branded and own brand products in our stores, and a total of c.30,000 products online, with simple everyday low pricing

Creating value for our key stakeholders

Customers

- High levels of customer satisfaction
- High Trustpilot scores

Shareholders

- Profitable and cash generative
- Good return on capital invested
- Attractive returns through dividends and share buybacks

People

- High levels of colleague engagement
- Job creation
- Skills and career development opportunities

Suppliers

- Long-standing relationships with trusted suppliers
- Growing volumes

Communities

- Supporting community projects
- Fundraising for our charity partner

Read more on page 88-89

Strategy at a glance

Growth levers

We have seven strategic growth levers that will help us to win in the UK home improvement market and achieve our purpose – to help the nation feel house proud. These are illustrated in our growth levers house.

Our vision

A Wickes project in every home

Our purpose

To help the nation feel house proud

Growth levers

Winning for trade

TradePro growth

Read more on page 20

Accelerating Design & Installation

Broadening the proposition with category extensions

Read more on page 21

DIY category wins

Getting our fair share in underweight categories

Read more on page 22

Store investment

High return on investment refits and new stores

Digital capability

Continued development of a seamless offer

Enhanced store service model

Laying the foundations for future growth

A winning culture

Engaged colleagues and growing responsibly

Read more on page 23

Strategy in action

We have invested significantly in our growth levers in 2024 and have made good progress on each of them. Over the next six pages we have summarised the strategic focus and key achievements for each growth lever.

Winning for trade

Our TradePro membership scheme offers a simple digital loyalty scheme for tradespeople, designed to save them time and money

Strategic focus

- Continue to add TradePro members to scheme
- Increase number of active TradePro members[1]
- Extend TradePro to access additional businesses through trade federations
- Enhance TradePro Rewards scheme to build deeper relationships and increase the frequency, spend, loyalty and brand preference

What we achieved

- Hit target of one million TradePro members 2024: 1.04m (2023: 881,000)
- Active TradePro members increased to 581,000
- Grew TradePro sales by 14%
- Added further enhancements to TradePro Rewards programme (see page 20)

Accelerating Design & Installation

Accelerate growth in Design & Installation through digital development and product innovation

Strategic focus

- Continue to enhance and innovate the proposition, introducing new ranges and refreshing our showrooms
- Grow Wickes Lifestyle Kitchens proposition
- Create a unique digitally-enabled, high-service installation process
- Develop Wickes Solar proposition to build market presence

What we achieved

- Acquired majority stake in Solar Fast and rolled out Wickes Solar proposition online and in stores throughout H2 (see page 21)
- Introduced three new kitchen furniture ranges, over 1,000 new bathroom products and launched Bosch appliances

DIY category wins

Provide a curated range in store with an extended range online to offer the best range, price, availability and convenience

Strategic focus

- Get our fair share in underweight product categories
- Hold regular range reviews to innovate and evolve product offering
- Increase number of energy saving products to support customers, as part of our Built to Last Homes pillar
- Broaden our customer base, targeting more women and younger DIYers

What we achieved

- Completed 19 range reviews in key areas including refreshes to gardening, decorating and flooring as well as selected parts of electrical, hardware and roofing
- Launched new categories such as acoustic wall panelling and motor accessories
- Extended our range of air source heat pumps and EV charging products
- Stopped selling compost containing peat

1 Members who have shopped with us in the last 12 months

Strategy in action continued

Store investment

We have a 'right size, right place, right cost' approach, to ensure stores are strategically located for maximum footfall and act as efficient fulfilment centres for digital sales

Strategic focus

- Open around 20 new stores over five years
- Continue to invest in our store refit programme
- Enhance high-volume stores to increase their storage capacity to facilitate more Click & Collect and Home Delivery orders
- Improve energy efficiency and reduce carbon emissions across the estate through investment in energy saving technologies

What we achieved

- Opened new stores in Long Eaton, Durham, Aberdeen and Leamington Spa.
- Refitted seven stores. 80% of stores are now in the new format, delivering good returns. We closed five stores in the year.
- Completed roll out of heating controls to 206 stores and voltage optimisation in 50 stores Installed air source heat pumps in four stores. Ten stores now have on-site solar generation

Digital capability

We are investing significantly in our digital capabilities to deliver a seamless and inspiring shopping experience for our customers by integrating our digital and in-store propositions

Strategic focus

- Develop our digital ecosystem to modernise technology, creating a platform for growth and more agile change capability
- Leverage digital marketing channels and our Mission Motivation Engine (MME) to create tailored inspirational advice for customers
- Enhance fulfilment capability and customer offer, using technology to modernise order management solutions

What we achieved

- Increased digital visit market share from 13.6% to 14.3% year on year[2]
- Introduced new functionality across digital channels, including a new AI-driven product bundling tool to help customers find the items they need for their project
- Ran 11 communications programmes using our MME, delivering incremental revenues across TradePro, Design & Installation and DIY customer audiences

2 SimilarWeb

Enhanced store service model

Our unique '4C' model is designed to meet all our customers' needs through Self Serve, Assisted Selling, Order Fulfilment and Design & Installation Showroom areas

Strategic focus

- Continue to develop our 4C model across store estate
- Integrate digital capabilities across the four areas of the store
- Continue to grow Click & Collect and Home Delivery services through increased capacity, service-enabling technology and best-in-class delivery partners to ensure outstanding customer service and a reduced cost to serve

What we achieved

- Embedded new AI-driven logistics system to enhance productivity, driving improvement in stock forecast accuracy, with 10% reduction in total stock units held and c. 70% reduction in third party storage usage over two years
- Achieved record levels of customer satisfaction, with customers giving the following ratings of 'excellent' or 'good' for Click & Collect - 84%, Home Delivery - 89% and Self Serve - 88%

A winning culture

Delivering exceptional customer service through engaged colleagues and growing responsibly

Strategic focus

- Build a modern workplace and special culture where everyone can feel at home and has the opportunity to thrive (see page 34 for People targets)
- Develop and implement our Built to Last Strategy (see pages 30-52 for full overview)

What we achieved

- Entered the FTSE4Good Index
- Rolled out flexible working across all stores
- Launched our new Colleague Promise
- See pages 30-52 for further achievements across our Responsible Business Built to Last pillars of Environment, People and Homes

Strategy in action continued

Winning for trade

Over one million TradePro customers

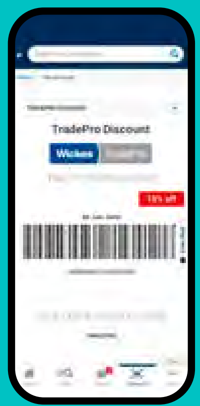
2024 has been a tremendous year for our TradePro membership scheme. In September, we celebrated a milestone in the TradePro success story, hitting our target of 1 million members. We are now focused on growing the number of active customers and this cohort has been rising steadily. It now stands at 581,000, and has more than doubled since 2018.

TradePro members are our most strategically valuable customers, spending on average ten times more in a year than a typical DIY customer. Customers signing up to TradePro typically demonstrate a positive shift in buying behaviour, with a sustained increase in sales and transactions in the six months after joining, compared to the six months before.

Members are attracted by the simple proposition of a flat 10% discount right across the store, the easy to use TradePro app, live availability on the lines that matter most, and the convenience of our 30-minute Click & Collect service, all of which saves them time and money.

14%

increase in TradePro sales year on year



Our TradePro app enables customers to see stock availability in real time

We are actively recruiting, developing and nurturing this customer base. In 2024 we worked to establish Wickes as the preferred partner for the trade by extending the scheme through partnerships with trade federations and several apprenticeship organisations.

TradePro members benefit from our rewards programme, with access to special deals on services such as skip hire, insurance and media subscriptions. In 2024, we added further services, including discounted membership of trade federations such as Checkatrade and Safe Contractor, discounted fuel and vehicle maintenance with Fuel Card Services and promotional offers with easy toolhire. We have also continued to invest in improving members' TradePro digital experience, making it easier to shop via the app, adding VAT/Non-VAT pricing and the ability to use their TradePro card in their digital wallet.

> Our TradePro enhancements demonstrate continued personalisation of the customer experience and are helping to drive membership growth and loyalty.
>
> **Gary Kibble, Chief Marketing & Digital Officer**

Strategy in action continued

Accelerating design & installation

Expanding our installation offer

2024 was an exciting year for our Design & Installation business, as we expanded our installation offer beyond our core services of kitchens and bathrooms, to that of solar panel installation. In May 2024, we acquired a 51% controlling interest in Solar Fast, one of the UK's leading operators in solar installation. Since then, we have rolled out Wickes Solar with point-of-sale now in all stores and the digital journey live on the Wickes website. We have seen an encouraging early response, in both leads and sales conversion.

As outlined on page 14, the market for domestic solar installations is estimated to be worth £1.5bn per annum by 2028[1]. It is a highly fragmented market with no clear brand leader and with a trusted brand and significant experience in design and installation services at scale, Wickes is well placed to be a market leader in home energy solutions.

1 Source: Wood Mackenzie UK PV Capacity Forecast

For our Kitchens and Bathrooms business, 2024 has been a challenging year as people cut back spend on large consumer purchases, resulting in a decline in like-for-like sales. However, performance improved significantly later in the year, driven by enhancements we made to the business.

We simplified our Bespoke and Lifestyle kitchen ranges to present customers with a unified Wickes Kitchens offering, with a single brochure, website and clearer advertising stance. We continue to innovate for our customers, and introduced three new furniture colourways to our kitchens range, launched over 2,000 new kitchen products and 1,000 new bathroom products.

We have also taken a number of steps to simplify the customer journey. In the summer, we removed the role of kitchen & bathroom adviser and increased the number of design consultants in response to customer feedback, introducing technology to facilitate new customers to book directly with a design consultant. These enhancements have resulted in a better customer experience and reduced operating costs.

> The Wickes brand has been trusted by home improvers for over 50 years and with Wickes Solar as part of our proposition, we will be perfectly placed to support them with their energy saving plans.

David Wood, Chief Executive Officer

160

New design consultants

Wickes Lifestyle kitchen Ohio range

Strategy in action continued

DIY category wins

Increasing market share in key categories

We continue to strive for the best possible range, price and availability for our customers. We sell a highly curated range of 9,000-10,000 stock keeping units (SKUs) in our stores, and a total of c.30,000 products online and we are constantly reviewing the range to ensure that each product category is meeting expectations.

Whilst market demand for large projects, such as tiling and flooring, has been more subdued, we have successfully gained market share in these categories, as well as increasing sales in the categories for smaller projects, such as paint and garden maintenance.

To ensure we are meeting the demands of today's consumers, we always strive to adapt and innovate our product offering and carry out a regular drum beat of range reviews in the year. In 2024, we conducted 19 range reviews with a strategic emphasis on introducing new and innovative products in our core categories as well as consolidating our existing SKUs. We have introduced new products, such as acoustic wall panelling, which is proving very popular with customers.

> At Wickes we pride ourselves on always having the best availability and best price on the lines that matter most to our customers.

Mark Cooke, Chief Commercial Officer

19

Range reviews

In recent years we have been actively seeking to broaden our customer base, especially to encourage more women to try their hand at DIY. We partner with female influencers to reach this audience and through our partnership with celebrity Kimberley Walsh, we have worked with her to create her own paint colours. This year's colour, Subtle Sage was our best-selling own brand paint colour.

As part of our Built to Last Strategy, our Homes pillar seeks to help customers find ways to reduce their energy consumption. In the year, we augmented our range of home energy saving products, introducing such products as ThermaSkirt skirting panels, expanding our range of air source heat pumps and we made changes to our labelling and promotional materials to give guidance to customers on the environmental benefits of certain products. (For more information on our Homes pillar see pages 46-47).

The new acoustic wall panels are a hit with customers

Strategy in action continued

Digital capability

Enhancing the digital journey

In 2024, we continued to invest in our digital capability to deliver an improved omni-channel shopping experience for our customers. Digital sales have remained flat year on year despite a much tougher market. We have been successful in increasing sales conversion, which is up 8% due to improvements in our digital experience and expansion of our payment options.

Our key digital tool is our proprietary and market-leading machine learning model, our Mission Motivation Engine (MME), which we use to deliver tailored help and product advice to customers to help them complete their home improvement projects. Our MME collects data from web and social media channels to better understand who our customers are, what they browse, what they buy, how and when. We use this insight to predict what home improvement mission they are undertaking and produce personalised marketing communications sent via owned and paid channels to suggest to them the products they might need to help them with their project.

1 Source: SimilarWeb (13.6% to 14.3% year on year)

In 2024, our Missions Motivation Engine delivered significant incremental sales, with a particularly strong performance from our Local Trade customer programmes and we will continue to develop and evolve this tool to enhance the customer experience, build loyalty and brand preference and deliver competitive advantage.

We also introduced several other technology-enabled features to further enhance the customer journey. We added Clearpay as a digital payment method in 2024 and now offer Klarna, Clearpay, Apple Pay and Google Pay alongside traditional card payment methods. In 2025 we plan to further enhance the customer experience by continuing to develop more payment options for customers.

5%

Wickes digital market share growth[1]

Other new digitally-led features to help customers plan, shop and complete their home improvement projects include our 'Matchmaker' selection tool, which enables customers to visualise their dream kitchen or bathroom; an enhanced content search capability which makes it easier for customers to search for help and advice on the website; and an improved product bundling tool, that incorporates AI-driven recommendations to anticipate all the items a customer might need for their project.

> Digital is at the vanguard of everything we do to grow our relationship with customers and enhance the customer journey.

Paul Canavan, Director of Digital

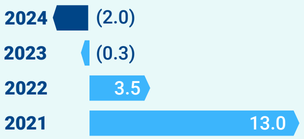
Weekly email to TradePro customers tailored to their needs

Key performance indicators

Strategic growth levers
1 Winning for trade
2 Accelerating Design & Installation
3 DIY category wins
4 Store investment
5 Digital capability
6 Enhanced store service model
7 A winning culture

Financial

Group LFL sales (%)



Description
A measure of the underlying sales growth of products to Local Trade, DIY and Design & Installation customers.

Definition
Sales to Local Trade, DIY and Design & Installation customers from stores that have been open for more than 12 months.

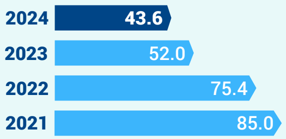
Link to growth levers
1 2 3 4 5 6 7

LFL sales is a measure of how successful we have been in developing our growth levers.

Remuneration linkage
Linkage is via the impact of LFL sales growth on Adjusted PBT.

Target
We aim to grow market share from the existing store estate in order to generate operating leverage.

Adjusted PBT (£m)



Description
Profit before tax adjusted for items that are material in size or unusual in nature as presented as part of the income statement.

Definition
Adjusted PBT is our key profit target to measure underlying performance and is calculated before deducting adjusting items, such as impairments or restructuring costs.

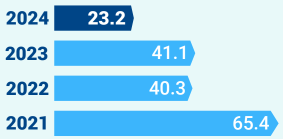
Link to growth levers
1 2 3 4 5 6

Adjusted PBT is a key measure of the efficiency of the business and the returns we deliver on our growth investment.

Remuneration linkage
Adjusted PBT represents 70% of the annual bonus target for Executives.

Target
We aim to grow adjusted PBT each financial year, although this will be dependent on market and competitive conditions.

Statutory PBT (£m)



Description
Profit before tax in the financial year on a statutory basis, as reported in the income statement.

Definition
Statutory profit before tax.

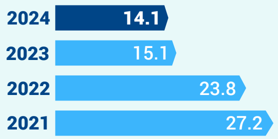
Link to growth levers
1 2 3 4 5 6

Profit before tax is a key measure of the efficiency of the business and the returns we deliver on our growth investment.

Remuneration linkage
Linked to Adjusted PBT.

Target
We aim to grow statutory PBT each financial year, although this will be dependent on market and competitive conditions.

Adjusted basic EPS (p)



Description
A measure of how much adjusted profit after tax the Company makes for each share in issue.

Definition
Post-tax adjusted profit divided by the average number of shares in issue, before adjusting for share options.

Link to growth levers
1 2 3 4 5 6

EPS growth is closely linked to profit growth. It also reflects the effects of the capital allocation policy, in particular the share buyback programme.

Remuneration linkage
Adjusted basic EPS represents 60% of the Long Term Incentive Plan target for Executives.

Target
We aim to grow adjusted basic EPS each financial year, although this will be dependent on market and competitive conditions.

Dividend per share (p)

Description
A measure of how much adjusted profit the Company distributes for each qualifying share in issue.

Definition
The amount per ordinary share the Company distributes to shareholders of that financial year's retained profit.

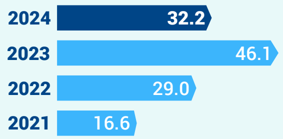
Link to growth levers
1 2 3 4 5 6

Dividends to shareholders reflect the company's success in executing its growth levers, and in generating cash.

Remuneration linkage
Dividends are an important element of Total Shareholder Return (TSR), which represents 30% of LTIP targets for Executives.

Target
We target dividend cover of between 1.5 times and 2.5 times EPS.

Free cash flow (FCF) (£m)



Description
Cash flow available for distribution or debt repayment in any given financial year, after investing in the business and paying tax and interest.

Definition
Cash generated from operations, before the impact of adjusting items, after capex, interest and tax.

Link to growth levers
1 2 3 4 5 6

All growth levers are important in driving sales and profitability, which in turn support free cash flow.

Remuneration linkage
Free cash flow represents 20% of the annual bonus target for Executives.

Target
We aim to grow free cash flow each financial year, although this will be dependent principally on the level of profitability and investment in capex and working capital.

Key performance indicators continued

Strategic growth levers
1 Winning for trade
2 Accelerating Design & Installation
3 DIY category wins
4 Store investment
5 Digital capability
6 Enhanced store service model
7 A winning culture

Cash (£m)

2024	86.3
2023	97.5
2022	99.5
2021	123.4

Description
A measure of year end cash.

Definition
The total value of our year end balance of cash and cash equivalents.

Link to growth levers
1 2 3 4 5 6

Cash will be influenced by our performance across all our growth levers.

Remuneration linkage
Linkage is via profit and free cash flow performance.

Target
Our capital allocation policy has a target minimum cash balance of £50m.

Operational

Stock turn

2024	4.3
2023	4.3
2022	4.4
2021	5.1

Description
A measure of how efficient we are in converting our stock into sales.

Definition
Cost of goods sold excluding installation services divided by the average of inventory held in the year.

Link to growth levers
1 2 3

More rapid stock turn, especially relative to the creditor payment cycle, is a key driver of free cash flow.

Remuneration linkage
Linkage is via the impact on FCF.

Target
We aim to maintain stock turn at around 4.0 - 5.0 times, although this is dependent on trading conditions, product mix, supply chain issues, and targets for product availability.

Digital sales (%)

2024	66.1
2023	66.9
2022	65.5
2021	65.1

Description
This measures how successfully we are engaging with our increasingly digital customer base.

Definition
The proportion of customer journeys which start online, plus direct digital sales such as Local Trade, Click & Collect and Home Delivery orders.

Link to growth levers
1 2 5 6

Our customer base is increasingly digital, and if we do not serve them well our market share and profitability will suffer over the long term.

Remuneration linkage
Linkage is via the impact on sales and profit performance, and the returns we generate from our digital investments.

Target
We expect our digital participation to grow over time as we serve our customers' digital needs.

TradePro members (k)

2024	1,043
2023	881
2022	746
2021	634

Description
TradePro is our digital membership club for Trade offering a 10% discount on all purchases.

Definition
Total number of TradePro members.

Link to growth levers
1 3 4 5

Servicing trade customers is central to our offer, and reflects our strengths in digital, pricing and convenience.

Remuneration linkage
Linkage is via profitable growth of trade sales.

Target
We have met this target.

Responsible business

GHG emissions (m tCO_2e)

2024	1.593
2023	1.566
2022	1.648
2021	1.766

Description
We are acutely aware of our impact on the environment and this measure covers emissions from our own stores, transportation and our wider value chain.

Definition
Scope 1, 2, and 3 greenhouse gas emissions (GHG), measured as tonnes of carbon dioxide equivalent (tCO_2e).

Link to growth levers
7

We are committed to being a responsible business, and greenhouse gas emissions reductions are a key part of this.

Remuneration linkage
Near term science-based targets represent 10% of the Long Term Incentive Plan for Executives.

Target
Deliver near term science-based targets.

Store leadership diversity (%)

2024	76.4
2023	73.4
2022	75.1
2021	67.4

Description
We want to build a more diverse and inclusive workforce, for the good of our colleagues and customers.

Definition
The proportion of stores that have at least one female in every store leadership team.

Link to growth levers
7

We strive to grow an inclusive and diverse business in order to best support the needs of our customers and communities.

Remuneration linkage
Gender and ethnicity diversity targets represent 10% of the annual bonus for Executives in 2024.

Target
Over the long term, the aspiration is to achieve a gender balanced team across all roles and functions at Wickes.

Financial review

Delivering for Shareholders

Mark George, Chief Financial Officer

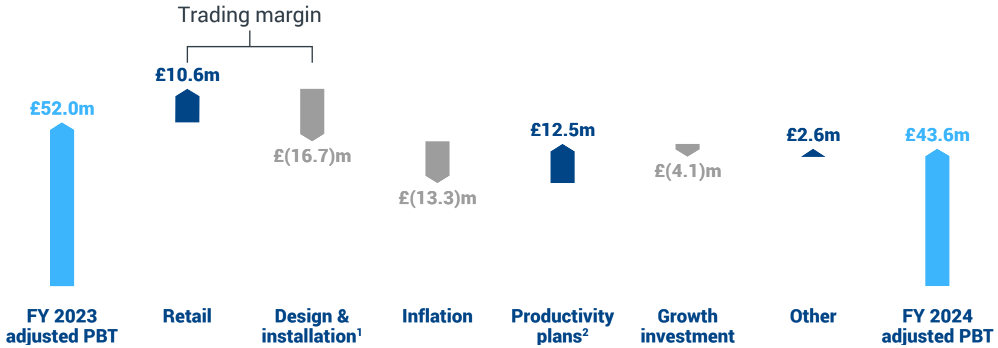
Revenue of £1,538.8m, including £10.0m contribution by Solar Fast since completion, reflects a contraction in sales of 1.0% year-on-year. Continued volume-driven growth in Retail was offset by LFL declines in Design & Installation. Gross margin increased by 16 basis points, reflecting careful management of range, price and promotions.

We faced considerable cost headwinds this year with another significant rise in the National Minimum Wage as well as more general inflationary pressures across the business. Our planned productivity initiatives have helped to mitigate these headwinds, with savings made across a number of areas including simplifying the customer journey, distribution, customer services and store shrinkage. Looking ahead, the unforeseen changes to National Insurance Contributions rates and thresholds announced in the Autumn Budget 2024 are expected to add c. £6m to our direct costs on an annualised basis or c. £4.5m pro forma for 2025. We will be seeking further productivity gains in order to help offset this additional cost headwind, as well as another significant increase in National Minimum Wage planned for April 2025.

> Our financial results have demonstrated the strength of our business model, delivering a good performance in challenging market conditions.

Adjusted profit before tax declined to £43.6m (2023: £52.0m) reflecting the factors noted above. Statutory profit before tax decreased by 43.6% to £23.2m (2023: £41.1m) reflecting an increased adjusting items charge, primarily due to non-cash impairment charges relating to IFRS 16 lease assets and to property, plant and equipment.

Adjusted PBT waterfall



1 Design & Installation trading margin excludes the impact of Solar Fast
2 The impact of YoY savings in distribution costs is displayed in productivity plans, whereas in the statutory income statement this is included in gross margin

Financial review continued

There was £86.3m of cash on balance sheet at the end of the period (2023: £97.5m), after the net initial payment for the acquisition of a 51% controlling stake in Solar Fast[1], the completion of the £25.0m share buyback programme[2] and the sale and leaseback of our Braintree store, which raised £6.2m. Average cash across the year was £144.3m, reflecting our normal cycle of working capital.

	Year end 2024	Average 2024
Debt	Nil	Nil
Cash & equivalents	£86m	£144m
Net cash/(debt)	£86m	£144m

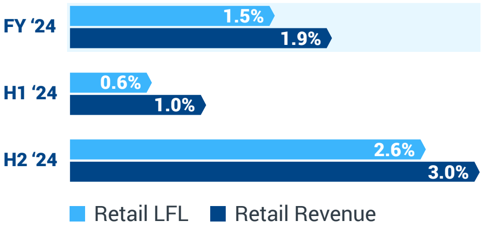
Revenue

Revenue for the 52 weeks to 28 December 2024 was £1,538.8m (2023: £1,553.8m), a decrease of 1.0% on the prior year. Net selling area was broadly flat year on year as new store openings in Long Eaton, Durham, Aberdeen and Leamington Spa were offset with closures of some older stores. LFL sales for the period were -2.0%.

Retail revenue – sales from products sold to DIY customers and local trade professionals – increased by 1.9% to £1,212.3m (2023: £1,189.1m). Retail LFL revenue increased by 1.5%, driven by positive volume growth, with selling prices in mild deflation.

Within Retail, our TradePro business continues to perform strongly, with sales +14%. This is driven by the number of active members increasing to 581,000 in 2024, as local traders continue to choose Wickes to save them time and money.

Retail sales

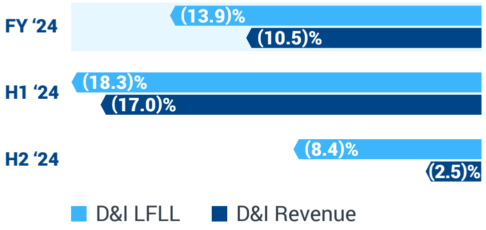


Our market share in Retail has grown to record levels with increases across numerous categories, particularly in the strategic categories of interior paint, decorative accessories and garden projects.

Wickes remains highly competitive on price, with weekly benchmarking of hundreds of thousands of items to ensure we are competitive on the lines that matter most. Our strategy is to offer everyday low pricing with limited use of targeted promotions so that our customers can rely on consistent and transparent pricing.

Design & Installation delivered revenue[3] – sales from projects sold by our showroom design consultants – was £326.5m (2023: £364.7m), a decrease of 10.5% or 13.9% on a LFL basis. This reflected challenging market conditions, with a softer market environment for large consumer purchases. Ordered sales[4] in 2024 saw a single digit LFL decline but, encouragingly, returned to year-on-year growth in Q4.

Design & Installation sales



From 2025 onwards, all kitchen and bathroom revenue will be reported within the Design & Installation Ranges revenue stream. This presentational change to segmental reporting groups all kitchen and bathroom ranges together, whether they are Lifestyle or Bespoke. This presentation aligns with our commercial operations and customer approach to buying kitchen and bathroom projects. Previously, any sales of Wickes Lifestyle Kitchens that included a design element were classified in the Design & Installation revenue stream, whereas self-serve purchases of the Wickes Lifestyle Kitchens range were classified in the Retail revenue stream. From 2025 onwards, Design & Installation Ranges will include all product categories which could be sold as part of a design and/or installation and where the majority of sales of those products are designed and/or installed. Solar sales will continue to be included in Design & Installation Ranges.

Had the new presentational approach been adopted for 2024, Retail revenue would have been £1,129.8m with revenue growth of 1.9% and LFL revenue growth of 1.5%. Design & Installation revenue would have been £409.0m with a revenue decline of 8.0% and LFL revenue decline of 10.9%.

Gross profit

Adjusted gross profit for 2024 was £565.1m, a slight decrease compared to the prior year (2023: £568.1m). Adjusted gross profit margin increased by 16 basis points, reflecting careful management of range, price and promotions.

Statutory gross profit of £566.6m increased slightly from the prior year (2023: £565.0m). Statutory gross profit margin increased by 46 basis points, for the reasons described above for adjusted gross profit, in addition to a positive derivative fair value movement in the year.

		FY 2024 current methodology	**FY 2024 new methodology**
Retail	Revenue	£1,212.3m	**£1,129.8m**
	Revenue growth	1.9%	**1.9%**
	LFL revenue growth	1.5%	**1.5%**
Design & Instillation	Revenue	£326.5m	**£409.0m**
	Revenue growth	(10.5)%	**(8.0)%**
	LFL revenue growth	(13.9)%	**(10.9)%**
Group	Revenue	£1,538.8m	**£1,538.8m**
	Revenue growth	(1.0)%	**(1.0)%**
	LFL revenue growth	(2.0)%	**(2.0)%**

In FY24 sales of Wickes Lifestyle Kitchens which include a design element are classified as D&I, whereas self-serve purchases of the Wickes Lifestyle Kitchens range are classified as Retail. From 2025 onwards, D&I will include all product categories which could be sold as part of a design and/or installation and where the majority of sales of those products are designed and/or installed. D&I will continue to include installation revenue and Wickes Solar.

1 The enterprise value of the 51% stake in Solar Fast was £5.1m. A further payment was made of £2.7m, representing Wickes' 51% of the cash acquired on completion, of which £2.5m was subsequently repaid by way of dividend
2 £10.0m (plus £0.1m stamp duty and fees) of the £25.0m share buyback programme was executed in 2023, with the remaining £15.0m (plus £0.1m stamp duty and fees) completed in 2024
3 Delivered sales refers to the revenue which is recognised when the Group has satisfied its performance obligation to the customer and the customer has obtained control of the goods or services being transferred
4 Ordered sales refers to the value of orders at the point when the order has been agreed

Financial review continued

£1,538.8m

Revenue 2024

£43.6m

Adjusted PBT

> Productivity initiatives have largely mitigated headwinds in costs.

Operating profit

Adjusted operating profit of £67.4m decreased by 8.7% year on year (2023: £73.8m) and the adjusted operating profit margin decreased to 4.4% (2023: 4.7%). The decline in operating margin reflects an environment of weaker consumer demand for larger ticket items combined with the impact of pressure on operating costs due to wage inflation and other general inflationary factors as described above. These increases were partly mitigated by strong Retail performance and planned productivity initiatives.

Statutory operating profit decreased by 24.8% to £47.3m (2023: £62.9m), reflecting the decline in operating margin described above and the impact of increased impairment charges in the year, partially offset by reductions in other charges such as business separation/restructuring costs and a positive derivative fair value movement in the year.

Net finance costs

Adjusted net finance costs were £23.8m (2023: £21.8m). These costs are a combination of the IFRS 16 interest charges associated with our property and equipment leases, partially offset by interest income earned on cash held in the business.

Statutory net finance costs were £24.1m (2023: £21.8m), comprising the elements noted above in addition to fees incurred in extending the Group's revolving credit facility (RCF).

Adjusted profit before tax

Adjusted profit before tax was £43.6m (2023: £52.0m), a decline of 16.2% year-on-year, reflecting the factors noted above. Adjusted PBT in the second half of the year was only 3.3% down year on year, representing a significant improvement compared to the first half.

Adjusting items

Pre-tax adjusting item charges were £20.4m (2023: £10.9m). These comprise a right-of-use asset impairment charge of £12.3m (2023: £2.7m), a property, plant and equipment impairment charge of £5.8m (2023: nil), costs related to restructuring in Design & Installation of £4.0m (2023: £8.8m of IT separation costs), costs related to the Solar Fast acquisition of £0.8m (H1 2023: nil) and costs related to the extension of the Revolving Credit Facility of £0.3m (H1 2023: nil), partially offset by derivative fair value gains on foreign exchange contracts of £1.5m (H1 2023: losses of £3.1m) and a reversal of impairment of right-of-use asset recognised in prior periods of £1.3m (2023: £3.7m).

Profit before tax

Profit before tax decreased to £23.2m (2023: £41.1m) reflecting the factors noted above and includes £0.4m from Solar Fast.

Tax

The tax charge for the period was £4.8m (2023: £11.3m). The effective tax rate for the period was 20.3% (2023: 27.5%). The decrease primarily reflects capital allowance claims made in the period in respect of historical expenditure.

Tax credit on adjusting items was £4.9m (2023: £2.6m).

Investment and capital expenditure

Capital expenditure for the year was £26.1m (2023: £38.2m).

The largest component of capex was £13.3m investment in the store estate (2023: £20.4m), of which refits were £5.3m, new stores £7.1m and other store capex across the estate £0.9m. There was £4.8m capex investment in our digital capabilities (2023: £6.1m), as we continue to develop our multi-channel offer.

There was a net cash outflow of £5.1m for the acquisition of our 51% stake in Solar Fast. This comprises the initial aggregate consideration of £7.6m, representing £5.1m for the equity shares, less a £0.2m negative working capital adjustment, plus £2.7m for acquired cash, of which £2.5m cash was repaid to Wickes by dividend post completion.

Financial review continued

£41.1m

Returned to shareholders in 2024[1]

£144m

Average cash & equivalents 2024

We expect capital expenditure for 2025 to be c. £30-35m, driven by continued investment in the store estate and further IT capital expenditure, as we continue to enhance our operating systems and customer experience. In addition we expect to continue to invest in SaaS IT projects, which will be expensed through the income statement.

Cash/net debt

Cash at the end of the period was £86.3m (2023: £97.5m), in line with our expectations. This cash balance is stated after the net initial payment for the acquisition of a 51% controlling stake in Solar Fast, the completion of the £25.0m share buyback programme[2] and the sale and leaseback of our Braintree store, which raised £6.2m.

Operating profit decreased year-on-year, resulting in cash flows from operations of £170.6m (2023: £177.0m). Cash outflows related to working capital movements were £1.5m (2023: inflow of £2.6m), reflecting a lower Design & Installation order book, partially offset with improved inventory management.

> We continue to deliver strong cash generation and good returns to shareholders.

Cash outflows from financing activities of £158.5m (2023: £150.4m) include £114.4m (2023: £111.7m) related to lease liabilities, £26.1m dividend payments (2023: £27.4m) and £15.1m of share buybacks[2] (2023: £10.1m).

Inventories decreased slightly to £192.9m (2023: £195.5m).

Dividend

The Board has recommended a final dividend of 7.3p per share, in line with prior guidance, which will be paid on 6 June 2025 to shareholders on the register at the close of business on 25 April 2025. This will bring the full year dividend for the 2024 financial year to 10.9p. The proposed final dividend is subject to the approval of Shareholders at this year's Annual General Meeting.

The shares will be quoted ex-dividend on 24 April 2025. Shareholders in the UK may elect to reinvest their dividend in the Dividend Reinvestment Plan (DRIP). The last date for receipt of DRIP elections and revocations will be 15 May 2025.

Share buy back

The £25m share buyback programme commenced in 2023 was completed in September 2024. A new share buyback programme of £20m has been announced today and will commence in April 2025.

Mark George
Chief Financial Officer

1 From dividends and completion of £25m share buyback
2 £10.0m (plus £0.1m stamp duty and fees) of the £25.0m share buyback programme was executed in 2023, with the remaining £15.0m (plus £0.1m stamp duty and fees) completed in 2024

Capital allocation policy

Strong balance sheet

- Operate with net cash at all times
- Cash of at least £50m at year end
- RCF provides additional liquidity

Investing in the business

- Capex of c.2% of sales
- Refits, new stores and IT
- Target blended ROIC >15%

Ordinary dividend

- Target dividend cover of 1.5x – 2.5x in normal trading

Return of surplus cash

- Excess cash will be returned to shareholders

Responsible business

Introduction to Responsible Business

Sonita Alleyne, Chair of the Responsible Business Committee

As Chair of the Responsible Business Committee, I am pleased to introduce the Responsible Business section of this Annual Report and Accounts.

Amidst an ongoing turbulent macroeconomic backdrop, in 2024 the business continued to focus on delivering key targets and commitments it set as part of its Responsible Business Strategy. The wellbeing and empowerment of our colleagues is a high priority for the business, and enables it to deliver a positive impact to society. The business has a proven track record of supporting its colleagues, and the launch of its new employee value proposition, the Colleague Promise, in 2024, helps cement this further (see pages 38-39).

As a business we are excited about the role we can play in supporting customers to save energy and reduce the carbon emissions of their homes by expanding our home energy solutions proposition. The acquisition of Solar Fast in 2024 has introduced a new service offering to help customers with the installation of solar panels (see pages 46-47).

> The wellbeing and empowerment of our colleagues is a high priority for the business, and enables it to deliver a positive impact to society.

Reducing carbon emissions from the business's direct and indirect activities remains a key focus. We are pleased with the work undertaken during the year to better understand the business's full carbon footprint, and rebaseline its science-based targets. Collaboration is paramount to tackle the challenge of decarbonising the business and its supply chain, and Wickes' involvement in the global home improvement industry's Make it Zero initiative will be pivotal to hitting its net zero goal (see page 43).

This year, progress has been made with integrating responsible business into all aspects of the business. Colleague gender and ethnic diversity targets have continued to be linked to the Executive annual bonus scheme, and the decarbonisation roadmap is linked to the Long Term Incentive Plans for 2023, 2024 and 2025.

The Board and I remain committed to facing the challenges that lie ahead for the business, and we continue to ensure that the business addresses its substantive social and environmental impacts, whilst balancing positive commercial performance.

Sonita Alleyne
Chair of the Responsible Business Committee
19 March 2025

Responsible business continued

Our approach to responsible business

Our Responsible Business Strategy 'Built to Last' directly supports our corporate purpose to help the nation feel house proud.

By delivering Built to Last, we are building a business we are proud of:

- where all our colleagues can feel at home and are empowered to support their communities and customers;
- by supporting the fight against climate change and taking action to protect the natural environment; and
- by helping our customers to save energy and reduce the carbon footprint of their homes.

Understanding what's important

When we developed our Built to Last Strategy in 2021, we engaged with our key stakeholders to inform our understanding and assessment of our most material sustainability topics. We address our priority topics through three core pillars: People, Environment and Homes. These are underpinned by our Fundamentals – these are ESG areas that are critical to operating a responsible business. We manage and measure our performance across these critical topics: health and safety, ethical business conduct, and responsible sourcing.

Throughout 2024, we have continued to engage with key stakeholder groups, including our colleagues, customers and investors, to ensure that we maintain our focus on the topics that are of most importance to them. Relevant insight from our customer research is discussed on page 46, and a summary of our colleague listening forums is provided on page 37. Key themes arising from conversations with investors continue to focus on our climate change targets and our performance in ESG ratings. In our Section 172 statement, we have formally recognised the environment as a key stakeholder of the business alongside our communities (see page 89).

As a large business and prominent brand in the UK, we recognise the important role that we hold with building a sustainable society. We map how our strategy aligns to the UN's 2030 Sustainable Development Goals (SDGs). The targets in our Responsible Business Strategy directly contribute to the delivery of targets that sit within 8 of the 17 SDGs (see summary table on page 33).

Governance

Our Board-level Responsible Business Committee is responsible for:

- reviewing and approving the Responsible Business Strategy, ensuring it addresses key issues relevant to the business;
- monitoring the execution of the Responsible Business Strategy, including approving related targets and monitoring performance against these targets; and
- providing assurance to the Board that the Responsible Business Strategy is the right strategy to support the long term sustainable success of the business and that it is being implemented effectively.

The Committee regularly reports to the Board on progress and matters arising.

Our Executive Board receives regular updates from the Head of Sustainability and Environment on progress with delivering the Responsible Business Strategy across the business. A Responsible Business Working Group brings together leaders in the business to work collaboratively to deliver the strategy.

Further information on these governance arrangements in the context of climate-related risks and opportunities is set out in our Climate-related Financial Disclosures report on pages 53-65 and the Responsible Business Committee report on pages 104-105.

Disclosures

We recognise that disclosing our performance is an essential part of building trust with our stakeholders by demonstrating how we are performing with the delivery of our Responsible Business Strategy. We disclose our performance on material ESG issues through several external benchmarks. We have aligned our climate-related disclosures with the UK's current requirements (see page 65).

In 2024, we continued our engagement with CDP, and we're pleased to have maintained our scores of B for Climate Change and C for Forests.

We were also delighted to have been recognised in the FTSE4Good Index Series, by achieving a score of 3.4 in the FTSE Russell ESG Scores. We also increased our score in MSCI's ESG Ratings from AA to AAA.

We have continued to disclose against the Sustainability Accounting Standards Board (SASB) standard for our sector – Multiline and Speciality Retailers & Distributors. This can be found on our website, along with additional ESG metrics: www.wickesplc.co.uk/company/responsible-business/policies-and-reporting/.

FTSE4Good

CDP Discloser 2024

MSCI ESG RATINGS AAA

Responsible business continued

Our Built to Last strategy

We believe we have an important role to play in society, from the products we sell, to the stores we run and the infrastructure we use to serve our customers.

Built to Last

People

Where all our colleagues can feel at home and are empowered to support their communities and customers.

- Colleagues
- Customers
- Communities

Read more on pages 34-41

Environment

Supporting the fight against climate change and taking action to protect the natural environment.

- Carbon
- Waste
- Nature

Read more on pages 42-45

Homes

Helping our customers save energy and reduce the carbon footprint of their homes.

- Products
- Services
- Installations

Read more on pages 46-47

Underpinned by our

Fundamentals

Safety and wellbeing

Our safety culture is centred around commitment and care and we make it our priority to ensure that everyone who works and shops with us goes home safe and well every single day.

Ethical business conduct

We are committed to conducting our operations honestly, responsibly and with integrity.

Responsible sourcing

From the materials used to make our products, to how they are manufactured and transported, everything we do is built on a responsible supply chain.

Read more on pages 48-52

Responsible business continued

Built to Last progress update

Data subject to Independent Limited Assurance by DNV Business Assurance Services UK Ltd (DNV). DNV's Limited Assurance Statement is available on our website at **www.wickesplc.co.uk/company/responsible-business/policies-and-reporting/**

Pillar	Focus Area	Our Targets	Progress in 2024	Further information	Alignment with UN Sustainable Development Goals (SDG) and Targets
People	Inclusion and diversity	Gender: 35.6% female representation across our management population by the end of 2024	**36.98% females in our management population** by the end of 2024	See page 35	SDG 10 Reduced Inequalities – Target 10.2
		Ethnicity: 11.6% Underrepresented Ethnic Minorities (UEM) representation across our management population by the end of 2024	**11.86% UEM in our management population** by the end of 2024		
	Learning and development	Offer and support 200 Early Career places in 2024	**178 Early Career places** were provided in 2024	See page 36	SDG 4 Quality Education – Target 4.4
	Charity and community	Raise £1 million for The Brain Tumour Charity in 2024, towards our £2 million fundraising goal	**£926,635.80 fundraised in 2024;** total fundraised £1,556,199.24 (at 28 December 2024)	See page 41	SDG 3 Good Health and Wellbeing – Target 3.4
		Support 1,500 projects across our local communities in 2024 through the Wickes Community Programme	**2,156 projects supported** across our local communities	See page 41	SDG 9 Industry, Innovation and Infrastructure – Target 9.1
Environment	Carbon	Reduce absolute Scope 1 and 2 greenhouse gas (GHG) emissions by 42% by 2030 (from a 2021 base year)	**61.3% reduction** in 2024 Scope 1 and 2 GHG market-based emissions compared with 2021	See page 43	SDG 7 Affordable and Clean Energy – Target 7.3
		55% of our suppliers by emissions covering purchased goods and services to have science-based targets by 2027	52 of our suppliers, **representing 27.3% of our 2024 Scope 3 GHG emissions**, have set SBTi-validated targets	See page 43	SDG 7 Affordable and Clean Energy –Target 7.3
		Reduce absolute Scope 3 GHG emissions from the use of sold products by 42% by 2030 (from a 2021 base year)	**19.7% reduction** in absolute Scope 3 GHG emissions from the use of sold products in 2024 compared with 2021	See page 43	SDG 12 Responsible Consumption and Production – Target 12.2
	Packaging	Primary plastic and paper packaging for our own brand products to have at least 50% recycled content by 2025	3**0% of primary paper and plastic packaging** used on Wickes own brand products **contains at least 50% recycled materials**	See page 44	SDG 12 Responsible Consumption and Production – Target 12.5
		100% of PVC and polystyrene removed from primary packaging on our own brand products to make it easier to recycle by 2025	**100% of PVC removed** from primary packaging on Wickes own brand products by the end of 2024, and 100% polystyrene removed by February 2025.	See page 44	SDG 12 Responsible Consumption and Production – Target 12.5
Homes	Products	50% (by revenue) of our own brand products classified as 'supporting sustainability'	**59%** (by 2024 revenue) of our **own brand products** classified as **'supporting sustainability'**	See page 47	SDG 13 Climate Action – Target 13.1
Fundamentals	Safety	Our aim is: Everyone home safe and well, every single day	**36% reduction in colleague Lost Time Accident Frequency rate** and **1% reduction in actual customer accidents**	See page 49	SDG 8 Decent Work and Economic Growth – Target 8.8

Responsible business
continued

People

Colleagues

Customers

Communities

Our objective

We are building a business we are proud of, where all our colleagues can feel at home and are empowered to support their communities and customers.

Our targets

- A gender-balanced team across all roles and functions at Wickes.
- A business that reflects the communities we serve through ethnic diversity and leadership ethnicity balance.
- Offer and support 200 Early Careers places each year from 2022 to 2024. We are reviewing our performance and will set a new Early Careers target for 2025.
- Raise £2 million for our charity partner over the two-year partnership.
- Wickes' Community Programme to support 1,500 projects across our local communities each year.

At Wickes, our people are our greatest asset. We're building a space where everyone can be themselves and be empowered to support our communities and customers.

Culture

Our values are strongly embedded in our culture. We call them our Winning Behaviours. Our colleagues understand and display the behaviours, which support us in achieving our plans.

Winning
We relentlessly pursue our targets, celebrate and share successes, support all colleagues and embrace challenges positively.

Can do spirit
We say 'yes' to challenges, go the extra mile for customers and take initiative.

Being at your best
We approach every day with fresh enthusiasm, lead by example and learn every day.

Humility
We acknowledge we don't have all the answers and are honest and accountable.

Authentic
We embrace our true selves, respect our colleagues and have courage to face tough conversations.

In 2024, our leadership team co-created a set of behaviours specifically for colleagues in leadership roles within the business. These leadership behaviours build on our values and will underpin our selection, development and performance management going forward. We believe that these will make the biggest difference to our success in the future by providing a guide for our leaders in terms of what is expected of them and how they bring leadership to life at Wickes.

People key performance indicators

76.4%
stores that have at least one female in leadership
2023: 73.4%

13.3%
of all our colleagues identify as Black, Asian or other ethnic minority
2023: 12.8%

2,156
projects supported across our local communities
2023: 1,468

£926,635
banked for our charity partner, The Brain Tumour Charity
2023: £719,060

39.0%
of all our colleagues identify as female
2023: 39.9%

22.6%
voluntary colleague turnover
2023: 23%

178
early career placements supported
2023: 280 placements

7.7/10
overall colleague engagement[1]
2023: 7.9/10

1 Calculated from four engagement questions in colleague survey

Responsible business continued

Colleagues

Building a workplace where all colleagues can thrive

Ways of working and reward

Guided by our colleague reward principles, we continued to enhance our reward offering during 2024. We awarded an average wider workforce salary increase of over 5%, and made specific enhancements to the reward package for our Duty Managers. We pay the National Minimum Wage as a minimum. Basic pay within stores is supplemented by 'Gainshare', our store profit share plan, which incentivises and rewards team performance whilst also helping us keep our costs flexible. We do not have zero-hours contracts, and all our colleagues are on a minimum of 16 hours a week (unless the colleague has requested otherwise).

In response to colleague feedback, in 2024 we introduced 'Save', allowing colleagues to build up personal savings directly from their pay. 'Save' supplements our existing salary advance and payroll loan options, which were utilised by colleagues over 15,000 times last year. In 2025, we will continue to review this benefit alongside the rest of our offering.

Fair pay remains at the core of our reward offering, and we recently reported favourable median gender and ethnicity pay gaps for the 12 months to April 2024 of -0.77% (2023: 0.07%) and 0.87% (2023: -0.74%) respectively. The full report is available on our website www.wickesplc.co.uk. We supplement our pay offering with comprehensive wellbeing benefits for colleagues, such as our Digicare service. This service represents a key part of our wider wellbeing support for all colleagues, which includes digital GP, home health test kits, and mental health support, all free of charge. During the year we saw Digicare registrations increase by 36% to 1,684 (from 1,243 in 2023).

We now offer all of our store management colleagues the opportunity to work flexibly, which we launched in early 2024. We are monitoring the uptake of this initiative by our store management colleagues, and in 2025 we will explore the opportunity to roll out this offer to our distribution sites.

Inclusion and Diversity

As an organisation, we have continued to work towards our three key missions for inclusion and diversity:

- A gender-balanced team across all roles and functions at Wickes.
- A business that reflects the communities we serve through ethnic diversity and leadership ethnicity balance.
- A colleague life cycle experience that drives equity and equality.

We have continued to leverage the strength and voice of our six colleague networks to further drive the diversity of our colleagues and to ensure that inclusivity is at the heart of our decision making, right across our organisation. The growing maturity of some of our networks has meant that they have been able to begin to drive fundamental change through our policies and processes, whilst still providing awareness and education throughout the year.

Director, senior manager and colleague gender and ethnicity breakdown[1]

	Gender				Ethnicity					
	Male		Female		White		Ethnic minority[3]		Unknown	
Board	5	71.4%	2	28.6%	6	85.7%	1	14.3%	0	0%
Executive Board	6	66.7%	3	33.3%	7	77.8%	2	22.2%	0	0%
Senior managers[2]	63	65.6%	33	34.4%	80	83.3%	12	12.5%	4	4.2%
All other colleagues	4,437	61.0%	2,840	39.0%	4,973	68.3%	967	13.3%	1,337	18.4%

1 The data for this disclosure is as at 31 December 2024
2 Senior managers: D2 Director level, D1 Senior leadership roles, M3 Senior management including technical and Head of Department roles
3 All ethnic groups except White British and White ethnic minorities

In 2024, our colleagues from our Balance for Better network (which focuses on gender balance in the business) were responsible for the launch of our first-ever Menopause Policy, as well as introducing a women's and men's health support package through our partnership with Peppy, a health focused employee benefits digital platform. Our Raising Awareness and Action on Culture and Ethnicity (RAACE) network launched an internal mentoring programme for ethnically diverse colleagues. Through an intersectional lens, our networks came together to propose diversity marker questions in our colleague engagement survey so that we can better understand the engagement levels for all of our communities at Wickes.

Our performance

Following the inclusion of gender targets in the 2023 Executive remuneration annual bonus scheme, we have evolved our approach in 2024, by including ethnicity targets, and capturing a broader population of colleagues to include all leadership roles. We also extended the bonus scheme to our senior leadership team, as we continue to ensure that all of our line managers understand the role they play in driving inclusion and diversity across the business.

In 2024, we increased female representation in the target groups from 35.08% to 36.98%, and from 11.28% to 11.86% for ethnicity. This shift represents a good improvement in diversity at a leadership level in Wickes.

In the year we also communicated our local census data to all of our stores, so that they can better understand the ethnic make-up of the communities that they serve, and overlay this data with their own store demographics. This allows our store teams to be more considerate of their local community's needs, and to put talent plans in place that will enable our colleague make-up to better represent their local community over the longer term.

External recognition for our work in inclusion and diversity

In 2024, our Ability colleague network signed up for the Government-led Disability Confident Scheme and we achieved Level 1, demonstrating our commitment to creating an inclusive and supportive workplace. We are pleased to have now achieved Level 2 – Disability Confident Employer – and we are working towards achieving the next level in the scheme.

In 2024, Wickes and our colleagues have received a number of awards, including being recognised by the 2024 Inclusion In Awards: Top 5 Most Inclusive CEO in Retail – David Wood; and Top 5 Most Inclusive CPO in Retail – Sonia Astill.

Responsible business continued

Colleagues

Inspiring and enabling future talent

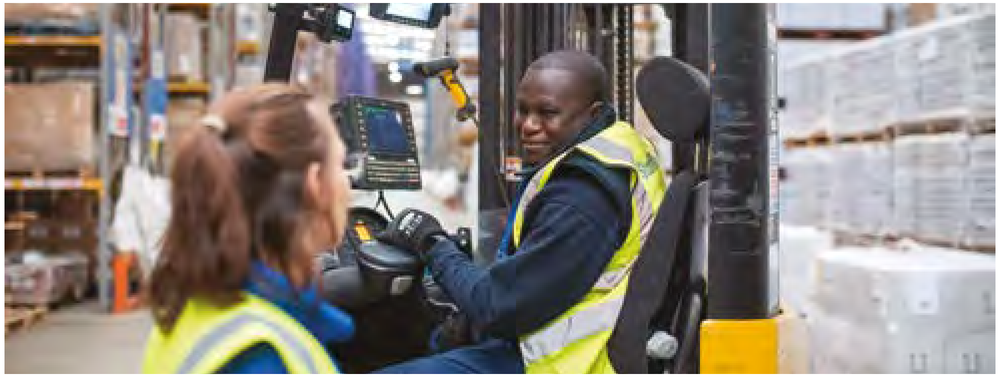
At Wickes, we are committed to building skills within our local communities, with our Early Careers programmes playing a key role in attracting and developing the talent needed for future growth. Through these initiatives, we aim to support social mobility by equipping young people with the skills and pathways needed to gain employment and thrive within our business.

Investing in Early Careers

In 2024, we provided 178 people with Early Careers opportunities. This was slightly below our target of 200 places due to the structural changes in our business resulting in fewer entry level roles.

147 people were engaged in apprenticeships, 28 people completed work experience placements, and 3 completed traineeships, internships or graduate roles. The cohort completing these placements were more gender balanced than our overall workforce.

Since launching in 2019, our 22 apprenticeship programmes have supported 1,239 individuals, either completing or actively engaged in an apprenticeship. By growing these programmes, we ensure a robust pipeline of diverse talent, reflecting the communities we serve.



Our Installer Apprenticeship Programme plays a vital role in developing a skilled and sustainable workforce. Since its inception, we've run 17 cohorts for kitchen installers and three cohorts for bathroom installers, achieving a 100% pass rate, with 94% of apprentices earning Distinction grades. We are proud to have over 30 graduates now actively applying their skills in customers' homes, contributing to the quality and consistency that Wickes is known for.

Developing work-readiness skills

In 2024, we introduced our School Outreach Programme to support local schools in developing students' employability skills through the Wickes School Challenge and Enterprise Curriculum. The challenge aims to bridge the gap between education and the workplace by promoting key skills like communication, teamwork, problem solving, creativity, numeracy and digital skills.

The Wickes School Challenge invited Year 9 students from across the UK to reimagine an unused space in their school to foster inclusivity and wellbeing, using Wickes products. The winning team, from Oasis Academy Sholing in Hedge End, was awarded £2,000 in products to bring their project to life, and the runner-up team received £500.

Through our partnership with The Inspirational Learning Group, Wickes provides schools with a suite of online resources aimed at fostering entrepreneurship and introducing students to the world of work. These resources include a 360-degree virtual tour of a Wickes store from a colleague's perspective, as well as webinars and live-streamed sessions focused on career opportunities and essential skills development.

Employment

We employed on average 7,774 people in 2024, compared to an average headcount of 7,919 in 2023.

As part of the work we have undertaken to improve the customer experience in Design & Installation (D&I), and deliver an elevated customer journey for our customers, we restructured the D&I team to ensure that our customers' first point of contact is with the person who will take them through the whole sales journey. This resulted in us taking the difficult decision to remove the Kitchen and Bathroom Adviser (KBA) role in stores and reinvest in additional Design Consultant (DC) roles across the business. As part of this process, people in KBA roles were offered the opportunity to move into a DC role or other roles within the business. We were able to retain just over 30% of colleagues who were in KBA roles, with the remaining colleagues leaving the business.

In 2024, we opened four new stores (Long Eaton, Durham, Aberdeen and Leamington Spa) and closed five (Ashton Gate, Inverness, Sheffield Central, Warwick K&B and Battersea K&B). When we make the difficult decision to close a store, we take all reasonable steps to support our colleagues who are affected in securing alternative employment with Wickes.

Case study

Store traineeship
Joshua Law

Before starting my traineeship, I struggled to find a job for six months despite several interviews. During my six weeks as a Trainee in the Coventry store with Wickes, I developed valuable skills in teamwork, product knowledge, customer service, attention to detail and working under pressure. My colleagues were incredibly supportive, guiding me whenever I had questions or faced challenges, which gave me the confidence to succeed.

Thanks to this traineeship, I've gained essential skills and insights into the real world, which have helped me move forward in my career. I'm proud to have achieved my goal of securing a job as Customer Assistant at Wickes and am excited for what is next to come.

Joshua Law, Store Trainee

Responsible business continued

Colleagues

Colleague voice

At Wickes, we remain committed to fostering transparent communication with our colleagues. We use a variety of formal and informal methods to ensure regular, open and robust two-way dialogue. Our independent Non-executive Director, Sonita Alleyne, takes the lead on ensuring colleague views are heard by the Board and taken into consideration in their decision making.

Our listening channels

We've continued our listening initiatives in 2024 to support our 'always on' approach:

Colleague Voice
Held annually, we invite a variety of colleagues to meet with independent Non-executive Director Sonita Alleyne, where they can ask questions on various topics.

Colleague engagement survey
This survey seeks both quantitative and qualitative feedback from colleagues on a range of subjects and assesses overall colleague engagement. In 2024, our colleague engagement[1] was 7.7/10 (2023: 7.9/10).

'Hangout with the Exec' sessions
These quarterly virtual roadshows give store, distribution and Support Centre managers the opportunity to ask Executive management questions on any subject.

Inclusion and Diversity network surveys
Ad hoc surveys supporting insights from colleague-led networks focused on inclusion and diversity.

Cost of living working group
Bi-annual group providing insights and feedback to support colleagues with the cost of living.

1 Calculated from four engagement questions included in our colleague survey

Colleague feedback and outcomes

	Feedback	Outcome
Culture	Colleagues continue to take great pride in Wickes' culture, and we remain committed to strengthening this to thrive in an ever-evolving environment. Colleagues gave us an 8.2/10 engagement survey rating for satisfaction with our inclusion and diversity efforts, matching the industry benchmark and aligning with the 'freedom to be' pillar of our new Colleague Promise.	We will continue our efforts to further embed our Colleague Promise, which reinforces Wickes' culture and resonates personally with current and future colleagues. We'll launch our colleague ambassador programme to support this.
Strategy and purpose	Colleagues are confident in Wickes' direction and its balanced business model, which they see as a competitive advantage. Established communication channels and Executive management updates provide clear insight into strategy progress. At a shop floor level colleagues feel confident in working towards operational goals, but less connected to the Company level strategy.	We continue to keep our colleagues updated on our strategic approach and launched Wickes Life colleague magazine to bring our store colleagues closer to broader strategic messaging.
Career development	Colleagues have mentioned perceived barriers to career progression, requiring further support from managers. In particular, they have cited uncertainty about available opportunities or how to access them, especially regarding movement across business areas.	We are looking at how we further evolve the performance management process and the tools available to support colleagues and line managers with career and personal development conversations. Additionally, in response to feedback last year, we have commenced a phased introduction of Leadership Behaviours to clarify expectations at each level. Ongoing enhancements are being made to the Internal Careers site and online learning platform iLearn to better connect colleagues with opportunities.
Environment	Colleagues agree safety in the workplace remains a strength, with ongoing improvements to the work environment making a positive impact. Initiatives such as the store refit programme, office refurbishments, and store refresh programme have enhanced the overall atmosphere. Additionally, the shift in flexible working policy has transformed the approach from focusing on challenges to embracing solutions.	We're empowering managers to make the best decisions with regard to working arrangements within their teams without the need for escalation and the environment continues to be and feel safe to our colleagues. We are looking at data to better understand how well embedded flexible working has become among our store management population and how flexible working options can be adopted in the distribution area of our business.
Meaningful work	Engagement survey feedback shows that we need to keep our attention on meaningful work amongst the colleague population. This is largely in our store and distribution environments. With our increased proposition and service offerings, this requires more from colleagues. This can result in colleagues feeling that they are delivering more at times, which is not always valued. This can then impact service and morale – in particular, colleagues feeling a lack of recognition from their managers.	The Operations leadership team has this driver as a priority part of their colleague engagement action plan. We continue to focus on how we make our reward and recognition offering more visible and accessible for those in store and distribution roles.

Responsible business continued

Colleagues

Colleague promise

To be a trusted name in home improvement and deliver our purpose of helping the nation feel houseproud, Wickes needs to be able to attract and retain the best people. Our Employee Value Proposition, which we are calling our 'Colleague Promise', is a resource we have developed to support our talent strategy.

While we already have a strong consumer brand, we needed to invest in building an employer brand that would enable us to attract and retain the people we need to succeed.

We developed our Employee Value Proposition (EVP) in 2024, by listening to people across our organisation through a series of interviews and workshops, to capture their views about the value of working with us. We are now embedding our EVP throughout our organisation.

Our Colleague Promise outlines the promise we make to our people and what we ask of them in return. It answers the question 'Why should I work for Wickes as opposed to somewhere else?'.

Our Colleague Promise makes it easier for us to attract and retain the best talent, so that people looking for a job know to consider Wickes, and those who already work for us understand how different we are to other employers in the market.

We created our authentic employer brand, which is inclusive and reflective of who we are, under the mantra of 'Experience Beyond the Everyday' and three pillars 'Freedom to be', 'Big on what matters' and 'Empowering you'. The three pillars were tested with our colleagues and are the final reflection of what they've told us.

The three pillars embed our culture:

- 'Freedom to be' covers our inclusive culture and making sure every colleague feels at home.
- 'Big on what matters' covers our business priorities, our approach to sustainability, and our charity and community work.
- 'Empowering you' covers career growth and learning and development.

Experience beyond the everyday

Our Colleague Promise mantra

We're a down-to-earth business, and how we work is special. That's down to our unique culture. We believe in doing what's right – winning for our customers, our communities, our planet and our people. We take pride in being an open, welcoming place where everyone feels at home. Where you can be yourself, do your best work and make a positive difference every day.

Our mantra is our commitment we make for our colleagues.

Freedom to be

Big on what matters

Empowering you

Responsible business continued

Pillar 1
You have the **Freedom to be**

What we offer you
We're proud of our inclusive culture which allows everyone to feel at home. As different as we all are, we share a way of being. Welcoming new people and ideas. Having an ambitious, can-do spirit but also showing humility. Giving each other a voice that can be heard. We have each other's backs. We have the freedom to be ourselves. That's how we all thrive.

What we expect from you
Be you and welcome others.

Bringing our authentic selves to work every day

For me, my religion is something I cherish a lot. And for me to get to practice my religion without any problem is the best feeling for me.

Buhari, Warehouse Administrator

Pillar 2
We're **Big on what matters**

What we offer you
We care about doing what's right for our people just as much as we do for our customers, communities and planet. We help people make their lives better by inspiring them to improve their homes. We support you by creating an environment that works for you, with a purpose that inspires you. By focusing on what really matters together, we will all be so much the better for it.

What we expect from you
Be the difference we make.

Offering benefits that help make lives better

When me and my partner split up, I was left with a lot of debt. I was pointed in the direction of the financial hub to see what advice I can get. This changed my life and now I am working towards being debt-free.

Nicola, Warehouse Supervisor

Pillar 3
We care about **Empowering you**

What we offer you
Whatever role you come to Wickes for, we're here to help you get what you want from it. As part of a unique team, we'll support you to make the most of your talents and provide a space for you to be valued, rewarded and supported. We will empower you to make your working experience your own.

What we expect from you
Own the opportunity.

Owning the opportunity

I expressed an interest in wanting to develop myself using the apprentice scheme. I feel like now I am getting hands-on experience. Wickes has been amazing.

Laura, L&D Adviser

Responsible business continued

Customers Communities

Supporting our customers and local communities

Our customers

Understanding our customers' views and needs is a cornerstone of our approach to stakeholder engagement, and is covered in detail in our Market review (pages 12-16) and Section 172 statement (pages 87-90).

How we prioritise the safety of our customers and our performance in 2024 can be found on pages 48-49.

We also continue to enforce Challenge25 in our stores, to ensure that we are not selling age-restricted products to those who are underage. Due to the significant risk, we do not sell age-restricted products online.

Our approach includes a consideration of the financial wellbeing of our customers who chose to take out consumer finance for their design and installation projects. We have policies and procedures in place to ensure that we comply with our obligations under the Financial Conduct Authority's Consumer Duty to deliver good outcomes for our customers, including treating customers fairly and identifying vulnerable customers so that we can provide a tailored service to meet individual customer needs.

We continue to seek to mirror the values and diversity of our communities so we can best support our customers. We want everyone to feel at home in a Wickes store and everyone is welcome.

We continue to extend the support of our Wellbeing Ambassador, Jeff Brazier, to our TradePro members. They are able to access his coaching content to help with their wellbeing. We know that, for many of our customers, financial wellbeing and cost efficiencies continue to be top of mind.

Our 'Let's care for each other' ethos is not just an internal principle but also extends to the communities we serve; we have a zero tolerance stance on physical, verbal or racial abuse against colleagues or customers. We stand in solidarity with fellow retailers by participating in Shop Kind, an initiative designed to tackle violence and abuse against shopworkers, and welcome the Government's progress on establishing a specific offence to help as a deterrent.

Case study

New kitchen for Norfolk foodbank

A donation from our Kings Lynn store was made to St. Mary's Church Foodbank in St. Massingham in an effort to help with the increase in demand from communities using food banks.

These kitchen units with a retail value of over £3,000, were donated through the Wickes Community Programme. The new kitchen will help to increase the foodbank's capacity to efficiently store and distribute food supplies to those in need.

In recent years, St. Mary's Church Foodbank has acted as an essential lifeline for many residents in the St. Massingham area and has seen demand for its services surge as families face difficult financial times.

> Seeing our kitchen units assist St Mary's Church Foodbank in their invaluable work brings us immense joy and reinforces our commitment to giving back to the communities we serve.
>
> **Glen Hammond, Design Consultant**

Responsible business continued

Case study

Enabling transformational impact

Our charitable partnership with The Brain Tumour Charity provides funding which can be used in an unrestricted manner, helping the charity to develop life-saving treatments and support everyone affected by a brain tumour diagnosis.

> The increased funding from Wickes has helped us propel our first major treatment breakthrough in over 20 years, pioneering a new treatment for paediatric brain tumours with the BRAF gene mutation. Children are now able to take a pill at home rather than going to hospital, enabling them to spend more time at school and with their families, and suffering fewer negative side effects.

Sally King, Corporate Partnerships Manager

Our local communities

At Wickes, we're committed to making a positive impact on the communities where our colleagues and customers live and work. Through our Community Programme, we empower our colleagues to give back by donating Wickes products to local good causes. All stores have access to a dedicated fund of £300,000 every year in order to support good causes and community groups in their local area. In 2024, we supported 2,156 projects across England, Scotland and Wales, reaching an estimated 345,400 people, by donating 28,557 products. That's a 47% increase in the number of local community projects supported from the previous year.

In the first full year of our initiative with Crown Paints, our key partner for paint donations, we have donated 9,323 litres of paint to our local communities, enabling our stores to support even more community initiatives, on top of the great work carried out through the Community Programme.

We continue to explore the opportunities to further embed colleague volunteering into the business. Our approach is to allow colleagues from across the business to lend their skills to good causes, while being able to support ongoing community projects with passionate volunteers from our stores. In 2025, we will look for opportunities to formalise our approach and further the impact of the Wickes Community Programme providing volunteer time on a more regular basis.

Charitable giving

Throughout 2024 we raised funds for The Brain Tumour Charity, our 2023-2025 charitable partner, through a number of activities. In the first full year of the partnership we hit a milestone of raising £1,000,000 (from April 2023 to April 2024).

With the incredible support of our customers, our colleagues raised just over £559,000 through our dedicated '50 pence ask' weeks in store, of which we held five in total. As well as asking for a 50 pence donation at the till, our colleagues were able to raise further funds through bespoke in-store activities such as bake sales and in-store challenges. Some of our colleagues went even further and took on challenges throughout the year, either as a team or individually, with one of our colleagues climbing to Everest base camp. We also held our annual Charity Dinner where, with the support of our suppliers, we raised £164,400.

Our colleagues also raised £682 for The Brain Tumour Charity through the Give As You Earn scheme. In total through the scheme, our colleagues raised £61,907 for more than 105 charities as well as our official partner, with over 670 colleagues donating.

The search for our new charity partner also started in 2024. This year over 200 charities were nominated by colleagues from across the business, of which 18 met the necessary criteria to become our two-year partner. Through a collaborative process between the Executive Board and the Charity Committee, these were narrowed down to five charities which were able to present a partnership plan to us before the final two, demonstrating the best fit and alignment to our strategic goals, were put forward to a final colleague vote.

People
Looking forward

We want all of our colleagues and customers to feel at home when visiting a Wickes store and to be able to make a difference through charity and their communities.

In 2025 we plan to

Colleagues

- Continue to mature our inclusion and diversity strategy, and review how we can formalise our role through supporting our colleagues' social mobility and neurodiversity.
- Evolve our Early Careers programme to adapt to our changing colleague profile and respond to external Government policy.

Customers

- Connect our brand proposition with our Responsible Business strategy.

Communities

- Increase the number of projects we support through the Community Programme to 2,250 in 2025, and better understand the social value of the donations.
- Complete fundraising for our existing charity partnership, and launch our new charity partnership.

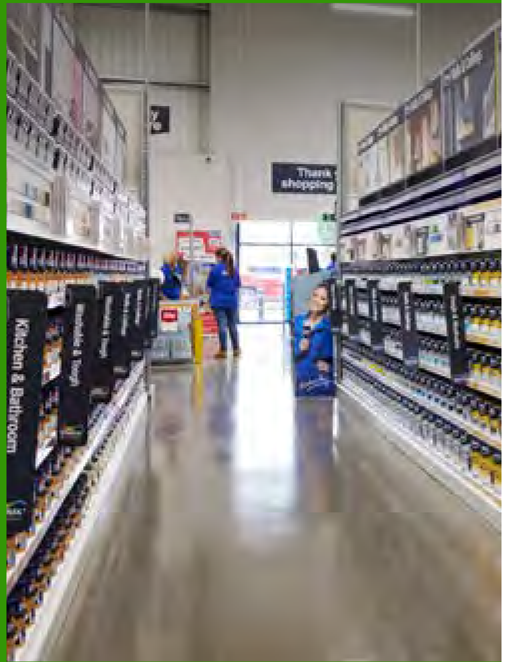
Responsible business
continued

Environment

Carbon

Waste

Nature



Our objective

We are building a business we are proud of, by supporting the fight against climate change and taking action to protect the natural environment.

Our targets

Carbon

- Reduce absolute Scope 1 and 2 GHG emissions 42% by 2030 from a 2021 base year.
- 55% of our suppliers by emissions across Scope 3 will have science-based targets by 2027.
- Reduce absolute Scope 3 GHG emissions from the use of sold products by 42% by 2030 from a 2021 base year.

The target boundary includes land-related emissions and removals from bioenergy feedstocks.

Packaging

- Primary plastic and paper packaging for our own brand products to have at least 50% recycled content by 2025.
- 100% of PVC and polystyrene removed from primary packaging on our own brand products to make it easier to recycle by 2025.

Our approach

Our commitment and ambition to addressing our environmental impacts are set out in our Environment Policy, which is available on our website www.wickesplc.co.uk. The Company's environmental management controls are designed to align with the international environmental management system (EMS) standard ISO 14001. We plan to further develop our EMS, establishing robust environmental controls and integrating these into key business areas.

In 2024, we refreshed our controls to respond to environmental incidents. This included updating our internal training resources, and integrating environmental incident notifications into our new incident notification system (see safety and wellbeing on pages 48-49).

Carbon

Understanding our impacts

The Company recognises the substantial risk that climate change poses to local and global societies and the environment. Throughout the reporting period, we have continued to focus on mitigating our impact and preparing our business for a future within a changing climate.

As is common with other businesses in the retail sector, 99% of our emissions arise from our value chain (also known as Scope 3). We have calculated that in 2024, 95% of our total footprint was directly attributed to the manufacturing, transport, use and disposal of the products we sell. Further breakdown of our greenhouse gas (GHG) footprint can be found on page 63.

Net zero commitment and contributing to an economy wide transition

We have committed to play our part to achieve the UK's 2050 net zero target by reducing our own GHG emissions. As signatories to the BRC's Climate Action Roadmap, we are working towards achieving net zero by 2040, and will set our own net zero target in due course. We also have an important role to play in helping our customers transition to a low-carbon economy in a fair and equitable way, by expanding our product offer in home energy solutions. Our approach to this is covered by the Homes pillar on page 46-47.

Near term science-based targets

In 2022, we set our near term science-based targets which cover our Scope 1, 2 and most material Scope 3 emissions. We received validation for these targets from the Science Based Targets initiative (SBTi) in 2022, confirming that our near term targets are consistent with a 1.5°C pathway. We communicated in our 2023 Annual Report and Accounts our intention to rebaseline our targets, in line with our Emissions Recalculation Policy (available on our website www.wickesplc.co.uk).

We have spent time in 2024 improving our GHG accounting methodology and rebaselining our 2021 GHG footprint. We have also recalculated our GHG emissions for 2022 and 2023, and our updated results can be found on page 63. Our rebaselining found that due to business changes and improvements in our methodology, our 2021 footprint was 8.8% lower than the original. As this exceeded 5% we have needed to review our near term science-based targets against the SBTi's Corporate Net-Zero Standard.

The rebaselining exercise found that our absolute reduction targets remain valid. Due to changes in the measurement of our Scope 3 emissions, we have found that we need to increase our supplier engagement target from 45% to 55%, i.e., 55% of our suppliers by emissions across Scope 3 will have science-based targets by 2027.

We also reassessed the proportion of our footprint that is related to Forest, Land and Agriculture and we have reconfirmed that we have not exceeded the threshold, and therefore are not required to set an additional target.

We have submitted our updated targets, based on our revised methodology and assumptions, to the SBTi for validation through its Target Update Service. We expect to receive validation during 2025.

Responsible business continued

Carbon

Decarbonisation action plan

Following the work to rebaseline and recalculate our GHG footprint, we used the 2023 results to forecast a glidepath to meeting our near term science-based targets.

We then developed a decarbonisation roadmap aligned to the five-year business plan. It has been informed by external policy developments and improvements, for example, projections of the decarbonisation of the UK electricity grid. We then created a deliverable and credible decarbonisation action plan, setting out the key actions that the Group needs to deliver to meet our near term SBTs and also to prepare for further decarbonisation post 2030 in order to reach net zero.

Scope 1 and 2 emissions

Our primary focus is on ensuring that we are getting our own house in order. To that end we have developed a Scope 1 and 2 decarbonisation action plan focusing on our property and transport emissions. We are starting with decarbonising our buildings and improving our energy efficiency for 2025-2030, whilst decarbonising our HGV fleet is planned for post 2030.

Scope 3 emissions

With the majority of our climate change impact coming from our value chain, working with our suppliers is a critical part of our decarbonisation roadmap. We have spent more time in 2024 to better understand the GHG emissions intensity associated with the products that we sell.

Meeting our revised supplier engagement target of 55% of Scope 3 emissions being covered by suppliers with an SBT, is reliant upon the supplier and product mix within the 2027 financial year. Our supplier engagement approach is to work in partnership with our suppliers, many of whom we have strategic and long-standing relationships with. We are in conversation with many of our strategic partners about their plans for decarbonisation, and the appropriate roadmaps for their businesses. We have not mandated setting SBTs, but we are encouraging all of our suppliers to understand the business benefits of understanding their GHG footprints and developing appropriate plans to reach net zero in an organised and orderly manner.

Our plans to meet our third SBT, 42% emissions reductions from energy-powered products when they are in use by customers, are primarily reliant on the decarbonisation of the UK electricity grid. For our other product ranges, we are working with our suppliers to understand their innovations in design, which will continue to give our customers the quality and performance they expect.

Our performance in meeting our science-based targets

A more thorough analysis of our 2024 GHG footprint is provided in our GHG and Streamlined Energy and Carbon report on pages 63-64.

We are making good progress with achieving our near term Scope 1 and 2 science-based target. In 2024, our Scope 1 and 2 market-based GHG emissions were 61.3% lower than our 2021 baseline. This is primarily due to the switch to a 100% renewable electricity contract (excluding Solar Fast). Following the acquisition of Solar Fast, we are also working on moving it to a renewable electricity contract.

Emissions from electricity-powered products in use by customers are heavily dependent upon the decarbonisation of the UK electricity grid. In 2024 we saw a 19.7% reduction in our emissions from Scope 3 Category 11 compared to our 2021 baseline. For further detail, refer to pages 63-64 for our GHG and SECR report.

By the end of 2024, 52 of our suppliers which contribute to our supply chain GHG emissions had set SBTs validated by the SBTi. This represents 27.3% of our Scope 3 GHG emissions. We recognise that seeking SBTi validation is not always an appropriate route for our suppliers. To this end, we also welcome suppliers seeking support and validation from other schemes and initiatives to help them work towards achieving net zero.

Collaboration

We pledged our support to the British Retail Consortium's (BRC) Climate Action Roadmap when it was first launched in 2021. In 2024, we continued to collaborate to work towards collectively meeting net zero in the UK retail industry.

Recognising that we have a global supply chain, in 2024 we joined the Retailer Taskforce of the 'Make it Zero' initiative launched by the European DIY Retail Association (EDRA) and the Global Home Improvement Network (GHIN). This initiative focuses on decarbonising Scope 3 emissions across the global home improvement sector. Our existing SBTi validated targets align directly with Make It Zero's commitments.

	Scope 1 and 2 decarbonisation levers	Objectives of levers
A	**Improve energy efficiency and secure zero carbon electricity**	– Increase capacity and resilience of our electrical infrastructure to support levers B and C.
B	**Decarbonise our buildings**	– Source of 66% of our 2024 Scope 1 and 2 market-based GHG emissions. – Main focus is to move away from gas to electric heating to reach net zero.
C	**Decarbonise our vehicles**	– Source of 34% of our 2024 Scope 1 and 2 market-based GHG emissions. – Main focus is to prepare for a switch post 2030 from diesel fuel to zero emission vehicles, dependent on technology developments.

Case study

Our new-build store standard

We fitted air source heat pumps in all four of our new build stores that we opened in 2024, Long Eaton, Durham, Aberdeen and Leamington Spa.

In our Aberdeen store we also installed 62 solar panels, fitted by Solar Fast. This means that our Aberdeen store is powered by 100% renewable energy, both from the solar panels and our renewable electricity contract.

Case study

Make it Zero

We became one of the first retailers to become signatories to EDRA/GHIN's Global Scope 3 Decarbonisation Commitment www.makeit-zero.com.

> We are in a critical decade where we must make real inroads to moving to a net zero future that is fair for everyone. Wickes has an important role to play in this and we have already made progress with our own SBTi-validated science-based targets. We'll do it faster by working in collaboration with our peers and supply chain partners across the home improvement retail sector, and the EDRA/GHIN Scope 3 Initiative provides an excellent platform to be able to do this.

David Wood, CEO

Responsible business continued

Waste

Taking action on waste

Operational waste

In 2024 we focused on mapping and tracking all the waste generated through our business, both from our retail operations and kitchen and bathroom installations. We continue to work with our principal waste contractors to improve the quality of the data available to us.

Installation waste, where around 90% of our waste is generated, is difficult to segregate at source due to the space constraints and the variety of waste being generated. We have been working with our waste contractors to develop more granular data of the treatment of our waste, as well as exploring the possibility of a simple onsite waste segregation option.

We continue to backhaul and recycle easy-to-recycle waste from our stores through our Northampton-based Stores Distribution Centre, where we recycled 7,442 tonnes of cardboard, wood, plastic wrap and plastic banding. Other waste streams are collected directly from stores by our store waste contractor for recycling, and in total we recycled 62% of our operational waste. This comes from a total 12,297 tonnes of waste, of which 100 tonnes was hazardous waste.

Lastly, we started the development of our Resources and Waste Strategy, looking at further opportunities across the business to minimise our waste, improve recyclability and embed the circular economy into our processes, all in line with UK Government policy. Going into 2025, we will launch the strategy throughout the business and identify suitable opportunities to embed circularity into our products and processes.

Packaging

We have a Packaging and Materials Policy, which sets out our requirements for Wickes own brand products, and we are members of the On-Pack Recycling Label (OPRL) scheme.

In 2021, following the demerger, we established packaging improvement targets for our own brand products and we have continued to make good progress on these goals since then. Our understanding of the definitions of recyclable and recycled packaging is informed by the UK's evolving policy, and as such we have sought to add further clarification to our targets.

By delivering our targets we are reducing costs associated with the introduction of the Extended Producer Responsibility (EPR) packaging regime and other packaging legislation in the UK, as well as reducing the environmental impact of our packaging. In light of the ongoing developments with packaging policy guidance, we will review our targets in 2025 to ensure they are aligned with the policy definitions and focus on the greatest impact.

In 2024, we have calculated that 30% of our primary plastic and paper packaging on own brand products contains at least 50% recycled materials (both pre and post consumer waste). We are continuing to validate our packaging data for our second EPR submission due in April 2025.

Our performance is dependent on any packaging redesigns required for product protection as well as the mix of products we have sold in the year. We will continue to work alongside our own brand suppliers to ensure that we continue to increase recycled content where we can.

Polystyrene and PVC are hard to recycle materials and we have focussed on removing and replacing these with cardboard or paper materials. By the end of 2024, we completed the removal of PVC from all of our own brand packaging for new stock, and we successfully removed polystyrene by February 2025. There will be legacy stock in our system which will have PVC or polystyrene included in the packaging until this stock is sold through.

Next, we will address other hard to recycle packaging materials, and we are working with our industry partners to identify an appropriate solution to enable our paint containers to be more easily recycled.

Water

Our direct use of water is limited to colleague catering and welfare, and cleaning our stores and fleet vehicles. In 2024, we have measured that we consumed a total of 84,704m³ water (2023: 57,821m³). We continue to work with our facilities suppliers to improve the data availability from our water meters.

Case study

Switching out polystyrene

In 2024, we worked with our suppliers to transition our kitchen installation product packaging from polystyrene to cardboard, which we successfully completed by February 2025. This has allowed us to further improve the recyclability of waste from our installation projects, and help our installers to recycle more, by simplifying the types of waste they dispose of at our customers' homes.

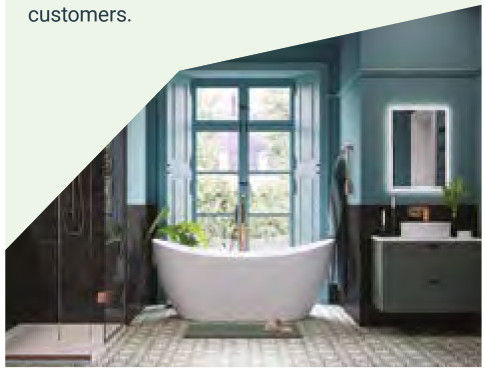
Case study

Introducing a new spares process for bathrooms

In 2024, we developed a new process for ordering spare parts for own brand bathroom items still under warranty. The previous system was manually driven and led to many items being reordered when only one component needed to be replaced, usually through wear and tear of the part. This resulted in greater expenditure, as well as unnecessary waste in customers' homes.

We introduced a service that allows customers whose bathrooms are still under warranty to contact us and receive the part they require within three days. We also created and rolled out a comprehensive catalogue of parts for all Wickes own brand bathrooms, as well as guides for our store and customer support colleagues detailing the different parts, their use, and potential faults and solutions. This has also allowed us to improve order planning, leading to greater financial efficiencies as well as increased customer satisfaction.

Going forward, we plan to roll out the process to Wickes own brand kitchen items and out-of-warranty bathrooms, as well as launch online troubleshooting guides for our customers.



Responsible business continued

Nature

Making nature count

We acknowledge the scientific evidence that global nature is deteriorating and biodiversity is declining. In 2024, we have furthered our understanding of the Company's nature-related dependencies, impacts, risks and opportunities.

Our most significant impact on nature is indirect, through product sourcing and product use. Of particular relevance to our sector is the link between product sourcing and forest risk commodities (such as wood and palm oil) and the potential to be connected with illegal deforestation.

Timber

We continued to source products in line with our Timber Sourcing Policy (available on our website www.wickesplc.co.uk). We purchase only material that complies with the UK Timber Regulations and we aim for 100% of all own brand and branded products to contain timber that is certified as responsibly sourced. Responsibly sourced means that environmental and ethical issues associated with the raw material sourcing and manufacture of a product have been addressed.

Timber remains a significant part of our business; we estimate that in 2024 33% of Wickes Building Supplies Ltd's revenue was from timber-based products. We have continued to focus on ensuring that, where possible, timber or materials derived from timber have received chain of custody certification from one of the two primary global responsible sourcing schemes for timber: Forest Stewardship Council (FSC) and the Programme for the Endorsement of Forest Certification (PEFC).

In 2024, we maintained our high standard of 99.8% (by revenue) of products manufactured with timber sourced from FSC or PEFC certified forests (2022 and 2023: 99.8%). For the remaining 0.2%, whilst the timber has not received full certification, they are still subject to our strict responsible sourcing requirements. In 2024, 81% of the timber we sold was certified by the FSC (2023: 78%) and 19% by the PEFC (2023: 21%).

Through completing our second CDP Forests submission (based on 2023 data), we have undertaken further analysis to understand the origin of our own brand timber. In 2023, just under 95% of our own brand timber was sourced from Europe, with just over 60% sourced from the UK. The remaining 5% was sourced from China, Brazil, Canada and South Africa.

Peat

In 2024, we sold our existing stock of compost containing peat, and we are proud to declare that we now only source and sell compost that is peat free. This is ahead of the UK Government's plan to stop the retail sale of all bagged peat compost in England and Wales.

Landscaping

We have a smaller, direct impact on nature from our estate management. In 2024, we developed internal guidance to help promote opportunities to enhance biodiversity through the landscaping activities across our estate. This includes recommendations for plant species that are better at supporting biodiversity, as well as other enhancements which can further encourage wildlife, for example bug hotels.

Environment
Looking forward

We will continue to play our part in the fight against climate change and take action to protect the natural environment.

In 2025 we plan to

Carbon
- Continue to deliver the decarbonisation action plan and continue to develop our Net Zero Transition Plan.

Waste
- Update our environmental controls to respond to changing regulation such as the new Simpler Recycling regime in England.
- Work with industry partners to identify an appropriate solution to enable our paint containers to be more easily recycled.

Nature
- Complete a desk-top assessment of our nature-related dependencies, impacts, risks and opportunities.

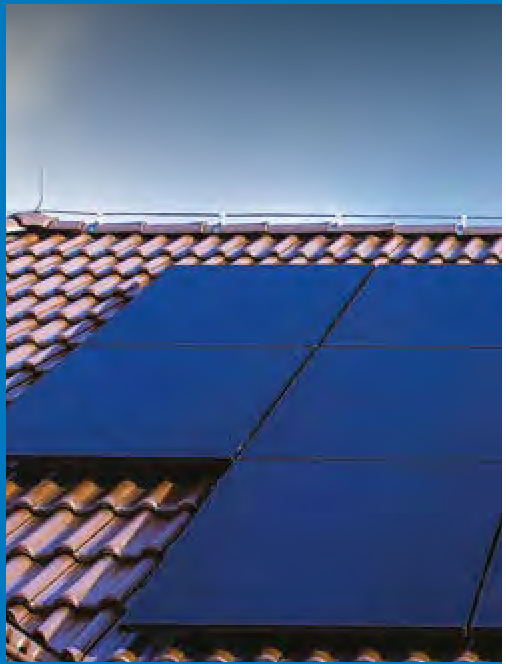
Responsible business
continued

Homes

Products

Services

Installations



Our objective

We are building a business we are proud of, by helping our customers save energy and reduce the carbon footprint of their homes.

Our targets

– Half (50% by revenue) of our own brand products to be classified as 'supporting sustainability'.

Understanding what is important to our customers

We regularly check in with our key customer groups to ensure that we understand how the growing awareness of sustainability may be influencing buying decisions. In our 2024 market research, we explored energy saving as a key motivator for our customers. We also participated in a deep analysis of how other sustainability factors might influence customers choosing to shop at Wickes.

In the home improvement retail sector, our DIY customers have continued to be concerned about the rising cost of energy and the economic outlook. They told us that saving money on energy bills remains a key motivator for installing home energy solutions. Further insights on the home energy solutions market is provided in the Market review section on page 14.

It is important that we understand the importance of other sustainability-related factors for our customers relevant to our sector. When choosing a home improvement retailer, we found that sustainability continues to be less important than other factors such as value for money, quality of product offered, price, location and range of products offered.

Out of all sustainability issues, environmental responsibility was the most important to customers surveyed. Themes such as the recyclability of packaging and ethical sourcing of materials was top of mind, followed by climate change. We are addressing all of these key issues, as discussed on pages 42-45. Opportunities to provide services which support a circular economy are becoming increasingly popular for customers, and we are maintaining a watching brief on what this means for Wickes.

Home energy solutions

We have pivoted the focus of this area of our strategy to align with our commercial strategy to respond to the market growth driver of saving energy. By bringing home energy solutions to market, we are helping our customers to save energy and reduce the carbon footprint of their homes. This is how we are supporting a societal transition to a net zero future. The commercial opportunity around this driver is discussed in the strategy in action section on pages 21-22.

Improving the sustainability of our full product offer

It is also important that we look at our wider product and service offering and how we can improve the sustainability of these. Sustainability is a broad term that could cover products that have been ethically and responsibly sourced, or products and services that have a lower environmental impact than a similar product or have a positive social impact.

Our approach to reducing the environmental impact of our products is covered under our Environment pillar (see pages 42-45). And how we ensure that we are sourcing responsibly, and seeking certification where available, is covered on page 45.

As a responsible business and commercial organisation, we are continuing to monitor developments that could impact our product ranges, for example new Government policy, and the innovations in the UK home improvement market. We have removed peat from our compost ahead of expected UK legislation, in line with the market and customer expectations. Other examples of changes that could affect us are the UK Government's consultation on stopping the sale of plastic-based wet wipes. We have assessed the potential impact for our business, and we already stock non-plastic alternatives.

Responsible business continued

Responsible marketing

Building trust with our customers is central to our brand proposition, and how we advertise and promote our products is key to building and maintaining trust. We have an internal policy which sets out the principles that we follow when we are advertising and communicating. This includes:

- Legal, decent, honest and truthful
- Not misleading
- Capable of substantiation
- Clear as to any qualifications or significant limitations

Our approach to responsible marketing extends to ensuring that we are accurately talking about any environmental credentials of our products – also known as green claims. We have a robust internal process for reviewing adverts and promotions which include environmental credentials, ensuring that we are adhering to the principles set out in the UK's Competition and Markets Authority (CMA) Green Claims Code.

Measuring our progress

In 2022, we set ourselves a goal for 50% of our own brand revenue to be from products that we have classified as 'supporting sustainability'.

Sustainability is a broad term with many different definitions and applications. To this end, we have worked to classify all of our own brand products according to specific criteria. These are terms that we have developed which we believe our customers will understand, and are claims that can be substantiated.

- Supports energy efficiency
- Supports water efficiency
- Contains recycled materials
- Contains responsibly sourced timber

We have analysed our sales data to assess how we are progressing against our goal for 50% (by revenue) of our own brand products that have been classified as 'supporting sustainability'. In 2024, 59% of our own brand revenue was from the sale of products classified as 'supporting sustainability' (2023: 60%). 58% of our own brand revenue was from products that contain responsibly sourced timber, with the remaining categories representing less than 1% each of own brand revenue.

Going forward, we will align our criteria with metrics from the forthcoming UK Sustainability Reporting Standards. We will also focus our efforts, and set goals, in product areas where we can have the most impact.

Homes
Looking forward

Whilst developing our product ranges that incorporate sustainability attributes, we will continue to closely follow evolving customer trends and understand market developments and Government policy and how that influences behaviour changes and lifestyle choices.

In 2025 we plan to

Products
- Continue to build our home energy solutions product offer to enable our customers to be more energy efficient
- Explore how we can measure the avoided emissions of our home energy solutions product offer, in line with best practice

Services
- Increase our communications to customers on our wider sustainability credentials to continue to build trust in our brand

Responsible business
continued

Fundamentals

Safety and wellbeing

Ethical business conduct

Responsible sourcing

Safety: Our three lines of defence

1

Operations
Accountability – Responsible for implementation of our Safety Policy, identifying and managing operational risks and developing and implementing procedures.

2

Stay Safe Team
Oversight – Responsible for the development of the Wickes Safety Management Framework and provision of assurance to the Wickes Executive Board.

3

Internal Audit
Assurance – Responsible for independent verification of the Wickes Group Plc Safety Policy and its implementation.

Safety and wellbeing

Everyone home safe and well, every single day

Nothing is more important than making sure that everyone goes home safe and well every single day to their families or loved ones. Our focus continues to be achieving and maintaining an embedded culture of safety and care. Risks to the health and safety of our people and customers come first, led by strong and active safety leaders across our business and supported by our Feel at Home culture.

Our safety management framework

Our Safety Policy was revised in 2024 and sets out our promise to always be legal, always aim to be safer, and always learn from our mistakes. This year we reinforced this message by documenting our safety management framework for senior leaders and creating a new 'Safety at Wickes' induction video for our colleagues. The policy has been communicated to all colleagues through our internal Safety Management System and we have also disclosed this externally on our website www.wickesplc.co.uk.

We have identified the key safety risks across our business, and have established comprehensive Safety Risk Registers owned by our operational areas. Our Operations team has clear accountability for ensuring that any risk of harm is identified and controlled, and it is supported by our safety team that provides advice and support regarding safety management.

Our Safety Policies and Risk Registers are supported by operational procedures that are communicated to our colleagues through training and instructions, so that they understand how to work safely or protect others from harm. We continually seek to reduce the risk of harm in our operations by identifying annual safety improvement plans. These are identified through various safety reporting channels including our incident reporting system.

We take pride in our learning culture, and actively seek to understand how we can do better through accident investigations and Executive Board-led incident review meetings. Through this process, we continue to make significant improvements in a number of areas, including how we manage risks to visitors in all our sites and the level of safety training for our managers. Our third line of defence involves assurance activities by both the safety team and group internal audit. The safety team carries out assurance of our stores, Support Centre and Distribution Centres at a frequency informed by the level of risk.

Our model is supported by strong governance, with clear accountability for safety and monthly reporting of our safety performance to the Executive Board. The Board is provided with updates at every meeting and six-monthly deep dives on key aspects of safety performance and improvement plan activity.

Responsible business continued

Our progress

Our focus in 2024 was to continue to improve our management of safety risks, and embed key parts of our safety management framework, including how we identify and prioritise risks, the safety knowledge and awareness of our leadership and how we engage and consult with our colleagues.

In 2024:

- We documented our safety management framework to support the effective implementation of safety controls by senior leaders, aligning it with the principles and structure set out in the International Safety Management System standard ISO 45001.
- We reviewed our Risk Register format, to simplify and ensure consistency across the business. In the reporting period, we reviewed all Risk Registers, enabling us to comprehensively map our safety risks business wide, which informed our improvement plan for 2025.
- The Safety Committees we created last year continued to evolve, and are now instrumental in the development of local safety risk and culture improvement plans, ensuring active participation of colleagues from all areas of the business.
- Our Safety Leadership training was extended to include all 1,100 Operational and Duty Managers across our stores who received face-to-face safety training in 2024. This has ensured that all leaders have a consistent message and learning experience, no matter where they work.
- In the reporting period, we launched our new Incident Reporting System (IRS), allowing us to capture better insight into specific safety events across our business. We use the system for all safety events including injuries, near misses, hazards, regulatory visits, medical incidents and incidents of abuse. It has allowed us to improve our escalation processes, ensuring the right people and teams receive the right information quickly to allow them to support our colleagues.
- Insight gathered from the IRS helped us to build a business case to install over 230 defibrillators. In 2024, we installed a defibrillator in every store, our main distribution centre and support centre. Each defibrillator is linked to the British Heart Foundation's public circuit so that they can be used by others in the event of an emergency.
- Our Risk assessments across both Retail and Distribution were reviewed, as part of a programme to ensure simplification of safety messaging to colleagues and clarity on our safety controls.
- We completed our three-year Safety Review Programme with over 260 audits of our stores and Distribution Centres, allowing us to provide assurance against all four key safety risk areas. Any sites that did not meet our high safety standards were supported to achieve the expected standards and then reaudited three months after the initial review, ensuring a cycle of continuous improvement and learning.
- A new colleague safety video was launched, communicating our promise to colleagues, our key expectations of everyone working for Wickes, and promoting the strong safety culture we have in Wickes. The video involved colleagues from all areas of the business describing what safety meant to them and why it matters.
- Our successful Primary Authority Partnership with West Northamptonshire Council continued, with our Primary Authority Partner attending a number of stores to review our key procedures, providing relevant business advice, and giving feedback to our Chief Operating Officer.

Our performance

In 2024, we expected a levelling out of our safety performance figures following a number of very strong years of pleasing performance on injury reduction. However, we have continued to show strong performance in our reduction of total injury numbers across the business, with a 8% reduction, and a very positive 36% reduction in colleague injuries leading to lost time and lost work days.

KPI	2024 performance compared to 2023
% change in total injuries reported	8% reduction
% change in Lost Time Accident Frequency rate	36% reduction
% change in hours worked before a Lost Time Incident	56% increase
% change in actual customer accidents	1% reduction
% change in Reportable incidents (RIDDOR)	11% increase

Although we have maintained a strong focus on hazard spotting across our business, our customer injuries remained relatively level compared to 2023. It was our customer accidents that also impacted our increase in RIDDOR reportable injuries. These were mainly driven by slips, trips and falls, and this will be the focus of a business wide safety working group in 2025 to consider ways to improve this area.

Wellbeing

Our internal Wellbeing network continued to focus on the financial, mental and physical wellbeing of our colleagues, with support from our Wellbeing Ambassador Jeff Brazier, a trained life coach, grief counsellor and wellness and mental health advocate. A full programme of events included accessible workout videos, Wellbeing Fairs and awareness sessions on stress management, self-care and managing grief to support colleagues with specific issues in their lives. For the first time the Wellbeing network held a one-day Congress to gain engagement from the Wellbeing Committee on the Company's future Wellbeing Strategy. The Committee continues to support our Mental Health First Aider Programme with over 100 people managers trained in 2024 alone.

Looking forward

We will continue to ensure that our risks are effectively managed, and actively support colleague wellbeing by listening to both our colleagues' needs and external requirements.

Our focus in 2025 will be on our operational risk improvement plans, and the development and maintenance of an embedded safety culture that all our team can be proud of. This will include:

- Establishing a Slips Trips and Falls working group to identify opportunities to improve risk management.
- Launching the next three-year Safety Review Programme across the business.
- Establishing a Safety Champions event, to engage and inspire colleagues from across the business, providing opportunities for them to consider and be involved in broader safety improvement plans.
- Continuing our successful relationship with West Northamptonshire Council.
- Working with Solar Fast's management team to support the implementation of our safety management framework into our newly acquired business.
- Reviewing our Safety Management System to ensure it is aligned to our framework and represents all areas of our business.

Responsible business continued

Ethical business conduct

Promoting an ethical culture

Our approach

During 2024, Wickes developed a compliance framework to sit within the overarching governance framework, which supports the business to operate within its legal and ethical boundaries. It provides a simple, clear and consistent approach to compliance and is built on three key elements of strong ethical culture, robust risk management processes and effective monitoring.

In addition, a new compliance oversight group was formed in 2024, which brings together subject matter experts from across the business to oversee compliance against applicable laws and regulations and provide assurance to the Executive team and the Board. The Compliance Oversight Committee aims to promote a culture of compliance, integrity and ethical behaviour throughout the Group and ensure that all areas of law and regulation are consistently assessed, managed and monitored in accordance with the Wickes compliance framework. This Committee covers compliance with all laws and regulations applicable to the business including Health & Safety, Consumer Protection, Data Privacy, Restricted Sales, Construction and Planning, Product Safety and Responsible Sourcing, Environment and Community, Financial, Tax, Employment, Competition, Fraud, Modern Slavery and Whistleblowing.

Members of the compliance oversight group are required on an annual basis to carry out a review of the compliance area for which they have oversight and report back on performance, including any instances of non-compliance. This forms part of the twice-yearly legal and regulatory update to the Board to enable it to ensure that Wickes is discharging its legal obligations.

A summary of the audit programme that has been carried out in 2024 is set out on page 102 of the Audit and Risk Committee report, which includes an audit of Wickes' compliance framework. In addition, a number of compliance measures are included within the key control audits carried out by Wickes' internal operational audit team in stores, including training completion rates, pricing checks and data privacy checks.

Business ethics

Wickes is committed to conducting our operations honestly, responsibly and with integrity. We have a Code of Business Ethics that applies to all our colleagues and is at the heart of our business. All of our part-time and full-time colleagues are required to complete e-learning training on this on an annual basis. In addition, we have policies which support the Code of Business Ethics for all key regulatory areas, including Competition Law, Anti-Bribery and Corruption, Anti-Money Laundering, Corporate Criminal Offence, Consumer Duty, Data Privacy, Market Abuse and Anti-Fraud. Colleagues working in relevant areas of the business or in higher risk roles also complete bespoke e-learning on these key regulatory subjects.

We are committed to engaging colleagues on business ethics and regulatory matters in a practical and relevant way, and have a calendar of communication activity in place to ensure colleagues are both clear on the standards we expect and know what to do if they are concerned something is wrong. We review and update our regulatory e-learning modules on a periodic basis to ensure they remain relevant and engaging for colleagues.

Whistleblowing

Wickes does not tolerate any wrongdoing or malpractice and has a Whistleblowing Policy in place which protects whistleblowers from retaliation. We encourage colleagues and third parties to report any concerns of wrongdoing through our confidential and independent whistleblowing service and we ensure that any reports are thoroughly investigated. Both the Executive team and the Board receive update reports on whistleblowing on a regular basis. Further detail on whistleblowing can be found on page 86.

Human rights and modern slavery

Wickes is committed to respecting all internationally recognised human rights, standards and legislation relevant to our operations. Our Human Rights Policy sets out how we uphold human rights by identifying our areas of responsibility and taking relevant action. We are awaiting further UK policy guidance on necessary requirements for conducting human rights risk and impact assessments.

Our Human Rights Policy includes our respect of the right of freedom of association and collective bargaining for all colleagues.

We recognise the harmful impact that modern slavery has on individuals and society, and we are committed to help prevent these illegal practices. Our Modern Slavery and Human Trafficking Policy sets out our zero tolerance approach to any form of forced, bonded or involuntary labour, human trafficking, child labour, and other kinds of slavery and servitude within our own operations or within our supply chain. Our biggest risk of modern slavery is in our supply chain. We are committed to upholding human rights and promoting positive working conditions and practices throughout our supply chain, and we commit to meet the principles of the Ethical Trading Initiative (ETI) Base Code. More detail can be found in our Modern Slavery Statement on our website www.wickesplc.co.uk.

We aim to work collaboratively, and to create an environment that enables transparency throughout the supply chain. We promote our whistleblowing helpline to our suppliers for them to report concerns. We are a member of Sedex (Supplier Ethical Data Exchange), a leading platform that supports the management and improvement of working conditions in supply chains, and we require all suppliers providing Wickes own brand products to undertake and deliver an acceptable ethical audit before we begin trading.

Anti-fraud and anti-money laundering

We have an Anti-Fraud Policy in place and take a zero tolerance approach to any activity that either amounts to fraud or is dishonest. All colleagues are required to complete an annual training module on fraud and due diligence is completed on third parties before contracting with them. We encourage colleagues to report any suspected incidents of fraud or dishonest behaviour either through line management or through our independent, anonymous whistleblowing service. We will continue to review and develop our Anti-Fraud Policy, processes and monitoring to meet legislative requirements.

An Anti-Money Laundering Policy is also in place to ensure our business is not complicit in money laundering activities and that we have the appropriate controls and processes in place to mitigate any risk. All part-time and full-time colleagues are required to complete anti-money laundering training on an annual basis to ensure they understand the risk and how they can protect against the risks of money laundering and corrupt practices. A subject matter expert is in place for both fraud and money laundering who reports to the compliance risk oversight group. Any issues of non-compliance are reported to the Board.

Responsible business continued

Anti-bribery and corruption

We are committed to the highest standards of ethics and have a zero tolerance approach to any form of bribery and corruption in our business and supply chain. We have an Anti-Bribery and Corruption Policy, which sets out our commitment to prevent bribery and corruption, and we require all full-time and part-time colleagues, to complete annual e-learning on anti-bribery and corruption. Our suppliers are required to have their own anti-corruption policies and programmes in place, as set out in our Supplier Code of Conduct, and we monitor compliance with this through our supplier audit process.

Our anti-bribery and corruption programme is built around a clear understanding of how and where bribery risks affect our business and comprises key controls of: policies (including anti-bribery and corruption, gifts and hospitality, and conflicts of interest); procedures (such as conducting due diligence on suppliers); training all colleagues on bribery risks; and ongoing assurance programmes to monitor the effectiveness of controls.

We consider that Wickes has a low risk of bribery and corruption due to our geographical location and the robust processes and controls we have in place. Further, Wickes has no government ownership or government contracts.

We encourage any instances of alleged bribery and corruption to be reported either through line management or through the anonymous whistleblowing service. All reports are thoroughly investigated and the Board receives reports at least annually on any breaches of the Anti-Bribery and Corruption Policy.

Privacy and data security

The cyber threat being faced by all organisations continues to grow. Whilst data and security remains one of our most significant business risks, it has remained stable over the year thanks to the mitigations, processes and controls we have in place. Further detail on this is set out in the Risk section on page 70.

We recognise that maintaining and safeguarding the security of our colleague, customer and confidential data, along with the availability and security of our systems, are critical for Wickes to operate successfully. Across the year, we have continued to improve our data and security controls to prevent, detect and mitigate unauthorised activity, as well as improve our operational processes, and have invested in both our privacy and information security teams to achieve this.

We have a clear governance framework in respect of data security and privacy, which is overseen and monitored by a dedicated data and information security committee – chaired by the Director of Legal and Governance as the Data Protection Officer and with Executive sponsorship from the General Counsel and Company Secretary – which meets every two months throughout the year. Regular update reports on both data privacy and information security are provided by both the Director of Legal and Governance and the Head of Information Security to the Board.

We have a Protecting Personal Information Policy, which is applicable to all full-time and part-time colleagues, contractors and temporary workers within the Group, and which sets out how we safeguard all personal data that we process as well as our commitment to process only data that is required to fulfil the defined purpose to ensure data minimisation. Alongside this, we have a Data Retention Policy which sets out our requirements for retaining and disposing of data. We also have robust processes to assess the security and data controls of any third party data processors, including carrying out Data Protection Impact Assessments and Vendor assurance. A cyber response plan is also in place alongside an Information Security Policy.

We seek to be completely transparent in our data processing activities and our Privacy Policy, which is available on our customer website (www.wickes.co.uk), sets out how we process the personal data of our customers, including consent management, customers' right of access, rectification and right to be forgotten. We also have an Employee Privacy Policy, which sets out how we process the data of our colleagues along with their rights as a data subject.

All full-time and part-time colleagues are required to complete both cyber security training and data privacy training on an annual basis. The data privacy training that colleagues complete is determined based on risk, with those in higher risk areas of the business completing more detailed and focused training. This training is supported by an ongoing awareness and communication programme, including phishing tests and a 'data privacy takeover', to keep colleagues informed and aware of data privacy and cyber security risks in a practical and relevant way.

All data breaches are recorded on a breach register and investigated to root cause to ensure the appropriate learnings can be put in place to avoid reoccurrences. We had no reportable breaches during 2024.

As we continue to invest in new technology and decommission old systems, we follow a 'Privacy by Design' approach to ensure data security and privacy are appropriately embedded into the design at the outset and throughout the life cycle. We are working towards alignment with ISO 27001 (the international standard for information security management systems).

With the growing focus on artificial intelligence (AI), we have taken steps to understand both the opportunities and risks for the business. In 2024, we launched a Generative AI Policy and created an AI Council which is made up of a group of functional experts and meets at least every two months. It serves as a central steering committee, focused on guiding and promoting best practice to facilitate the successful integration of AI across the business, ensuring appropriate controls and safeguards are in place to meet our legal and ethical obligations.

Responsible business continued

Responsible sourcing

Building a responsible supply chain

Policy and processes

In 2024, we updated our Responsible Sourcing Policy, which sets out how we source products and services in a safe, sustainable and legally compliant way using responsible suppliers and partners. Our controls are designed to protect our customers and meet all relevant legislative requirements, as well as to provide confidence for our stakeholders that Wickes is a trusted partner and retailer. We also formalised our Responsible Sourcing Steering Group, chaired by our General Counsel and Company Secretary to oversee the application of the policy.

We produced a new Supplier Code of Conduct and updated our Supplier Manual. We ensure that our suppliers demonstrate and share similar values to our own, especially in the areas of labour standards and human rights, safety and wellbeing, environmental responsibility and community engagement, business integrity and ethics, and management processes and systems. Our Responsible Sourcing Policy, Supplier Code of Conduct and Supplier Manual for Goods for Resale (GFR) can all be found on our website www.wickesplc.co.uk.

Supplier assessment

We have a global supply chain of approximately 350 first tier suppliers, with around 100 of these supplying Wickes own brand products. We have continued to enhance and deliver our Supplier Online Risk Assessment (SORA) programme throughout 2024. Our SORA programme includes all of our first tier suppliers, and helps us to better understand the risks within our supply chain, and to educate and improve our supplier base. We regularly review the outcomes of the assessments and report these to the Executive Board annually. We review our minimum standards each year to make sure that our policy remains fit for purpose.

During the reporting period, we completed the planned 2024 SORA risk assessments, which focused on assessing new Goods for Resale (GFR) suppliers and high-risk Goods not for Resale (GNFR) suppliers. With the acquisition of Solar Fast, we also extended our SORA programme to their business's top suppliers. In addition, our Responsible Sourcing team completed all planned in-person verification visits with key suppliers, including to suppliers located in China.

In 2025, we will repeat our two-year SORA programme, assessing all our GFR suppliers and high-risk GNFR suppliers. We will continue to visit our suppliers, prioritising our own brand suppliers.

Recognising that our highest exposure to modern slavery is through our supply chain, we have developed a robust approach to ethical procurement. Our primary and preferred ethical audit provider is Supplier Ethical Data Exchange (Sedex), but we will also consider the Business Supply Chain Initiative (BSCI) and SA8000 audits.

We require that a Sedex Members Ethical Trade Audit (SMETA) is completed every two years for our own brand suppliers; where a significant risk is identified, the frequency is increased to annual audits. These independent audits are designed to help protect workers from unsafe conditions, overwork, discrimination, low pay and forced labour.

Responsible sourcing of timber and compost

Our approach to the responsible sourcing of timber, timber products and compost is discussed on page 45.

Product quality and safety

Wickes aims to source only products that are safe and fit for purpose, and meet or exceed our customers' expectations. We require each product that enters our supply chain to comply with all applicable legislation.

As a responsible retailer, we have developed an internal process that aligns with the UK Government's Office for Product Safety and Standards (OPSS) guidance on product safety alerts, reports and recalls. We review this process each year to ensure our controls remain fit for purpose. In 2024, there were no product recalls, safety alerts or reports issued in relation to the products that we sell.

We recognise the concerns of safe use, content and labelling of chemicals. We actively abide by all UK legislation to reduce the impact of substances of concern and, where possible, use a suitable alternative. Wickes has committed to identifying any products that are supplied to us that contain any substances of very high concern (SVHCs), explosives precursors or poisons, and we take steps to replace any products that contain restricted substances or SVHCs with suitable alternatives.

We require our suppliers to ensure that products supplied to Wickes are free of any banned substances and compliant with any restrictions detailed by the UK's Registration, Evaluation, Authorisation and Restriction of Chemicals (REACH) regulations. We also ensure that all paint and varnish products that we sell are compliant with volatile organic compound (VOC) regulations.

As the UK Government develops its own approach to chemical safety policy, we continue to maintain a watching brief on the developments with EU chemical safety policy. To stay abreast of developments, we engage with cross-sector product quality groups, and this year we have joined the BRC's Household Chemicals Working Group.

Health and safety in our supply chain

At Wickes we value the health and safety of everyone who operates in our supply chains, both in the UK and globally. We have been working with our suppliers to understand the risk posed by two substances, which are not banned, but can be responsible for negative health effects during the production process if adequate controls are not in place.

When chemical compounds that contain Chromium 6 are used to chrome-plate products, it can create negative health effects for people in our supply chain. Once manufactured, there are no known risks to the consumer associated with products of this nature. We have worked with our suppliers to remove Chromium 6 during the manufacturing of Wickes own brand products. By the end of 2024, we have removed it from 99% of our chrome-plated products, such as taps and hand tools, and we are working to completely remove it from all of our own brand product lines by the end of 2025.

During 2024, there was media coverage related to reports of negative health effects experienced by some stone fabricators linked to working with quartz materials. Once fabricated there are no known risks to the consumer associated with products of this nature. All suppliers to Wickes of quartz stone products comply fully with the UK's health and safety laws and our Responsible Sourcing team has visited the manufacturing sites to confirm that appropriate operating systems are in place which reduce the risk of harm to the stone fabricators.

Climate related financial disclosures

Compliance Statement
We have set out below our climate-related financial disclosures as required by the Companies Act 2006. In line with our 'comply or explain' obligation under the UK Listing Rules, we can confirm that we have made disclosures consistent with the recommendations and recommended disclosures of the Task Force on Climate-related Financial Disclosures (TCFD). Our disclosures are consistent with the TCFD's 4 recommendations and 11 recommended disclosures.

Summary overview of progress in FY2024

To further our understanding and strengthen our approach, we have done the following:

Governance

- Quarterly reporting to the Executive team and the Responsible Business Committee on progress with delivering our near term science-based targets.

Strategy

- Further modelling of significant climate-related risks and opportunities to better understand the existing and future materiality for the business, specifically focusing on climate-related flood risk to our Distribution Centres.
- Forming our Climate Transition Plan, with more detail on how we intend to achieve our near term net zero targets, how we plan to respond to climate-related risks and opportunities, and how we expect to position ourselves to support achieving societal net zero.
- Demonstrated how achieving the near term science-based targets has been factored into the five year (2025-2029) business plan.

Risk management

- Reviewed our FY2023 disclosures against the International Sustainability Standards Board's (ISSB) International Financial Reporting Standards (IFRS) S1 and S2 in anticipation that these form the basis of the forthcoming mandatory UK Sustainability Reporting Standards.

Metrics and targets

- Rebaselined and revised our science-based targets, submitting these for revalidation to the Science Based Targets initiative (SBTi).
- Expanded our internal monitoring to include more climate-related metrics and integration of these metrics into relevant decision making.

Agreed areas of focus in FY2025

The Board has agreed with the Responsible Business Committee's recommendations that management focus on these areas in the next year:

Governance

- Form an Executive-level Climate Steering Group, to provide more management team focus on the development and delivery of the decarbonisation action plan.
- Regular updates from the Climate Steering Group to the Executive team and the Responsible Business Committee with regard to the development and delivery of the decarbonisation action plan and climate-related financial risks.

Strategy

- Analysis of the impacts of future carbon pricing, with particular reference to forthcoming UK Carbon Border Adjustment Mechanism (CBAM) and anticipated rates.
- When considering any material investment proposition, the Board is to further integrate climate-related information to consider the likely climate-related consequences, alongside other business impacts.

Risk management

- Annual review of corporate climate risk register, in light of emerging UK policy developments and the latest climate projections.

Metrics and targets

- Formalisation of climate dashboard to inform Climate Steering Group.
- Assurance of rebaselined 2021 GHG footprint.

Disclosures

- Following the anticipated release of the UK's Sustainability Reporting Standards in Q1 2025, develop plans to meet future disclosure requirements.

1 Governance

1a) Board oversight

The Board has ultimate responsibility for setting the Group's strategy, including how the strategy addresses ESG matters, including climate-related issues.

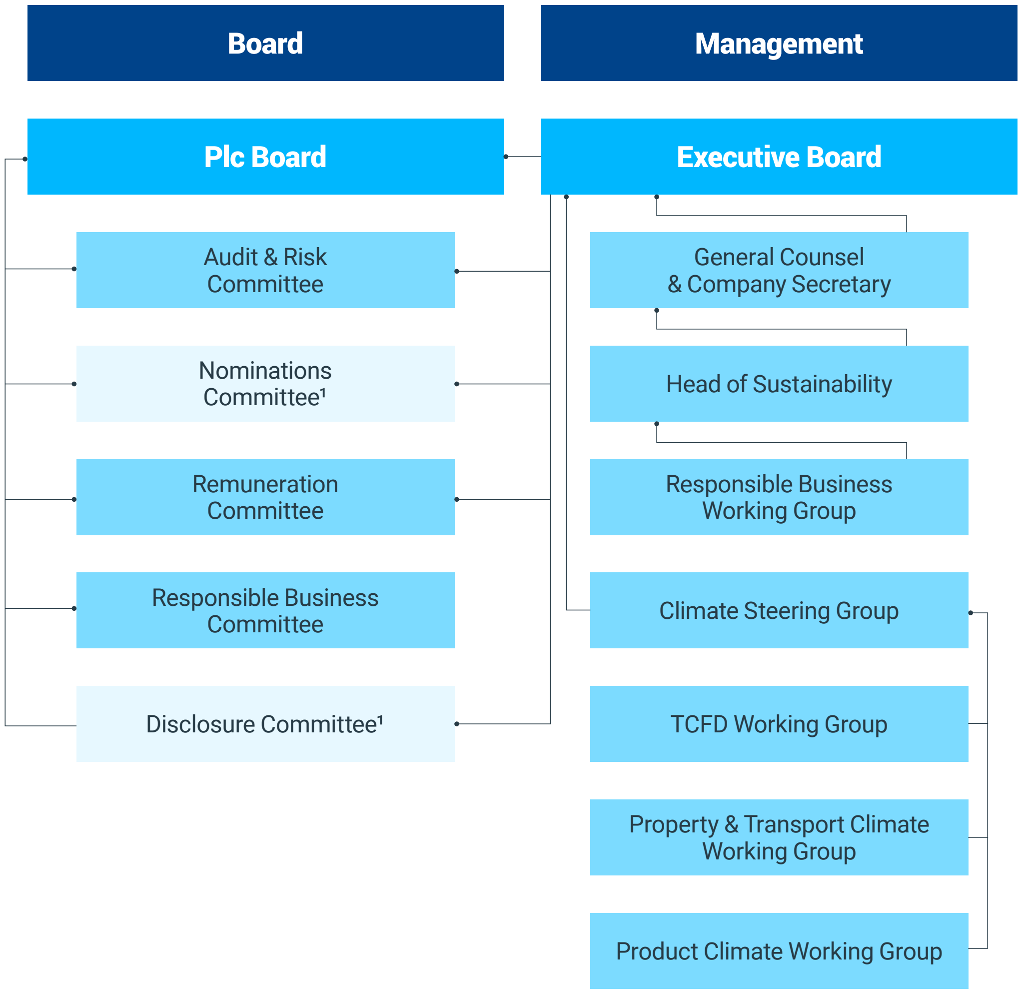
The Board has delegated responsibility for ESG matters, including climate-related matters, to the Responsible Business Committee (RBC) and receives updates from the Committee on its work following each meeting. The Board considers climate-related issues when reviewing and guiding strategy, budgets and business plans – for example, at the Board Strategy Meeting held during the year, the Board considered the commercial risks and opportunities related to the Group's future growth driver of the home energy solutions market.

The RBC is a formal committee of the Board chaired by a Non-executive Director. Its primary purpose is to oversee the development of Wickes' Responsible Business Strategy and monitor the Company's performance in relation to substantive ESG matters (including climate-related issues). The CEO, CFO, General Counsel and Company Secretary, and Head of Sustainability attend all RBC meetings to provide regular updates on climate-related issues and alignment with climate-related financial disclosure requirements. More information on the RBC can be found in the Responsible Business Committee report on pages 104-105.

The RBC's duties include overseeing the Group's ESG conduct, and this includes climate-related issues, which are a regular agenda item for the Committee. The RBC monitors and oversees progress against the Group's carbon reduction goals and targets and for addressing climate-related risks and opportunities by reviewing and discussing the reports presented by roles in the business who are responsible for overseeing delivery of the science-based targets (e.g., Head of Sustainability), and for delivering specific carbon reductions (e.g., roles within Operations and Commercial teams).

Climate-related financial disclosures continued

Governance of climate-related issues



The reports also cover progress against targets and plans, highlighting any operational or financial impacts.

In 2024, the RBC met five times. The agenda for the year is planned in advance to ensure that appropriate attention is paid to climate-related matters. At all Committee meetings during the year climate-related matters were discussed, including updates on the project to rebaseline and revise the SBTs. A summary of topics discussed at each meeting is provided in the RBC report on pages 104-105.

During the year, the RBC monitored progress against the near term science-based targets through a quarterly dashboard, and updated the Board on progress against targets after each Committee meeting by tabling the meeting minutes.

The RBC is responsible for reviewing the Company's climate-related risks and opportunities, and content included in the Annual Report that meets the TCFD recommendations and recommended disclosures. The RBC makes recommendations to the Audit and Risk Committee (ARC) in relation to the inclusion of climate-related risks in the Company's principal and emerging risk disclosures, including the assessment of financial materiality. The ARC has overall responsibility for the oversight of risk management systems on behalf of the Board and carries out a robust assessment of the Company's principal and emerging risks (including climate risks) on an annual basis. The ARC takes account of the assessment and recommendations made by the RBC in relation to climate-related risks.

The Remuneration Committee also approves and monitors performance against the near term science-based targets, including using key performance indicators relating to the targets, which form part of the Long Term Incentive Plan. More information on these targets is provided in the Metrics and Targets section on pages 60-63.

The Board has reviewed and approved the revised near term SBTs which have been submitted to the SBTi for validation. No other climate-related targets have been set by the Board during the year.

The Board Committees which have formal responsibilities related to climate issues are highlighted in the diagram, along with the reporting relationship between the Committees and the Board, as well as management.

1b) Management's role

The CEO reports directly to the Board and has overall responsibility for ESG and the Company's response to climate-related issues. The General Counsel and Company Secretary is the nominated Executive Board sponsor, reporting into the CEO and supporting them to oversee the Company's approach to ESG matters. The Head of Sustainability reports directly to the General Counsel and Company Secretary, and is responsible for coordinating the Company's approach to assessing, monitoring and managing climate-related matters. The Head of Sustainability also supports our Group Finance team to integrate climate-related financial information into financial and risk business processes where appropriate.

Responsibility for achieving the SBTi validated science-based targets sits with the appropriate Executive functional lead; the Chief Operating Officer and the Chief Property and Services Officer are responsible for the delivery of the Scope 1 and 2 science-based target; and the Chief Commercial Officer is responsible for the delivery of the Scope 3-related science-based targets. In addition, the Executive Board monitors store electricity and gas performance, reported through the Company's balanced scorecard each month. Department specific initiatives are overseen by the Executive Board, ensuring climate-related decision making is integrated across the business.

1 The Nominations Committee and Disclosure Committee do not formally provide governance on climate-related matters.

Climate-related financial disclosures continued

The Executive Board is regularly updated by the Head of Sustainability and operational leads (who are members of the Climate Working Group (CWG)) on progress towards achieving the near term science-based targets and progress of the workstreams to assess and manage climate-related risks and opportunities. This has representation from operational teams, responsible for the property estate and transport activities, as well as the Finance Director for Financial Planning and Analysis. The CWG tracks the delivery of climate-related targets and initiatives across the business, through monthly meetings.

The Head of Sustainability reports on progress of the overall Responsible Business Strategy, and delivery of the targets to the Executive Board and the RBC on a regular basis.

The refit and new store programme is an important part of delivering the Company's Scope 1 and 2 targets to decarbonise its estate. Improvements such as installing solar panels, as well as utility and energy costs and contracts, are overseen by the Property and Store Development Board, which is chaired by the Chief Property and Services Officer.

2 Strategy

2a) Climate-related risks and opportunities identified

In 2024, we continued to use the time horizons that we developed in 2023.

- **Short term:** 1-5 years. This time horizon was selected because it aligns with the Company's five-year business planning cycle.
- **Medium term:** 6-15 years. This time horizon was selected because the typical length of lease for the Company's property estate falls within the time period of up to 15 years.
- **Long term:** 16-30 years. This time horizon was selected because it aligns with the UK Government's net zero by 2050 target, and also includes the British Retail Consortium's net zero by 2040 goal which the Company has aligned with.

Following the identification and assessment process set out in the Risk Management section on page 59, in 2023 we identified seven thematic categories of potentially significant climate-related risks and opportunities. We have reviewed these in 2024 and these remain relevant. During the reporting period, we have recognised two emerging thematic risk categories: the market and technology transition risk of the decarbonisation of our value chain, and the physical opportunity from the sale of products in response to severe weather events.

In these disclosures, we discuss nine potentially significant climate-related risks and opportunities:

- Two physical risks and one physical opportunity that could significantly impact the business in a High Physical Impact Scenario (4°C), where the business and its value chain is operating in chronic changes to local climates, and an increase in the frequency and severity of extreme weather events.
- Five transitional risks and one transitional opportunity that could significantly impact the business in a Rapid Transition Scenario (1.5°C), where the business is operating in a rapid transition to achieve net zero by 2050 resulting in progressive government policies, market pressures from competitors and landlords, reputational impacts from investors, and impacts where technology is not keeping pace with the decarbonisation changes required.

The scenarios we have used are discussed further in Section 2c Resilience of the business's strategy.

A description of how each thematic risk category could materialise was first provided in our 2023 disclosures, and has been updated here to reflect our increased level of understanding.

Potentially significant physical risks and opportunities

We have explored chronic risks to our business and supply chain operations, such as sea level rises, temperature changes, and water stress. We have also explored acute physical risks such as which of our properties are in long term flood risk areas, and how heatwaves impact our operations. Potential risks to the business from a High Physical Impact Scenario (4°C) can be split into risks to the operation of the business and risks to our supply chain.

PR1 – Acute physical risk: Operations

Our distribution network is reliant on the operation of our two main Distribution Centres (which are located in Northampton), an outbase in Crawley, and our road-based logistics operation supported by third party logistics bases, delivering products to stores and customers' homes across the UK.

An increase in the severity and frequency of extreme weather events could disrupt the operation of our Distribution Centres and result in a negative impact on our ability to serve our customers and stores, potentially significantly impacting our business. The most likely weather event that increases with frequency and severity in a High Physical Impact Scenario (4°C) is localised surface water flooding as a result of a storm or heavy rainfall. Our Distribution Centres are not located in an area at risk of rising sea levels.

In 2024, we commissioned desktop climate change flood risk assessments of our main Distribution Centres' sites in Northampton, assessing the risk up to 2070 under three global temperature scenarios (2.6°C, 4.5°C and 8°C). The assessments concluded that these sites are predicted to be at a marginally increased risk from flooding when considering a variety of climate change scenarios in the long term. Undertaking further onsite assessments to better understand the actual risk and mitigating actions required will be considered in future years.

The risks to individual stores from a climate-related incident, such as a storm, or from rising sea levels are not deemed to have a significant business impact. This is because it is unlikely that a significant number of stores would be impacted at the same time to the extent of having to cease trading over a prolonged period. Furthermore, all of our stores are now leasehold, and so over the medium to long term time horizon we can assess how to reduce our risk further by store relocations at lease renewal time, if necessary.

During 2024, we experienced a number of intense storms as they moved across the UK. We were able to continue trading throughout these events, unless it was unsafe to do so where we closed individual stores for a few hours. Damage to our property estate was minimal.

Climate-related financial disclosures continued

PR2 – Chronic and acute physical risk: Supply chain

Chronic and acute climate changes could impact our supply chain, most notably the impact of water stress and climatic changes on our timber supply chain. We commissioned a scenario analysis in 2022 looking at the risks to our supply chain from water availability, which suggested that key parts of our supply chain are dependent on industries which are vulnerable to water availability (e.g., paper and timber, chemicals). The supply chain and strategic impacts to the business are uncertain over the long term, and require additional data to assess.

We have regular discussions with our strategic timber suppliers on how they are assessing and managing the risk of the changing climate in their locations. We understand that they are looking at adaptation measures to chronic risks, which might involve switching tree species, as well as acute risks by relocating plantations to areas with lower risk. As a retailer, we are agile in being able to switch to alternative suppliers and work with our suppliers to identify materials (including different timber species) which are more resilient.

We plan to update our scenario analysis of climate-related impacts to our supply chain every three to five years, when more data becomes available.

PO1 – Acute physical opportunity: Increased sales related to extreme weather events

This year we have incorporated the commercial opportunity of increased sales related to extreme weather events into our TCFD disclosures. We sell a range of products that are often in high demand following a severe weather event, for example fencing, flood defences and in-house cooling. As severe weather events are forecast to increase in frequency and severity, we expect this to be an ongoing commercial opportunity for our business. In our supply chain and merchandising plans, we continue to plan for weather-related events to ensure that we can capitalise on these opportunities and support our customers with high-quality, value products to enable them to prepare for and recover from these events.

Potentially significant transition risks and opportunities

We have explored potential transition risks for our business in a Rapid Transition Scenario (1.5°C), including policy and legal, technology, market, and reputational risks. The risks that we have identified are broadly applicable to the home improvement retail sector operating in the UK with a global supply chain, and not unique to Wickes.

TR1 – Policy and legal transition risk: Carbon pricing and broader policy requirements

In 2022, we commissioned a scenario analysis of the business's potential exposure to future carbon pricing mechanisms. This concluded that under a Rapid Transition Scenario our suppliers in carbon intensive industries could be subject to high carbon prices by 2030. Although we don't underestimate the potential impact of carbon pricing on the products we sell, we recognise that the impact will be across our entire sector and, whilst we would look to mitigate the impact on our customers, where this is not possible sector pricing would adjust accordingly.

We will continue to maintain a watching brief on future carbon pricing forecasts as well as the UK's forthcoming CBAM that we expect to be introduced from 2027. We will update our modelling to understand the impact of future UK CBAM rates on direct and indirect imports once the Government has issued more conclusive details of the scheme.

The risk from UK policy changes to prompt a low-carbon transition that could impact our products and services is covered in TO1 – Market transition: Products and services for the low-carbon transition. We remain cognisant that the UK Government may introduce other UK net zero policy requirements that could impact our business directly. We have not identified any policy changes that would significantly impact the business in our short term time horizon; we expect the introduction of additional disclosure requirements to be managed by existing management resources.

TR2 – Technology transition risk: Decarbonising the fleet

The Wickes fleet is made up of mostly heavy goods vehicles. In our decarbonisation roadmap, we have identified that electric powered HGVs are likely to be the most appropriate technological option for the business to move away from diesel in the long term. Until 2030, we are continuing to improve the efficiency of our fleet. We understand that we will need to invest in infrastructure upgrades across our estate and our suppliers' networks to provide sufficient electrical capacity to charge our future HGV fleet.

As we develop our infrastructure and fleet investment plans, we will continue to further refine cost implications. As a retailer, we are transparent with our customers on the delivery costs, and switching to a significantly more costly alternative could negatively impact the business commercially.

Installing electric car vehicle charging across the estate will be required to support the switch of the company car and colleagues' own vehicles to low- and zero-carbon emissions vehicles. The same chargers could also provide destination electric vehicle charging for customers to encourage footfall at stores, as well as support the wider transition of the UK economy to electric vehicles. The associated increased electricity demand is a risk to the roadmap to decarbonise the estate and in some cases may require additional electricity generation to be installed. Where possible, we are looking to negate this through the installation of onsite solar PV.

TR3 – Market transition risk: Decarbonising the estate

The roadmap to decarbonise our property estate is centred around transitioning away from gas heating, improving energy efficiency and switching to the supply of renewable electricity (grid and onsite generation). In April 2023, the Company switched to a renewable electricity contract for all grid-sourced electricity used across the estate (excluding Solar Fast). Maintaining this is inherently included within our five-year business plan.

To mitigate the risk of increasing costs from renewable sources, the business is also installing onsite solar power generation where this has been assessed as structurally feasible and where there can be a commercially favourable purchase power agreement with the respective landlord. The acquisition of Solar Fast in 2024 also provides us with an additional commercial opportunity to the Company from installing solar PV provided by Solar Fast.

Installing new or replacement assets that are more energy efficient or enable the transition away from gas heating (such as air source heat pumps (ASHPs)) is technically feasible and a relatively low operational risk. The forecast capital expenditure to include ASHPs in new-build store fitouts and progressively deliver the asset replacements of retrofitting ASHPs is afforded within the Company's strategic five year plan. The risk to the business is from the increasing costs of new equipment and associated electricity generation infrastructure due to inflation and increased demand.

TR4 – Reputational transition risk and opportunity: Increased scrutiny from Shareholders on delivering net zero and access to capital

We recognise that it is important to our current and future Shareholders that we contribute to meeting the global transition to net zero, and specifically that we play our part to achieve the UK Government's net zero goal. We are committed to continuing to improve our disclosures over time in line with future UK Sustainability Reporting Standards in order to build trust through increased transparency, and we recognise that failure to meet Shareholders' (and other stakeholders') expectations could impact our access to capital. For these disclosures, we have also recognised the converse situation: the growing opportunity of new routes to capital investment, where investors and funders are actively seeking to support businesses that can demonstrate credible net zero transition plans.

Climate-related financial disclosures continued

Feedback from our current investors through the year confirms that the home improvement retail sector is not considered to be a highly exposed sector to climate-related risks. Furthermore, our SBTi-validated near term science-based targets give assurance that we are aligned to a 1.5°C pathway. We will continue to review this potentially significant risk and opportunity each year, to ensure that we are maximising our ability to access capital.

TR5 – Market and technology risk: Decarbonising the value chain
In recognition of the scale of the challenge, we have pulled out the transitional risk related to the decarbonisation of our value chain from TR1 into its own discrete thematic category.

Looking across all of the products we sell, there is a risk to our suppliers from other policies in a net zero scenario that aim to reduce emissions from carbon intensive sectors. Greenhouse gas emissions produced during the manufacture, transport, use and disposal of the products that we sell currently represent around 95% of our footprint.

Decarbonising our supply chain, and moving away from fossil fuels as an ingredient in carbon-based products, is a significant challenge to us meeting our long term net zero goal. We will continue to monitor policy developments, which could impact the production or sale of these products, as well as changing market and consumer expectations for increased transparency on product specific carbon labelling.

We recognise the potentially significant market- and technology-related transition risk regarding our suppliers in industries that are recognised as hard to abate, such as chemicals, cement, steel and aluminium. Furthermore, the global transportation of products from suppliers is reliant upon the decarbonisation of shipping and trucking. There is a potential risk that our suppliers in these sectors do not have the technology available to them to reduce the carbon intensity of the manufacturing and transport of the products, or that the cost of investing in such technology could add to the product cost, and the rate at which decarbonisation is realised is different across different suppliers. Some raw materials could increase in cost or become unavailable in the future and so alternatives would have to be found.

We will continue to engage with our supply chain to obtain further data, which may also give additional information on climate-related risks and opportunities as they evolve.

TO1 – Market transition opportunity: Products and services for the low-carbon transition
In 2022 and 2023, we commissioned indicative analyses to look at the potential market opportunity to supply products and services that are required for the UK to meet its net zero target. In a Rapid Transition Scenario (1.5°C) we concluded that there is a significant opportunity for our business to expand our product ranges into home energy solutions, for example heat pumps, electric vehicle chargers and solar panels.

Since the new UK Government came to power in July 2024, the policy that supports the transition of decarbonising the UK's homes has been under review. The Government is signalling that it is more ambitious with its net zero plans, but is yet to confirm plans for the phase-out of certain types of carbon intensive products (for example, gas boilers). This creates further uncertainty in the market, and slower uptake of alternative technologies than the Rapid Transition Scenario predicts.

Further explanation of how we are responding to the business opportunity from home energy solutions is provided in the Market Review section on page 14. We see that seizing this opportunity also enables the Company to contribute to the economy-wide transition to net zero, and therefore it is a key pillar of our net zero transition plan.

Alongside expanding our product ranges, there is a minor transition risk from the potential phase-out of a small number of ranges that we currently sell. For example, in a Rapid Transition Scenario, this assumes no new gas boilers sold after 2025. The UK's policy to phase out gas boilers remains under review following a significant backlash in the media.

We also recognise there is a market transition risk with the electrification of other fossil fuelled powered products, for example barbecues and patio heaters. Whilst the electrification of these products is technically feasible, customers may prefer the more traditional fossil fuel alternative. Where Government policy does not push forward the phase-out of these products, were we to stop stocking such products earlier than our competitors in order to hit our net zero ambitions, we could see a risk of competitive disadvantage.

We stock a limited number of product ranges that could be at risk of being phased out in the journey to decarbonise homes (for example, gas boilers). Therefore, we consider overall that products and services for the low-carbon transition represents a net opportunity to the business.

2b) Impact of climate-related risks and opportunities

Recognising the impact of climate change on our business, in the near, medium and long term, resulting in the potential of rising costs, the Group robustly considers the actual and potential financial impacts on our business, our strategy and our financial planning. Where possible, the Group looks to mitigate cost pressures through procurement efficiencies or, in the case of operational costs, to reduce consumption where possible.

Given our budgets and strategic financial plans are underpinned by two significant focus areas – namely (a) going concern/viability and (b) store and investment impairment – we have considered these factors carefully and set out in the table below our assessment of the potential business and financial impact of potentially material climate-related risks. We have not assessed the financial impact related to TR4 – Increased scrutiny from Shareholders (current and future) on delivering net zero, as we consider it to be an unlikely event that the business does not meet its near term science-based targets. We will continue to keep this under review.

To find further information on our assessment of the actual and potential business and financial impact of the transition opportunity 'TO1 – Market transition opportunity: Products and services for the low-carbon transition', refer to the Business Growth Levers Accelerating Design & Installation and DIY category wins section on pages 18, 21 and 22.

In addition to the short summary of our strategic response, management controls and mitigation measures provided in the table on page 58, further information on how these risks and opportunities have informed our financial planning process can be found in section 2a).

Climate-related financial disclosures continued

Financial impact of potentially material climate-related risks

High-level climate-related risk categories	Risk type	Potential business impact	Potential financial impact	Scale of financial impact (high/medium/low/uncertain)[1] Short term 1-5 years 2025-2029	Medium term 6-15 years 2030-2039	Long term 16-30 years 2040-2054	Climate scenario	Strategic response	Management controls and mitigation measures
PR1 – Acute weather-related events impacting operations	Acute physical risk	Operations	Expenditure Revenue	Low	Low	Low	High Physical Impact Scenario (4°C)	– Continue leasehold model for property estate with 10- to 15-year lease agreements. – Continue distribution strategic approach to work with expert logistics providers to prepare for and respond to any potential disruption in distribution network. – Commission further onsite long term flood risk assessments of Distribution Centres in High Physical Impact Scenario.	– Business continuity plans for distribution and stores. – Leasehold model, and long term flood risk assessed when reviewing new sites and regears. – Distribution strategy is developed, implemented and monitored by the Distribution team in Operations.
PR2 – Chronic climatic changes and acute weather-related events impacting supply chain	Acute and chronic physical risk	Products and services Value chain	Expenditure Revenue	Low	Low	Uncertain	High Physical Impact Scenario (4°C)	– Continue to partner with strategic suppliers to understand risks in operating regions and discuss mitigating actions.	– Impacts to higher risk and strategic suppliers are monitored by key teams within Commercial, including the Responsible Sourcing and Quality team, and Category teams.
TR1 – Carbon pricing and broader policy requirements	Policy and legal transition risk	Products and services Value chain	Expenditure Revenue	Uncertain	Uncertain	Uncertain	Rapid Transition Scenario (1.5°C)	– Monitoring relevant policy developments. – Focusing on delivering decarbonisation targets.	– Climate-related policy developments (including carbon pricing) monitored by the Head of Sustainability through the Environmental Management System legal horizon scanning process.
TR2 – Decarbonising the fleet	Technology transition risk	Operations	Expenditure	Low	Low	Low	Rapid Transition Scenario (1.5°C)	– Engaging on long term decarbonisation strategy of main transport providers. – Defining business case for potential low- and zero-carbon emissions fleet options.	– Plan to decarbonise the fleet is in development by the Distribution team in Operations. – Supported by the Property and Transport Climate Working Group, and overseen by the Climate Steering Group.
TR3 – Decarbonising the estate	Market transition risk	Operations	Expenditure	Low	Low	Low	Rapid Transition Scenario (1.5°C)	– Monitoring energy usage and GHG emissions of stores. – Exploring emission reduction opportunities in stores. – Monitoring relevant policy discussions on Minimum Energy Efficiency Standards and green leases.	– Plan to decarbonise the estate is in development by the Property team in Operations, governed by the Property and Store Development Board. – Supported by the Property and Transport Climate Working Group, and overseen by the Climate Steering Group.
TR5 – Decarbonising the value chain	Technology and market transition risk	Products and services Value chain	Expenditure Revenue	Low	Uncertain	Uncertain	Rapid Transition Scenario (1.5°C)	– Engaging with suppliers to understand their science-based targets and net zero plans.	– Roadmap of suppliers' decarbonisation plans is monitored by the Product Climate Working Group, and overseen by the Climate Steering Group.

1 Refer to section 3a for definitions

Climate-related financial disclosures continued

2c) Resilience of the business strategy

We have used two extreme scenarios to stress test our business model and strategy. These are set out below. By choosing these scenarios, we have sought to identify and understand the risks and opportunities that could arise for our business and strategy, supply chain and wider economy that we operate in, to ensure that we anticipate and prepare for these extremes. We believe that it is likely that the future will fall somewhere between these two scenarios. These are the same scenarios that we used to inform our 2022 and 2023 disclosures and are commonly used by industry.

Rapid Transition Scenario (1.5°C)

The International Energy Agency's Net Zero Emissions by 2050 Scenario (NZE) was first published in 2021 and updated in 2023. This scenario is a normative (or prescriptive) demand-led transition scenario that shows a pathway for the global energy sector to achieve net zero greenhouse gas emissions by 2050. It is consistent with limiting the global temperature rise to 1.5°C and achieving the Paris Agreement. In this scenario, businesses will be impacted by significant policy changes and the scenario assumes an orderly transition with stringent climate policies and carbon pricing, rapid technological innovation and changing consumer expectations.

High Physical Impact Scenario (4°C)

The Intergovernmental Panel on Climate Change (IPCC) Representative Concentration Pathway (RCP) 8.5 scenario (published in 2013 as part of the IPCC's Fifth Assessment Report) projects the most likely climate outcomes associated with a trajectory where global emissions continue rising at current rates, leading to a potential temperature increase of 4°C by 2100. In this scenario, businesses will be impacted by extreme climate change, and the scenario assumes severe impacts of extreme weather events worldwide, and shifting weather and climate patterns.

We recognise that the climate science community regularly updates scenarios. We keep these under review, and when we next undertake a significant scenario analysis exercise, we will use the most appropriate scenarios available at the time.

In 2024, we have reviewed how these potentially significant climate-related risks and opportunities might influence our business strategy and financial planning at a high level. (See 'Potential financial impact' column in the table on page 58).

Based on our latest assessment of the potential financial impacts of the significant risks and opportunities following the process we set out in the Risk Management section, we consider that our current business strategy continues to be resilient to these two extreme climate-related scenarios.

Our market-led strategy means that we identify what customers want and adapt quickly with short lead times and stock holding times. We have established partnerships with strategic suppliers that allow us to understand their risks and mitigation plans, and we can also adapt where appropriate through a global, agile and flexible supply chain model. Although a few of our key home improvement product ranges are currently emissions intensive during the manufacturing phase (e.g., cement, paint), we are not dependent on these and we are encouraged by the commitments from these sectors to meet net zero. Any inflationary effects of carbon pricing will impact all home improvement retailers, and therefore our business will remain competitive, whilst we continue to work with our suppliers to reduce carbon emissions across the life cycle of the products we sell.

We do not have a major reliance on products which are powered by fossil fuels (such as gas boilers) and therefore we are not significantly exposed to planned Government phase-outs. Within the reporting period, we acquired 51% of Gas Fast Ltd, trading as Solar Fast. Although the business was originally set up as a gas boiler installation company, the main driver for the acquisition was the pivot of the business into the solar installation business. We currently sell a relatively small proportion of electric powered products. We remain reliant upon the UK grid decarbonisation to reduce the emissions when products are being used in customers' homes.

Our property strategy is leasehold, with an average remaining lease term of 8 years. This gives us flexibility with our property estate to locate in areas which are lower risk from extreme weather, for example surface water flooding. In a Rapid Transition Scenario, as a home improvement retailer, we are not significantly energy intensive, and technology is readily available to support the decarbonisation of our estate. Our fleet strategy is also leasehold and we are working with our partners to understand the future of low-emissions road logistics, which is not a unique challenge to our business.

3 Risk management

3a) Processes for identifying and assessing climate-related risks

Identification

Risks and opportunities are identified at the Group level and apply to the activities of the main trading subsidiary of the Group; Wickes Building Supplies Ltd.

Each year, we undertake an exercise with key internal stakeholders to review the list of existing climate-related risks and opportunities as well as identifying any potentially new risks and opportunities arising due to changes in the business, or external changes. This creates a longlist of climate-related risks and opportunities. This identification exercise also considers existing and emerging regulatory requirements related to climate change in the UK, where the business operates.

Within the year, the Company acquired 51% of Gas Fast Ltd trading as Solar Fast. The nature of the business's activities is similar to the rest of the Company namely purchasing and installing solar panels and gas boilers. Therefore, no additional climate-related risks and opportunities have been identified from this acquisition.

Assessment

We then screen the longlist of climate-related risks and opportunities, across each time period as set out in section 2a), to assess the potential significance to the business. For each risk and opportunity, we look through the lens of two extreme future climate scenarios: a High Physical Impact Scenario (4°C) and a Rapid Transition Scenario (1.5°C) (covered in more detail in section 2c).

Climate-related risks and opportunities have been prioritised on the basis of:

- indicative potential financial or strategic impact on the business, using the business impact framework in the Wickes Risk Management Policy;
- the strength of the climate change signal for a specific risk driver or physical risk hazard; and
- the magnitude of projected change from the baseline in a future climate scenario.

Those risks and opportunities that exceed an internally agreed threshold are identified as potentially significant, prioritised for further assessment, and logged on our Climate Risk Register. We have grouped these potentially significant risks and opportunities into nine thematic categories (as discussed in section 2a) for ease of assessment and discussion with the business and the Board.

Further scenario and sensitivity analysis is undertaken on these high-level categories on a two-to three-year frequency depending on updates

Climate-related financial disclosures continued

Threshold of materiality in relation to climate-related matters – adjusted profit before tax (PBT) average of last three financial years

High level of materiality	>50% adjusted PBT
Medium level of materiality	10-50% adjusted PBT
Low level of materiality and not deemed material in this time horizon	<10% adjusted PBT
Uncertain	Insufficient data to assess at this time

and changes from external factors, such as policy and legislation changes, as well as business changes (such as new product category ranges).

To assess the impact to the business arising from climate-related risks, we align with the business's Risk Management Policy for all Group risks. For the purposes of this assessment, how we assess materiality in relation to climate-related matters is outlined in the table above.

Where there is inadequate information to undertake an assessment of financial materiality and therefore financial impact, these cases have been identified as 'uncertain'. The business impact of such risks is discussed in the Strategy section on pages 55-59.

3b) Processes for managing climate-related risks

We manage our climate-related risks in the same way as other risks that the business faces (refer to the Risk Management section of this report for further explanation on our overall approach on pages 67-75). Following our risk management framework, we identify measures to mitigate the impact of significant climate-related risks in accordance with our risk appetite. We monitor the risks and integrate any key changes into the twice-yearly review of the climate change principal risks. This is undertaken by the Head of Sustainability, then the General Counsel and Company Secretary discusses and agrees changes with the Executive Risk Committee. Any changes are then included in the updates to the Executive Board, Audit and Risk Committee and the Board.

We have summarised the management controls and mitigation measures we have in place to manage the potentially significant climate-related risks in the table set out in section 2b.

To respond to the transition risk TR4, Increased scrutiny from Shareholders to delivering net zero, our Investor Relations team continues to have open dialogue with Shareholders and maintains a watching brief on the evolving responsible investment landscape. We also intend to continue active management of key ESG rating assessments and to participate annually in CDP.

3c) Integration into overall risk management

The Company's approach to risk management is set out in the Company's Risk Management Policy. This explains how the Company identifies, assesses and mitigates risks, as well as how the Company reports and monitors the Corporate Risk Register and principal risks to the Executive Board, Audit and Risk Committee and the Board. A more detailed explanation of the Company's approach to risk management is provided in the Risk Management section on pages 67-75.

Through the Company's risk management approach, climate change was identified and assessed as a principal risk for the business at its demerger in 2021. The topic has continued to be considered as a principal risk for the business since 2021, with the relative exposure remaining stable over this time period. The mitigations put in place and progress of managing significant climate-related risks and opportunities are summarised in the Principal Risks and Uncertainties section on page 73.

On the Company's Corporate Risk Register, there are 20 identified risk categories – climate change is considered within the 'ESG' risk category. During 2024, the Audit and Risk Committee reviewed the Company's risk appetite for all risk categories. The risk appetite for the ESG risk category remained stable compared to 2023.

The Climate Risk Register sits separately to the Corporate Risk Register, and the outputs of the Climate Risk Register feed into the Climate Change Principal Risk on the Corporate Risk Register.

We are monitoring developments with the ESG and climate-related reporting landscape and will review our approach to integrating climate-related risk into the corporate risk approach, as and when required.

4 Metrics and targets

4a) Metrics used to assess climate-related risks and opportunities

Management regularly reviews metrics associated with the Company's near term science-based targets to track progress on our goal to achieve net zero. Our key metrics for measuring and managing climate-related risks are therefore as follows:

- **Scope 1 and 2 emissions:** The Executive Board monitors store energy consumption on a monthly basis via the Company's balanced scorecard. Management reports to the RBC on high-level performance against the Scope 1 and 2 emissions targets at mid-year and end of the year.
- **Scope 3 emissions:** For our most material Scope 3 emissions categories, namely Category 1 (purchased goods and services) and Category 11 (use of sold products), we have been tracking the number of our Goods for Resale suppliers who are planning to set or have set a science-based target validated by the SBTi. Each year, we measure the Company's full carbon footprint, including all relevant Scope 3 categories, in accordance with the Greenhouse Gas Corporate Protocol – the full methodology is available on our website.
- We report against the SASB Multiline and Speciality Retailers and Distributors industry standard, which is available on our website.

For more information on how these metrics are incorporated into performance measures within remuneration policies, refer to the Remuneration Committee report on pages 112-113.

We monitor and report progress against additional appropriate metrics relating to our material climate-related risks to the Responsible Business Committee on a quarterly basis via the Responsible Business dashboard.

We do not currently use an internal carbon price but this is a future consideration which we will review annually.

4b) GHG emissions and related risks

Our Scope 1, 2 and 3 GHG emissions are key metrics in monitoring our climate impact over time. We have calculated our full 2024 GHG footprint for our business, covering absolute Scope 1, 2 (market and location) and 3 emissions and carbon intensity. Our methodology for calculating our footprint is aligned to international best-practice guidance from the World Business Council for Sustainable Development (WBCSD) and World Resources Institute (WRI)'s Greenhouse Gas Protocol Corporate Standard.

The 2024 GHG footprint for the business is reported on page 63. Selected metrics within our 2024 reporting have been independently assured to the International Standard on Assurance Engagements (ISAE 3000). Our methodology, the external Independent Limited Assurance Statement and full GHG footprint is available on our corporate website: www.wickesplc.co.uk.

A GHG emissions intensity ratio is also reported in the table on page 64 comparing GHG emissions against gross internal floor area of our property estate.

Climate-related financial disclosures continued

Climate-related Metrics and targets

TCFD recommended cross-industry metric	Metric used by Wickes and commentary	Link to thematic climate-related risk or opportunity category
GHG emissions Absolute Scope 1, 2, and 3 emissions intensity	Within the reporting period, we have been tracking the following metrics: – Tonnes of CO_2e for Scope 1 and 2 GHG emissions (six monthly) – % of GFR suppliers that have set science-based targets (six monthly) – Tonnes of CO_2e for Scope 3 GHG emissions (annually) – Intensity – Tonnes CO_2e Scope 1 and 2 GHG emissions/sq ft gross internal area (annually) – Intensity – Tonnes CO_2e Scope 1 and 2 GHG emissions/sq m gross internal area (annually) – Store energy consumption (monthly) Operational waste, packaging waste, and water consumption metrics can be found in the Responsible Business section on page 44. They are not included in our TCFD disclosures as they are not material impacts to our GHG footprint.	– TR2 – Decarbonising the fleet – TR3 – Decarbonising the estate – TR4 – Increased scrutiny from Shareholders on delivering net zero – TR5 – Decarbonising the value chain
Transition risks Amount and extent of assets or business activities vulnerable to transition risks	In 2024, we have continued to develop our taxonomy and classification methodology of products that we sell to be able to monitor the following metrics: – % of revenue from products that UK Government has announced will be phased out as part of transition to net zero – % of revenue from sale of fossil fuels	– TO1 – Products and services for the low-carbon transition – TR5 – Decarbonising the value chain
Physical risks Amount and extent of assets or business activities vulnerable to physical risks	In 2024, we have continued to review our property estate and defined appropriate measures to monitor physical risks: – % of property portfolio located in an area subject to flooding, heat stress or water stress – Expenditure on property remediation required due to severe weather-related events	– PR1 – Extreme weather-related events impacting operations
Climate-related opportunities Proportion of revenue, assets, or other business activities aligned with climate-related opportunities	In 2024, we have continued to develop our taxonomy and classification methodology of products that we sell to be able to monitor the following metrics. – Revenue from products or services that support the transition to a low-carbon economy – Revenue from products or services related to extreme weather events	– TO1 – Products and services for the low-carbon transition – TR5 – Decarbonising the value chain – PO1 – Increased sales related to extreme weather events
Capital deployment Amount of capital expenditure, financing, or investment deployed toward climate-related risks and opportunities	In 2024, we have monitored the following metrics to track this expenditure: – Investment in physical climate adaptation measures (flood resilience installation and planned maintenance) – Investment in capital required to decarbonise the estate and fleet	– PR1 – Extreme weather-related events impacting operations – TR2 – Decarbonising the fleet – TR3 – Decarbonising the estate
Internal carbon prices Price of each tonne of GHG emissions used internally by an organisation	We have not yet developed an internal carbon price, and we are considering using one in the future.	– TR2 – Decarbonising the fleet – TR3 – Decarbonising the estate – TR4 – Increased scrutiny from Shareholders on delivering net zero
Remuneration Proportion of executive management remuneration linked to climate considerations	The 2023, 2024 and 2025 Long Term Incentive Plans (LTIP) incorporate an additional ESG measure linked to our decarbonisation plans, weighted at 10%. Refer to the Remuneration Committee report, page 112-113 for further information.	– TR2 – Decarbonising the fleet – TR3 – Decarbonising the estate – TR4 – Increased scrutiny from Shareholders on delivering net zero

Climate-related financial disclosures continued

In 2024, when calculating emissions from Goods for Resale, we have continued to use estimated emissions for key materials from global databases (e.g., ecoinvent for Scope 3, Category 1, Purchased goods and services). In the near and medium term, we will be working with our strategic suppliers, as well as collaborating with the global home improvement retail sector, to move towards improved accuracy of emissions from suppliers, and ultimately emissions directly associated with the manufacture and transport of products. This process will result in a continuous improvement of our methodology and may require further rebaselining of our footprint in future years.

To support the increased complexity of GHG-related data handling and analysis, and enable future reporting to meet legal requirements, such as CBAM, we have identified a business need for a specialist GHG management software system. During the reporting period, we have undertaken a market review of Software as a Service emissions platforms, and identified a preferred supplier. In the near term, we will integrate the preferred system into our business processes, and engage with key suppliers to commence collecting supplier-specific GHG data.

4c) Climate-related targets and performance

Wickes is a signatory to the British Retail Consortium's Climate Action Roadmap, which commits to collectively achieving net zero across the UK retail sector by 2040. Within the reporting period, the Company also became a signatory to the global home improvement sector's Scope 3 initiative, called Make it Zero. More information can be found in the Responsible Business section on page 43.

In 2022, our original near term science-based targets received validation from the SBTi, confirming that the targets were set following the SBTi's Corporate Net-Zero Standard and aligned with the scale of reduction required to keep global temperature increase by the end of this century to 1.5°C compared to pre-industrial levels. Following the rebaselining exercise, in 2024, we submitted our revised targets for validation. Further explanation of the rebaselining exercise is provided on page 63.

We remain committed to achieve our near term science-based targets:

- Operations: Achievement of our Scope 1 and 2 reduction target will be largely met by the switching of our electricity supply to a renewable electricity contract in April 2023. We have developed a decarbonisation roadmap that identifies further opportunities to reduce Scope 1 and 2 emissions from our gas and diesel consumption, helping us to work towards the longer term net zero goal.
- Suppliers: We are making good progress with our strategic suppliers committing to set science-based targets. The increase in the target from 45% to 55% of Scope 3 emissions will be challenging to achieve due to our large supplier base.
- Products: The reduction in emissions from the products that we sell whilst they are in use is largely dependent on the decarbonisation of the UK electricity grid.

A significant proportion of our products are timber derived. Therefore, as part of our SBTi submission to revise our SBTs, we reviewed our GHG emissions that relate to land use change and land management (also called Forest, Land and Agriculture (FLAG) emissions). We have concluded that for 2023 we did not exceed the SBTi's threshold of 20%, and we are therefore not required to set an additional FLAG reduction target.

Progress on SBTi-validated near term science-based carbon reduction targets

Revised suite of SBTs	Near term SBT[1]	FY2022 progress[2]	FY2023 progress[2]	FY2024 progress[2]
Operations: Reduce absolute Scope 1 and 2 greenhouse gas emissions by 42% by 2030 (from a 2021 base year)	42% by 2030	0.6%[3]	-41.9%[3]	**-61.3%[3]**
Suppliers: 55% of our suppliers by emissions covering purchased goods and services will have science-based targets by 2027	55% by 2027	9.6%	18.1%	**27.3%**
Products: Reduce absolute Scope 3 greenhouse gas emissions from the use of sold products by 42% by 2030 (from a 2021 base year)	42% by 2030	-6.4%	0.1%	**-19.7%**

1 Submitted for validation by SBTi.
2 Each year's progress is compared to the Group's 2021 rebaselined GHG emissions.
3 Market-based GHG emissions.

Climate-related financial disclosures continued

Greenhouse gas (GHG) and Streamlined Energy and Carbon Reporting (SECR)

Selected metrics have been subject to Independent Limited Assurance by DNV. DNV's limited Assurance Statement is available on our website: www.wickesplc.co.uk/company/responsible-business/policies-and-reporting/

Greenhouse gas emissions (GHG)

This table represents a summary of our calculated GHG inventories for the current and historic periods. A full GHG inventory as originally reported and the recalculated emissions are available on our website: www.wickesplc.co.uk/company/responsible-business/policies-and-reporting/

	FY2021			FY2022	FY2023	FY2024
Scope and category	Original emissions tCO_2e	Recalculated emissions tCO_2e	Rebaselined[1] emissions tCO_2e	Recalculated emissions tCO_2e	Recalculated emissions tCO_2e	Calculated emissions tCO_2e
Scope 1	23,087	17,530	16,076	16,411	14,658	**12,399**[2]
Scope 2 (location-based)	9,687	9,410	9,410	8,330	8,923	**8,683**
Scope 2 (market-based)	14,541	15,937	15,937	15,760	3,931	**7**[3]
Scope 1 and 2 (location-based)	32,774	26,940	25,486	24,471	23,581	**21,082**
Scope 1 and 2 (market-based)	37,628	33,467	32,013	32,171	18,589	**12,406**
Scope 3 Category 1 – Purchased goods and services	1,075,463	1,226,479	1,226,479	1,142,421	1,054,358	**1,159,225**
Scope 3 Category 4 – Upstream transportation	5,589	129,249	129,149	111,129	101,791	**85,566**[4]
Scope 3 Category 11 – Use of sold products	362,655	216,156	216,156	202,359	216,331	**173,469**
Scope 3 Category 12 – End of life treatment	120,951	117,277	117,277	119,578	126,064	**121,127**
Scope 3 Other[5] (categories 2, 3, 5, 6, 7, 9 and 13)	20,686	42,985	44,792	40,647	49,153	**40,778**
Scope 3	1,585,420	1,732,146	1,733,853	1,616,134	1,547,697	**1,580,165**[6]
Total Scope 1, 2 and 3 (location-based)	1,623,048	1,759,086	1,759,439	1,640,875	1,571,278	**1,601,246**
Total Scope 1, 2 and 3 (market-based)	1,623,048	1,765,613	1,765,965	1,648,305	1,566,286	**1,592,571**

1 The rebaselined numbers reflect the 2021 GHG emissions according to the Company's 2023 operational boundary.
2 Includes gas consumption from Gas Fast Ltd, but excludes diesel consumption from their fleet of three vehicles.
3 Represents the electricity consumption of Gas Fast Ltd which is not part of the Wickes Building Supplies Ltd renewable electricity contract, which comprises 0.04% of the total electricity consumption of the Group.
4 A more granular set of assumptions of the mode of transport from source continents has been applied to the 2024 calculations, which has resulted in a decrease compared to previous year calculations.
5 Excludes Scope 3 Categories 8, 10, 14 and 15 as these are not included in the Group's operational boundary.
6 Excludes Scope 3 activities carried out by Gas Fast Ltd.

Overview of greenhouse gas emissions performance

We measure our GHG footprint across all three Scopes, in line with the Greenhouse Gas Protocol Corporate Standard. We continue to develop our approach, with key assumptions detailed in our methodology statement (available on our website) and key exclusions detailed in the footnotes of the table.

In 2024, our Scope 1 and 2 market-based GHG emissions have reduced by 33% compared to 2023, and by 61% compared to our 2021 rebaselined emissions. This is mainly due to our 100% renewable electricity contract that the company (excluding Solar Fast) has had in place since April 2023. As such we have made great progress against our 2030 near term target to reduce Scope 1 and 2 emissions by 42% compared to 2021.

In 2024, the majority of our emissions (99%) continue to arise from our Scope 3 activities. Following our rebaselining exercise earlier this year, we have identified upstream transportation (5%) as another main contributor to this, alongside purchased goods and services (73%), use of sold products (11%), and end of life treatment of products (8%).

We have reported an increase of 2% in our total GHG emissions compared with 2023. This can be mainly attributed to a 10% increase in GHG emissions from purchased goods and services due to a change in the product mix sold in the year.

Methodology

We currently continue to use standard emissions factors for key materials. For more detail on our emissions calculations and methodology, our method statement is available to view on the Responsible Business pages of our website www.wickesplc.co.uk.

Independent assurance

Independent Limited Assurance was carried out on selected metrics by DNV, in accordance with DNV's assurance methodology VeriSustain™ and the ISAE 3000 revised standard. For more details on the engagement and methodology, please refer to the Assurance Statement available on the Responsible Business pages of our website www.wickesplc.co.uk.

Rebaselining exercise

Following structural changes in our business resulting in outsourcing of some distribution activities, and improvements in the accuracy of source and activity data, we rebaselined our 2021 inventory in 2024 – the results of which can be seen in the Greenhouse Gas Emissions table.

The recalculated baseline triggered the Company's Emissions Recalculation Policy, which includes the SBTi's 5% threshold. Therefore, we were required to recalculate our targets and seek revalidation of these targets by the SBTi. The revised targets have been submitted to the SBTi for revalidation.

We used this as an opportunity to also recalculate emissions for 2022 and 2023. By applying the same operational boundaries, improved methodology and more accurate source and activity data, we can use the historic data to analyse our performance and identify trends. We also used the recalculated 2023 inventory to develop forecasts of future GHG emissions and inform the development of our decarbonisation action plan.

For full transparency, we have disclosed the original and recalculated emissions for 2021 in this report, along with recalculated emissions for 2022 and 2023. The full set of original and recalculated data is available on our corporate website.

Climate-related financial disclosures continued

Streamlined Energy and Carbon Reporting (SECR)

	Group/UK 2021[1] emissions (originally reported)	Group/UK 2021[1] emissions (recalculated)	Group/UK 2022[1] emissions (recalculated)[2]	Group/UK 2023[1] emissions (recalculated)[3]	Group/UK 2024[1] emissions[4]
Annual GHG emissions (tCO_2e) (Scope 1 and 2 location-based)	9,687	25,486	24,742	23,581	**21,082**
Annual GHG emissions (tCO_2e) (Scope 1 and 2 market-based)	14,541	32,013	32,172	18,589	**12,406**
Annual energy use (kWh)	114,515,000	126,598,259	123,060,465	115,911,312	**99,273,071**
Emissions intensity: location-based (tCO_2e / 1,000sq ft)	Not reported	4.0	3.9	3.6	**3.2**
Emissions intensity: market-based (tCO_2e / 1,000sq ft)	5.0	5.0	5.0	2.9	**1.9**

1 The Group does not conduct any activities in the offshore area.
2 Emissions originally reported for 2022: annual GHG emissions Scope 1 and 2 market-based) 33,206 tCO_2e; annual energy use 170,003 kWh; emissions intensity (location-based) not reported; emissions intensity (market-based) 5.0.
3 Emissions originally reported for 2023: annual GHG emissions (Scope 1 and 2 market-based) 23,744 tCO_2e; annual energy use 159,994 kWh; emissions intensity (location-based) not reported; emissions intensity (market-based) 3.15.
4 Includes gas consumption from Gas Fast Ltd, but excludes diesel consumption from their fleet of three vehicles.

Energy efficiency action

Improving the energy efficiency of our estate has continued to be a focus for the business in 2024. This year, we reduced our energy consumption by 14% compared with 2023, and we have continued the trend of improving our emissions intensity (both location-based and market-based).

This was delivered through the work of our store colleagues monitoring and managing their energy consumption, the roll-out of energy efficiency technology, upgrades as part of our store refit programme, and an ongoing focus on fleet fuel efficiency.

We incorporate energy efficiency into the design of our new store and refit programmes, as well as rolling out improvements across the estate.

We implemented a range of energy efficiency measures across our property estate throughout 2024 to address electricity, gas and diesel consumption. These include:

- **LED lighting upgrade:** We have continued to upgrade our lighting to LEDs. By the end of 2024, 90% of our stores have been upgraded.
- **Heating control roll-out:** We have continued to roll-out heating controls for our stores heated by gas. By the end of 2024, 90% of stores have been upgraded.
- **Replacement of diesel forklifts:** We have continued the replacement of diesel forklift trucks with electric powered forklifts. By the end of 2024, 84% of stores have electric powered forklift trucks only.
- **Air source heat pumps (ASHPs):** We have installed ASHPs in four new stores, resulting in a total of eight stores now with electric only heating.
- **Solar photovoltaic (PV) panels:** We have continued site assessments to identify opportunities for onsite renewable energy generation. By the end of 2024, ten stores now have on-site solar PV panels fitted. The energy generated from the solar PV panels is used at each of the stores.
- **Voltage optimisation:** Voltage optimisation technology is now installed in 50 stores, equating to just over 20% of our estate.
- **Store engagement:** We regularly engage with our store managers to increase and improve education and awareness of energy performance. Energy consumption data is shared with store managers to help track progress against energy efficiency actions and determine opportunities for improvement.

Methodology

We have reported our GHG emissions and energy consumption in accordance with the Large and Medium-Sized Companies and Groups (Accounts and Reports) Regulations.

To calculate our SECR emissions, we have followed the GHG Protocol Corporate Accounting and Reporting Standard. Our methodology is available on our website. The organisational reporting boundary is based on operational control. We have included all of our stores and distribution centres which fall within our operational control boundary, and excluded any energy usage and associated emissions by other companies also operating on our premises. Scope 2 emissions have been calculated using both location-based and market-based approaches.

We have reported all of the Company's fuel and electricity consumption activities (the Company does not conduct any activities in the offshore area):

- Natural gas consumption (Scope 1)
- Diesel consumption (Scope 1)
- LPG (Scope 1)
- Electricity consumption (Scope 2)

Energy consumption figures in kWh were obtained from natural gas and electricity invoices and consolidated centrally across Wickes' sites. Fuel consumption for the vehicle fleet (including forklifts) and the sprinkler pump house was obtained through mileage and invoice data, which were subsequently converted into kWh using conversion factors for passenger and delivery vehicles from the UK Government's 2024 GHG Conversion Factors for Company Reporting.

Recalculations

Following the rebaselining exercise that we carried out to review and revise our SBTs, we have recalculated our historic GHG emissions and annual energy usage for our SECR reporting.

Energy Savings Opportunity Scheme

In 2024, we completed energy audits and submitted our notification of compliance to the Environment Agency, as required by the mandatory Energy Savings Opportunity Scheme (ESOS) Phase 3. We have identified energy efficiency opportunities that we plan to implement over the period of Phase 3, and have submitted our ESOS action plan to the Environment Agency.

Climate-related financial disclosures continued

TCFD Alignment Index

This index table signposts to where TCFD-related disclosures are included in the 2024 Annual Report and Accounts.

TCFD recommended disclosures	Companies Act 2006	Page
1. Governance		
(a) Describe the Board's oversight of climate-related risks and opportunities.	(a) A description of the company's governance arrangements in relation to assessing and managing climate-related risks and opportunities.	53
(b) Describe management's role in assessing and managing climate-related risks and opportunities.		54
2. Strategy		
(a) Describe the climate-related risks and opportunities the organisation has identified over the short, medium, and long term.	(d) a description of: (i) the principal climate-related risks and opportunities arising in connection with the company's operations; and (ii) the time periods by reference to which those risks and opportunities are assessed.	55-57
(b) Describe the impact of climate-related risks and opportunities on the organisation's business strategy, and financial planning.	(e) A description of the actual and potential impacts of the principal climate-related risks and opportunities on the company's business model and strategy.	57-58
(c) Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.	(f) An analysis of the resilience of the company's business model and strategy, taking into consideration different climate-related scenarios.	59
3. Risk management		
(a) Describe the organisation's processes for identifying and assessing climate-related risks.	(b) A description of how the company identifies, assesses, and manages climate-related risks and opportunities.	59-60
(b) Describe the organisation's processes for managing climate-related risks.		60
(c) Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organisation's overall risk management.	(c) A description of how processes for identifying, assessing, and managing climate-related risks are integrated into the company's overall risk management process.	60
4. Metrics and targets		
(a) Disclose the metrics used by the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process.	(h) A description of the key performance indicators used to assess progress against targets used to manage climate-related risks and realise climate-related opportunities and of the calculations on which those key performance indicators are based.	60
(b) Disclose Scope 1, Scope 2, and, if appropriate, Scope 3 greenhouse gas (GHG) emissions, and the related risks.	No additional requirements in the Companies Act. Covered by existing SECR disclosures.	60-62, 63-64
(c) Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets.	(g) A description of the targets used by the company to manage climate-related risks and to realise climate-related opportunities and of performance against those targets.	62

Non-financial and sustainability information statement

This table sets out where the key content requirements of the Non-financial information statement (as required by sections 414CA and 414CB of the Companies Act 2006) can be found in this document or on our website.

Section 172 of the UK Companies Act 2006
Under Section 172 of the UK Companies Act 2006 ('Section 172') directors must act in the way that they consider, in good faith, would be most likely to promote the success of their company. In doing so, our Directors must have regard to stakeholders and the other matters set out in Section 172. Our Section 172 statement includes the information set out on pages 87-90 of the Governance Report. Our stakeholders are set out on pages 88-89, along with details of how the business engaged them during 2024. Page 90 gives examples of how our Directors have taken steps to understand the needs and priorities of these stakeholders when taking decisions concerning the business. The relevance of each stakeholder group may vary depending on the matter at hand.

Non-financial matter	Disclosures of policies and standards	Page
Employees	Section 172 statement: colleagues Board leadership and Company purpose Strategic report: People, Inclusion and diversity, Colleague Voice Strategic report: Safety and wellbeing, Safety Policy Nominations Committee report: Inclusion and diversity Directors' Remuneration report	88 82-83 34-39 48-49 95-96 106-117
Human rights	Code of Business Ethics Human Rights Policy, Modern Slavery and Human Trafficking Policy[2] Modern Slavery Statement[1]	50 50 50
Social matters	Section 172 statement Strategic report: People, Environment, Homes	87-90 34-47
Anti-corruption and anti-bribery	Modern Slavery Statement[1] Anti-bribery Policy Anti-fraud Policy Whistleblowing Policy[2]	50 51 50 50, 86
Environmental matters	Response to Task Force on Climate-related Financial Disclosures (TCFD) recommended disclosures Principal risks and uncertainties: Climate change Strategic report: Environment Responsible Business Committee report Environment Policy[2] Responsible Sourcing Policy[2] Timber Sourcing Policy[2]	53-65 73 42-45 104-105 42 52 45
Climate-related financial disclosures	Response to TCFD recommended disclosures	53-65
Principal risks and impact of business activity	Principal risks and uncertainties, in particular People and Safety Audit and Risk Committee report	73 98-103
Business model	Business model	16-19
Non-financial key performance indicators	Key performance indicators: GHG emissions; Store leadership diversity	25

1 Our Modern Slavery Statement is available on our website
2 Policy can be found on our website

Risk management overview

Our approach to risk

In line with previous years, we continue to maintain a structured approach to risk management at Wickes, allowing us to maintain an appropriate risk culture that supports us in meeting our strategic objectives in a balanced and risk-aware way.

Our risk framework

With an ever-changing environment, maintaining an effective approach towards risk requires ongoing refinement in the way we identify, assess and manage risks which may impact us, our customers and the communities in which we operate. In the year, we have continued to evolve our principal risks and risk appetite assessments as part of a regular review and challenge approach, maintaining the principles of effective risks management. The Board are ultimately responsible for the effective management of risk across the Group, and we manage our risks in line with the risk appetite set by the Board. The Audit and Risk Committee, under delegated authority from the Board, is accountable for overseeing the effectiveness of risk management at Wickes, including regularly reviewing our principal risks and any emerging risks which may impact on the delivery of our strategy, operations or customers.

Board oversight

Develops vision and strategy	Defines organisational Code of Business Ethics	Sets risk appetite and tolerance	Monitors the nature and extent of principal risk exposure

Executive Board	Audit and Risk Committee	Internal audit
Represents all key functions and teams of Wickes. Maintains policies and programmes, monitors risk exposure, mitigation and internal controls, and manages business risk on a day-to-day basis	Reviews the design and implementation of Wickes' risk management and internal control programmes. Supports the Board in monitoring exposure against risk appetite	Supports Wickes to identify risks and gaps in compliance, and recommends mitigating actions Facilitates the maintenance of the Corporate Risk Register and monitors progress in the mitigation of each risk. Reviews and tests the effectiveness of internal controls and provides assurance

Risk management process

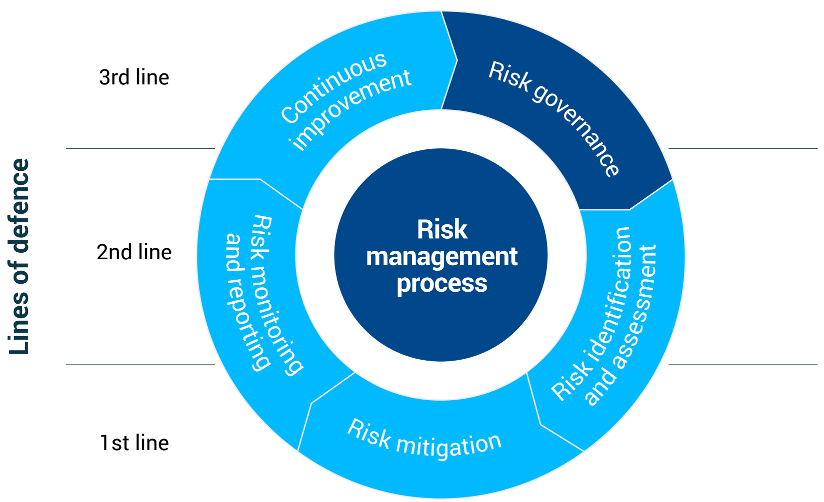
Risk identification and assessment	Risk mitigation	Risk monitoring and reporting	Continuous improvement
Identifies and owns relevant risks assigning responsibilities at operational/ functional level	Ensures internal control systems are embedded across the business	Ensures mitigating actions are monitored and implemented. Escalates risk identified at operational or grass roots level to Executive, Audit and Risk Committee and the Board	Reviews the outputs of the risk management process, identifies improvements and supports the further embedding of effective risk management processes within the business

Top down
Oversight, identification, assessment and mitigation of risk across the Company

Bottom up
Identification, assessment and mitigation of risk across key functional areas

In keeping with the three lines model, the Executive maintain day-to-day responsibility for identifying and managing risks in line with the risk appetite established by the Board. In addition to risk forming a standing agenda item during monthly Executive Board meetings, where individual corporate level risks are discussed and emerging risks considered, a biannual Executive Risk Committee provides an opportunity to holistically review and challenge the principal risks and underlying corporate-level risk register, ensuring that risk scoring is consistently and appropriately applied and the overarching risk position being reported to Board remains reflective of the risks being encountered.

Wickes' assessment of risk, and in particular its assessment of principal risks and uncertainties, forms the basis for assessing the Group's long-term viability as highlighted on pages 76-77 of this report.



The three lines of defence model was designed to provide a blueprint of how effective governance, risk management and internal control processes work together.

The first line of defence is responsible for operating systems of risk management and control, the second line oversees the activities of the first line, with the third line providing independent assurance that the first and second lines are operating as intended. Together, the three lines provide assurance to governance structures that risks are being managed effectively.

Risk management overview continued

How we identify and manage our risks

Risk appetite and risk scoring

To support the management of risks by the Company, the Board has established risk appetite levels for the categories of risk reflected within the corporate risk register, providing a mechanism to give a more refined view of acceptable risk which can be applied by management to ensure that all risks, corporate and operational, are managed in line with risk appetite.

During the year, driven by the review and update of principal risks in the prior year, the Board, via the Audit and Risk committee, undertook a rigorous review of risk appetite levels during 2024. These were reviewed to ensure that the achievement of the Group's strategy remains supported by the risk management process and reflect the level of risk the Board believes is appropriate for each risk category. Through this exercise, the Board confirmed that the risk appetite levels established are appropriate.

Alongside the review of appetite, the Audit and Risk Committee as part of their delegated remit, reviewed the risk scoring methodology to ensure that the overarching risk assessment framework remains effective. This exercise included assessing our risk appetite and its associated score against the scenarios presented within the Group's viability assessment presented on page 76-77. As a result, the Board, via the Audit and Risk Committee, remains confident of the robustness, applicability and effectiveness of the risk management process in place.

Emerging and evolving risks

The Board operates processes to help identify and assess potential risks that may impact the business in the short, medium and long term. Outside of the Board and Audit and Risk Committee meeting schedule, regular assessment of risk impacting, and arising from the areas of responsibilities for each Executive risk owner is undertaken. The assessment of emerging and evolving risks may result in updates to existing risks, including a re-assessment of likelihood and impact, where the underlying risk and associated mitigations are common. Additional risks may be added where it is felt that specific focus is needed to be maintained to ensure that the emerging risk is appropriately considered and managed.

During the year, we have continued to assess the risks associated with climate change and associated extreme weather events to our operations, global supply chain, customers and the communities in which we serve. We have made progress with the decarbonisation of our own business and supply chain and this work will continue to be a focus as we work towards our carbon reduction targets. We also remain committed to supporting our customers to reduce their impact on the environment by expanding our Home Energy Solutions proposition demonstrated by our investment in Solar Fast. Further details of our approach to reducing our impacts on the environment are provided on page 42-45.

During previous periods, the rebalancing of the home improvement market and pressures relating to high inflation have been felt across the home improvement sector, retail and the economy in general. These events have reduced customer's ability and willingness to spend as they manage their finances. Although there has been easing of inflation rates throughout the year, consumer confidence remains cautious.

Wickes remains relatively well insulated from supply chain disruptions from ongoing geopolitical instability within Europe and the Middle East, retaining a keen view on potential impacts to tertiary suppliers and developing strategies to mitigate adverse impacts, should they arise.

Principal risks and uncertainties

Overview

Principal risks and uncertainties

Identification, assessment and management of our principal risks and uncertainties remains the cornerstone of the Wickes risk management process. To support our understanding of the principal risks and associated risk themes, a detailed assessment of contributory risks, forming the basis for the corporate risk register, is regularly undertaken. Through regular reviews of the corporate risk register, an up to date view of our principal risks is maintained while ensuring that principal risk causes and consequences are managed as part of the day-to-day management of identified risks.

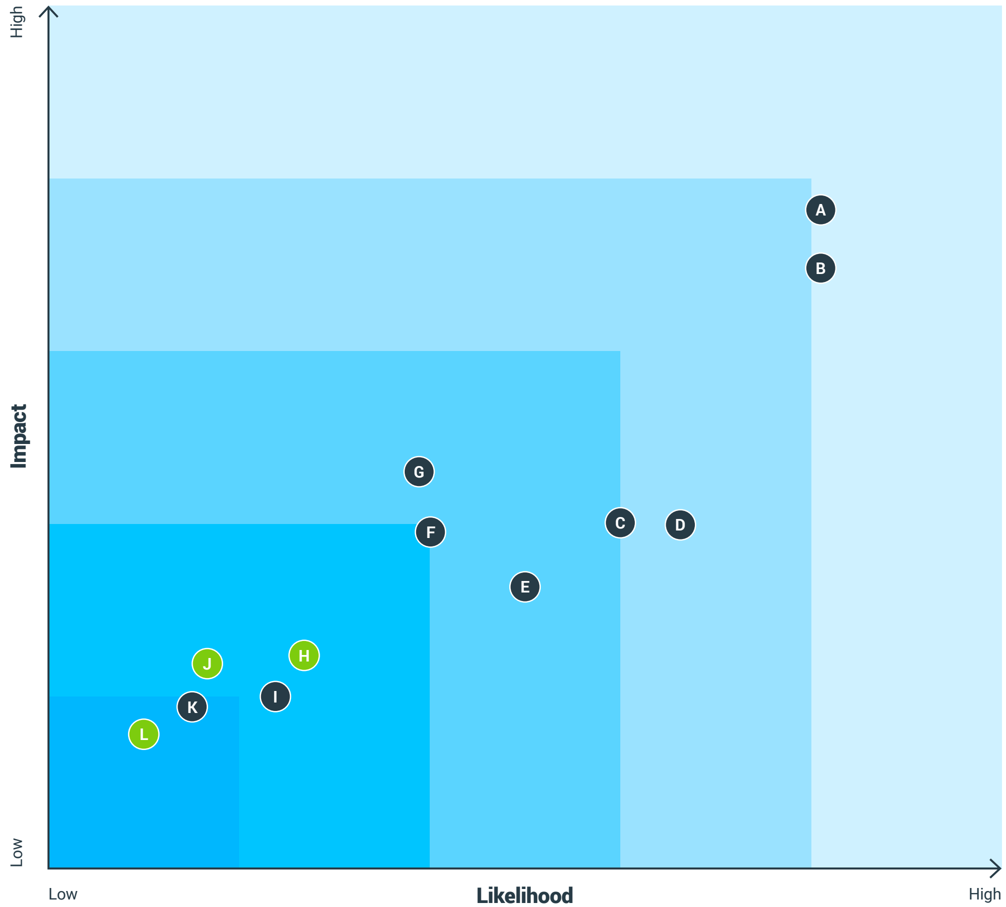
Regular review of principal risks throughout the year highlighted that the twelve principal risks previously identified remain reflective of Wickes' principal risks and uncertainties during 2024. No material changes to these risks were made during the year. The principal risks are:

- A Cyber and data security
- B Business change
- C Brand integrity and reputation
- D Regulatory and legal compliance
- E IT operations
- F Growth strategy
- G Climate change
- H People and safety
- I Commercial and supply chain
- J Financial management
- K Customer experience
- L Stores, distribution and installations

Throughout the year, the Board, supported by the Audit and Risk Committee, has confirmed that it has undertaken a robust assessment of the emerging and principal risks facing the group, including those that would threaten its business model, future performance, solvency or liquidity.

To support this assessment, opposite, a risk map shows the relative likelihood and impact for Wickes' principal risks, and the movement of risks across the period under review. A more detailed assessment of each principal risk is provided over the next few pages.

Heat map



Heat map key

- Risk decreasing
- Risk stable
- Risk increasing

Principal risks and uncertainties continued

Stakeholder groups
- Colleagues
- Customers
- Suppliers
- Installers
- Communities
- Shareholders
- Government and regulators

Strategic growth levers
1. Winning for trade
2. Accelerating Design & Installation
3. DIY category wins
4. Store investment
5. Digital capability
6. Enhanced store service model
7. A winning culture

Risk trend
- Decreasing
- Increasing
- Stable

Cyber and data security

Stakeholder groups

Colleagues, Customers, Suppliers, Installers, Shareholders, Government and regulators

Strategic growth levers

5

Risk trend

Stable

Executive responsibility

CEO, General Counsel and Company Secretary, and Chief Information Technology Officer

Description of risk

The availability and security of our IT systems and accurate data is critical for us to operate successfully whilst maintaining the security of colleague, customer and company confidential data. A key system being unavailable or suffering a security breach could lead to operational difficulties, loss of sales, increased costs, legal and regulatory penalties, reputational damage and loss of stakeholder trust.

Progress

With the scale and sophistication of attacks originating from criminal activity, the cyber risk being faced by all organisations and society at large continues to grow. However, the net risk after mitigations has remained stable over the year as we have continued to invest in our systems, controls and underlying processes to ensure that we maintain the capability to prevent, detect and mediate cyber threats and incidents. Third-party assessments of our cyber security posture have provided assurance over existing measures and have helped to shape a clear roadmap to continually improve our cyber mitigation strategies. New phishing tests were also introduced during the year as part of the cyber training programme to equip colleagues to deal with the increasing sophistication of phishing attacks.

Key responses and controls

- Ongoing investment in maintaining an effective cyber security posture
- Continual process to decommission legacy systems and replace them with solutions with greater levels of inbuilt security in line with our strategic technology roadmap
- Mandatory training and ongoing awareness programme, including phishing tests, to keep colleagues informed and aware of data protection and cyber security risks
- Restricted access to sensitive data
- Security controls to prevent, detect and mitigate unauthorised activity which are regularly tested
- Vendor assurance process to assess the robustness of suppliers' security and data protection controls as part of onboarding or contract renewal
- 'Privacy by Design' approach inbuilt into systems
- Data protection and information security policies and procedures in place and regularly reviewed
- Data and security provisions are included in third party contracts
- Crisis management plans and business continuity plans in place
- Investigation process including a feedback loop to ensure learning from mistakes
- Dedicated management data and information security and AI committees
- Monitoring and reporting to the Executive Board quarterly and Plc Board twice a year

Business change

Stakeholder groups

Colleagues, Customers, Suppliers, Shareholders

Strategic growth levers

1 2 3 4 5 6 7

Risk trend

Stable

Executive responsibility

Executive Board

Description of risk

The nature and pace of change can have a significant influence on our business. Keeping pace with, and where possible being ahead of change is a business imperative without which we will be unable to achieve our strategic goals and aspirations.

Progress

Although historically seen in terms discrete events, business change is widely acknowledged to be part of the normal, day to day functioning of any successful business. Wickes has maintained its investment in innovation, ensuring that the business and its operations remain optimally positioned to meet the current and future demands of customers. Regular insights into future trends are captured through a variety of means, assessed and distilled to provide insights on the shape and direction of change and inform strategies to approaching this change. To date, our outstanding customer offer, proven growth levers and focus on cost control leave us well-placed within a home improvement market which continues to offer significant opportunities.

Reflecting the nature of this risk and the progress made against our strategic transformation programme which started with our transition to a stand-alone, listed business, an exercise will be preformed in 2025 to assess if this remains a principal risk.

Key responses and controls

- Customer view programme and brand monitoring programme in place to identify trends
- A watching brief is maintained by the executive on demands and potential impacts relating to change
- Key metrics in place to identify early indications of change and measure impact of Wickes' responses to that change
- Business strategies in place aligning to a continuous change agenda
- IT strategic and tactical plans are aligned with business strategies and priorities have been defined in line with business goals
- Change Management expertise embedded into functional areas
- Learning and Development team support the change management process by supporting colleague learning and development
- Effective governance of change in place across the business including a The Senior Transformation Group, which has been established to oversee the entire change programme in place at Wickes, ensuring coordination
- Executive responsibilities and senior leadership team responsibilities have been clearly defined in order to support the nature of change being undertaken
- SME and project managers in role

Principal risks and uncertainties continued

Brand integrity and reputation

Stakeholder groups

Strategic growth levers
1 2 3 4 5 6 7

Risk trend

Executive responsibility
Executive Board

Description of risk
Maintaining and growing our brand integrity and brand reputation underpins our long-term strategic aims, allowing us to maintain and grow our position in the home improvement market. Failure to do so may prevent us from achieving our strategic objectives.

Progress
A strong focus has been maintained throughout the year on our brand integrity and reputation, both key factors in the continuing growth of market share despite challenging market conditions. Our distinctive customer proposition, curated product range and low-cost efficient operating model remain the key foundations for the maintenance of our brand and reputation. We also recognise the importance of our brand and reputation to our stakeholders and shareholders and maintain a keen focus on probity and integrity across all levels at Wickes in line with our cultural values.

Key responses and controls
- Key regulatory and statutory reporting requirements are well understood and reviewed to ensure that compliance with requirements is maintained
- Corporate Communications Manager in place
- Regular meetings with potential investors including store visits and attendance of conferences
- Structured monitoring of responses to online tags/mentions through a wide range of media channels provides insight into the external perception of the Wickes Brand
- Detailed and regular Customer surveys provide a view of what customers think / perceive about Wickes. Results inform strategies and approaches as well as confirming that activities have led to expected results
- Appropriate due diligence on potential partners and collaborators and presented to the Executive team for approval to ensure that Wickes' brand and reputation remains protected
- The Wickes Brand, customer service and our culture features prominently during the induction of new colleagues
- Key policies and procedures in place relating to external communications
- List of approved spokespeople who are appropriately briefed and trained
- Rolled out customer experience centre. Customer Experience Groups are also established to gain feedback from customers as well as to engage and keep them informed

Regulatory and legal compliance

Stakeholder groups

Strategic growth levers
7

Risk trend

Executive responsibility
General Counsel and Company Secretary, and the Executive Board

Description of risk
We operate in an increasingly regulated environment, and we must comply with a broad range of laws, regulations and standards.

Failure to comply with or to take appropriate steps to prevent a breach of these requirements could result in formal investigations, legal and financial penalties, reputational damage and other consequences for the business, its colleagues and Directors.

Progress
The UK legal and regulatory framework protects colleagues, consumers and society. Although legal and regulatory obligations on businesses continue to grow, this risk remains stable for Wickes as the business is set up to continuously evolve its policies and procedures to meet new legal and regulatory requirements as they arise. During the year, the Group's compliance framework was reviewed and a new oversight committee was put in place to monitor legal and regulatory compliance across the Group. Colleague training was also reviewed and additional training implemented on Green Claims in light of the increasing regulatory focus on this area.

Key responses and controls
- Code of Business Ethics in place, supported by legal and regulatory compliance policies which are regularly reviewed
- Mandatory training based on risk for all key areas including health and safety, data protection, consumer credit, competition law, pricing and promotions, modern slavery, anti-bribery, anti-money laundering, anti-tax evasion, market abuse and age restricted sales
- Bespoke training provided for high-risk roles
- Dedicated teams of subject matter experts across the business, supported by the in-house legal team
- Supplier Code of Conduct requiring commitment from supply partners to comply with all applicable laws and regulations is incorporated into contractual terms of business and monitored through the ethical audit programmes
- Anonymous whistleblowing service for colleagues, suppliers and other third parties to enable concerns to be reported in confidence
- Investigation process including a feedback loop to ensure learning from mistakes or incidents
- Monitoring of key risks and overall legal and regulatory compliance through dedicated management committees
- Monitoring and reporting to the Executive Board quarterly and Board twice a year with higher risk areas such as health and safety reporting to every meeting
- Active monitoring of legal and regulatory developments by the in-house legal team

Principal risks and uncertainties continued

IT operations

Stakeholder groups

Strategic growth levers
5

Risk trend

Executive responsibility
Chief Information Technology Officer

Description of risk
As a digitally enabled business, reliable, available and appropriate back-office and customer facing IT operations underpin the delivery of every aspect of our strategy.

Separate from cyber security, the maintenance of our IT estate is a critical success factor to our short, medium and long-term success. Failure to manage our IT operations effectively may impact sales and our ability to operate as a business.

Progress
Through the year, investment in our IT operations has continued in line with our IT Strategy and improvement roadmap. Our programme of replacing legacy systems with future-fit platforms, designed to meet current and future growth aspirations and digital trends continues at pace. Our continued investment in this area and the benefits that have been realised to date support our stable assessment of this risk.

Key responses and controls
- IT Roadmap has been developed and is regularly reviewed to ensure that it meets the needs of the future-business
- Confirmed levels of investment in IT operations has been ringfenced within the strategic plan
- In-sourcing of key IT capability has been completed, providing in-house expertise to support our digital journey
- Robust change management process in place to identify and manage change impacts across the business. This is supported by effective governance of change
- Effective policy framework is in place to provide guidance to colleagues
- Key IT controls in place to manage, monitor and safeguard systems and infrastructure
- Disaster recovery protocols employed have been based on recognised industry standards

Growth strategy

Stakeholder groups

Strategic growth levers
1 2 3 4 5 6 7

Risk trend

Executive responsibility
CEO and Executive Board

Description of risk
Our aspiration to grow market share in the competitive home improvement sector is a fundamental driver for our investment in stores, technology, products and our people. Sustainable growth enables us to make this investment. Failure to achieve our growth strategy may limit the level of investment we are able to make towards realising the future of Wickes.

Progress
The economic climate throughout much of 2024 remained challenging, with indications that spending on home improvements, although increasing towards the latter quarter of 2024, remained stubbornly low. Throughout the period, the business had a steady growth in market share and we continue to focus on providing a compelling customer proposition, curated product range and low-cost efficient operating model to underpin our growth plans and help ensure that we are able to invest growing responsibly and sustainably.

Key responses and controls
- Clear strategies on Advertising, Marketing and Pricing
- Wickes has a diversified portfolio of products which is uniquely balanced in terms of the sector, focusing on our three routes to market
- Defined, distinctive customer journey for our design and installation business
- 4C customer service model
- Consistent brand and customer service experience across the group
- Regular review of marketing materials to ensure relevance to customer demographics
- Ongoing processes to revisit and clarify expectations of end-to-end service for all our customer journeys
- Focus Group testing is conducted monthly and includes a customer closeness programme
- Monthly mood of the nation sessions
- Market research informs approach
- Sales forecasted and delivery resources planned to meet demand
- In depth scenario and sensitivity analysis is undertaken, considering a wide range of scenarios, including combinations of these scenarios occurring during the same period. This analysis is reviewed at periodic intervals and updated with any new risks which materialise
- Innovation built into Wickes' strategic plan with clearly defined targets and metrics to measure and manage success
- Acquisition of Solar Fast to facilitate entry into high growth home energy solutions market

Principal risks and uncertainties continued

Climate change

Stakeholder groups

Strategic growth levers
4 6 7

Risk trend

Executive responsibility
Executive Board

Description of risk
The success of our business relies on the Group operating sustainably over the long term and our stakeholders need to be assured that we are acting responsibly across our operations and supply chains.

Physical risks from extreme weather events and transition risks from potential stringent regulation, or failure to efficiently decarbonise our value chain, could increase costs and impact operational flexibility.

Failure to positively change our impact on the environment would fall short of stakeholder expectations which could lead to reputational damage and impact our financial performance.

Progress
The UK and the world are not on track to meet the commitments agreed in the Paris Agreement. However, the risk for our business has remained stable as we continued to make progress with the decarbonisation of our own business and supply chain (see pages 42-45 and 63-64).

As well as progressing with our store re-fit programme which has been designed to ensure updated stores become more energy efficient, we have continued with our roll out of LED lighting and improved heating controls to improve energy efficiency across our estate. During the year we completed a data cleansing exercise and finalised our approach to categorising 'products that support sustainability' such as products that support energy or water efficiency, contain recycled materials or responsibly sourced timber. We have also focused on developing a customer proposition for Home Energy Solutions including our acquisition of a leading solar installations business, Solar Fast.

Due to changes affecting the baseline for our approved Science Based Targets, we completed a re-baselining exercise and resubmitted updated targets for approval during the year.

Key responses and controls
- Assessment of physical and transitionary climate change related risks (see TCFD statement page 53-65)
- Allocation of capital across the five-year business plan to enable the delivery of further operational carbon reductions
- Approved near-term Science based targets in place to reduce our Scope 1 & 2 and most material Scope 3 emissions
- Carbon reduction targets built into the Executive Board's long-term incentives
- Active collaboration with strategic suppliers to decarbonise our supply chain
- Dedicated sustainability team
- Monitoring of policy and regulatory developments, future carbon pricing and stakeholder views
- Assessment of the physical risk to the property estate relating to long-term climate change
- Aligning climate change related disclosures with developing standards (e.g. IFRS) and frameworks (e.g. CDP)

People and safety

Stakeholder groups

Strategic growth levers
6 7

Risk trend

Executive responsibility
Executive Board

Description of risk
Our people are our biggest asset; together we are all responsible for making Wickes successful and providing the best service possible to our customers. Failure to support our colleagues effectively and in the right way may impact their ability to bring "their best selves to work" and therefore our ability to meet our strategic objectives.

Maintaining the safety of our colleagues and customers in store and during installations in their homes is a key priority.

Progress
People – At Wickes, we recognise that our people sit at the very core of everything that we do. We maintain a positive, supporting culture and our motto of "let's do it right" runs throughout everything that we do including how we engage with customers, suppliers and colleagues. We have continued to liaise closely with colleagues to understand their views and challenges and have continued to provide support to promote good mental health and financial wellbeing where needed. These approaches are embedded within our people strategy, which has been built around the four pillars of awareness, education, policy and practice.

Health and Safety – Health and safety incidents have continued their downward trend throughout 2024 and maintaining our good record remains a key area of focus for the business in managing the health and safety risks that we are able to control. Reflecting the continued improvement in training, risk assessment and risk mitigation which have contributed to the trends noted, recognising a reduced level of net risk in this area is deemed appropriate. We remain aware and proactive in reducing risks posed by violence towards our colleagues including violence resulting from an increase in "professional" shoplifting activity.

Key responses and controls
- Future leaders programme in place to identify potential successors and offer training
- General recruitment, marketing and specific recruitment campaigns aimed at early careers level (e.g. apprentices) are in place. The use of social media and other channels increase the level of brand awareness and support the targeting of more diverse talent pools
- Wickes has in place a modern flexible workforce package, combining office and remote working and ensuring that our offering is tailored to market expectations
- Effective, supportive and positive culture is fostered at Wickes and strong benefits package supports recruitment and retention
- Health and safety training provided to all new staff on induction and refreshed regularly
- Visitors to sites have a mandated H&S induction
- Accident log with numbers and trends reported and investigated
- Near miss reporting is in place
- Root cause investigations taken on incidents so that we learn and put in place appropriate measures to prevent recurrence
- Regular Board level reviews of Health and Safety systems
- Monthly incident review board (IRB) in place and chaired by the Chief Operating Office (COO) – root cause analysis and cascading of mitigations across all sites (stores, distribution and offices)

Principal risks and uncertainties continued

Commercial and supply chain

Stakeholder groups

Strategic growth levers
1 2 3

Risk trend

Executive responsibility
CEO, Chief Operating Officer and Chief Commercial Officer

Description of risk
Effective management of our commercial relationships with suppliers and our wider supply chains helps provide a platform which enables the business to provide an excellent level of customer experience. Working in partnership with our suppliers, we are able to support sustainable, long-term relationships based on fairness and trust. Failure to do so may impact our ability to manage our product costs and ensure the availability of products.

Progress
2024 has seen fewer supply chain shocks than in prior years. Our teams have continued to maintain close relationships with our key suppliers helping to ensure continuity of stock levels throughout the year. Improving the sustainability of our supply chain has again been a focus, working with our partners to reduce environmental impact throughout product lifecycles as well as increasing the efficiency of supply networks.

Key responses and controls
- Contractual agreements with key suppliers and plans to move to alternative suppliers or products in place
- Defined procurement policy and procedures are in place which includes details of supplier checks to promote safeguarding of the Wickes Brand and operations
- Regular supplier engagement to understand their risks and how these may impact on Wickes
- Business continuity plan in place, which is tested
- We seek evidence to support supplier ISO accreditations where possible
- Clearly defined minimum requirements for suppliers to achieve prior to engagement
- All suppliers as subject to a risk assessment process
- Robust stock management and demand forecasting protocols in place
- Clear strategic vision relating to our Product Range is in place, with consumer trends monitored to help inform our product selection

Financial management

Stakeholder groups

Strategic growth levers
1 2 3 4 5 6 7

Risk trend

Executive responsibility
Chief Financial Officer

Description of risk
Managing finances, including understanding and managing the impact of external influences on our costs, revenue and cash flows is key to our long-term success.

It helps to ensure that we are able to continue investing in our growth levers, operational capability, and digital and IT innovation.

Failure to effectively manage our financial position sustainably may result in the inability to invest in the future of Wickes and meet our short- and long-term liabilities.

Progress
Well established financial processes and controls enable us to maintain an accurate and up to date financial view of performance across our stores and together with accurate cashflow modelling, the financial performance of Wickes is managed appropriately.

In 2024, we have continued our investment in our people and in financial processes to ensure that we continue to operate a robust and effective system of financial control. This work, which will continue into 2025, underpins our preparation for meeting the requirements for the UK Corporate Governance changes as published by the FRC and underpins the recorded reduction in the likelihood of this principal risk occurring.

Key responses and controls
- Clear treasury management approach in place with a defined policy, roles and responsibilities and scheme of delegated authority
- Timely reporting both at a management level and to the Board
- Rigorous cashflow forecasting process in place
- Risk based stress testing and viability modelling undertaken
- Financial information used to inform key areas of operations including purchasing and marketing
- Experienced and skilled finance team in place
- Defined accounting policies reviewed regularly
- Internal audit reviews provide assurance over key financial controls
- Suite of effective finance related controls at a store level

Principal risks and uncertainties continued

Customer experience

Stakeholder groups

Strategic growth levers

1 2 3 4 5 6 7

Risk trend

Executive responsibility

CEO, Chief Operating Officer, Chief Marketing and Digital Officer

Description of risk

Our success is dependent on providing our customers with the highest levels of customer service and a positive customer experience that results in customers coming back to Wickes. Failure to maintain high standards of customer service and experience may impact sales and brand reputation

Progress

In the year, we launched our customer satisfaction programme with our new partner, InMoment, providing richer feedback through which we have been able to continue to shape our proposition and approach to maintain our excellent CSAT (customer satisfaction) performance.

Our approach to identifying and addressing the root causes of incidents which may result in a reduction in the quality of customer's experience has been a key part of our success in this area. We have maintained our investment in this area, improving related systems and processes to ensure that we are able to meet and exceed the expectations of our customers.

Key responses and controls

- Customer Experience staff receive regular training to ensure that we manage customer complaints and recalls in an appropriate way
- Quality control checks on products
- The CAT (Corrective Action Team) focuses on customer complaints and drives the resolution of any issues
- Restructured team to better support issue resolution across design and installation
- Excellent relationships with installers, including improved job allocation processes
- High quality training provided to colleagues to ensure that high level of customer satisfaction is maintained

Stores, distribution and installations

Stakeholder groups

Strategic growth levers

6

Risk trend

Executive responsibility

CEO and Chief Operating Officer

Description of risk

Effective operations support us in our drive to be the home improvement partner of choice, whether a customer opts to do it themselves, hires local tradespeople or works with Wickes directly to achieve their home improvement dreams.

Failure to manage our operations effectively will impact our ability to provide the right level of customer help, the right volume of stock to support their needs or a timely connection to our installation teams, reducing the high quality of customer experience we strive to deliver.

Progress

We are committed to ensuring our stores remain a key part of our multi-channel customer proposition, including through ongoing investment in the store refit programme. The introduction of systems to support the allocation of work to our installers in 2023 continues to ensure that adequate resources are in place to meet customer demand. Updates to our delivery and distribution processes, including working closely with our delivery partners, has provided us with sufficient capacity within our network to meet current and future demand. These structural updates to how we operate have contributed to the overall reduction in our exposure against this principal risk.

Key responses and controls

- Store level controls providing physical security measures to prevent and detect theft
- Regular review of pricing across all stores
- Strategic stock locations to meet projected demand in a timely way
- Carefully selected logistics and delivery partners in place

Viability statement and going concern

Introduction
The UK Corporate Governance Code requires companies to state whether they have a reasonable expectation that the Company will be able to continue in operation and meet its liabilities as they fall due over the period of assessment. Several scenarios have been modelled to support our viability statement, which assess the impact of our principal risks on the solvency and liquidity of the Company.

Assessment period
The Directors' assessment of viability has been made over a five-year period. This is considered appropriate as it is consistent with the period over which the Group considers its principal risks and aligns with the Company's Five-Year Plan, which is regularly presented to the Board, and covers the period up to December 2029.

Assessment of prospects
This viability statement should be read in conjunction with the description of the Group's business model and strategy, which are set out on page 16 and 17-23, respectively. The Directors assess the Group's prospects on a regular basis and in particular progress against the strategic objectives set out in its Five-Year Plan. The Plan delivers forecasts of the Group's financial performance including cash flows, and allows the Directors to assess the Group's liquidity position and adequacy of funding. Sensitivity analysis of the main assumptions underlying the plans is also carried out. The plans are approved by the Directors and financial budgets and KPIs are subsequently used to monitor performance in the Board's monthly review of the Group's results.

In its assessment of the Group's prospects, the Board has taken into account:

- Uncertain trading conditions and expectations of the future economic environment, as well as the potential influence of climate change on our business. The continuing macroeconomic uncertainty brought about by the recessionary environment in the UK and inflation risks; despite the impact of these uncertainties in 2024, the Group has maintained revenue levels and continued to be profitable, although at a slightly reduced level.
- The Group's financial position: despite the ongoing and increasing challenges of the wider economic environment, the Company has reported a strong set of results and positive operating cash flows, offset by our continuing commitment to invest in our business and deliver the capital allocation policy announced in the prior year. We have continued to demonstrate that Wickes is resilient as a standalone entity and we remain confident that our Five-Year Plan shows strong sustainable growth.

Assessment of viability
The scenarios for assessing the viability of the Company were identified by considering the potential impact of individual principal risks and potential combinations (as shown in the table on page 69).

All twelve principal risks have been considered when completing the modelling. These risks combine to represent severe but plausible scenarios covering a range of different operational and financial impacts on the business. In total, six individual scenarios have been created, with a seventh 'collective' scenario, which combines a number of the individual scenarios to model a worst-case hypothetical situation (as these could theoretically run together, with different impacts on our business).

None of the individual scenarios modelled were found to have an impact on the long term viability of the Company over the assessment period. The modelling showed we are in a strong position to withstand each of the individual scenarios with the exception of the revenue drop scenario where a controlled and limited set of mitigations would be required if the scenario materialised.

The collective scenario (see page 77 for more detail) is more extreme and whilst the scenario is plausible, it exceeds the impact of principal risks which the Company has encountered in its trading experience to date. Under this scenario, which assumes dividends continue to be paid in line with the capital allocation policy (2.5x cover), the Group would remain cash positive supported by controlled mitigating actions. If required, further mitigation would be possible to improve the cash position, for example reducing or delaying our investment plans or to target cost savings. The model does not assume use of the bank facility.

Additionally, reverse stress tests were performed on each scenario to identify what level of sensitivity on each scenario would cause the business to no longer be viable, and the likelihood of these reverse stress tests was considered and found to be remote.

Viability statement
Having assessed the current position, principal risks and prospects of the Company, and taking into account the assumptions above, the Directors confirm they have a reasonable expectation that the Company will be able to continue in operation and meet its liabilities as they fall due over the five-year assessment period.

Viability statement continued

Scenario modelled	Link to principal risks
Scenario 1 **Reduced customer confidence and lower spending** Reduced customer confidence and lower spending, either through external economic factors or through loss of customer confidence in Wickes as a brand. The budgeted sales increases are not delivered: sales decline in 2025 and return to growth in 2026. **Assumptions** Sales decline by 6% in 2025, followed by a recovery in 2026 of 2% above the growth percentage applied in the Five-Year Plan but from a lower starting point, followed by the Five-Year Plan growth percentages for the subsequent years. No change to margin and administrative costs.	Customer Experience Growth Strategy Brand Integrity and Reputation
Scenario 2 **Supply chain and cost management difficulty** Costs to obtain and distribute goods are impacted by internal factors (operational efficiency, people factors, IT operations) or external factors (macroeconomic factors such as inflation, the cost implications of ESG, and the availability of goods and the costs of delivery). The business is able to maintain revenue levels but is required to increase the cost base to do so. **Assumptions** No change to sales. Margin rate reduced by 1%.	Commercial and supply chain IT Operations Stores, distribution and installations Climate change Legal and regulatory compliance
Scenario 3 **Further increases in energy costs** Energy cost increases beyond the level currently budgeted. The business is able to maintain revenue levels but is required to increase the cost base to do so. **Assumptions** Energy costs are £5m above those budgeted in each year of the plan.	Financial management Climate change
Scenario 4 **Increase in payroll costs** A continued cost of living crisis and potential future increases in minimum wage results in salary increases in excess of those budgeted. The business is able to maintain revenue levels but is required to increase the cost base to do so. **Assumptions** No change to sales. Payroll costs increase by 5% more than the increase factored into the budget for 2025, with subsequent years applying the percentage increases in the Five-Year Plan from this higher starting point.	People and safety Financial management
Scenario 5 **Inability to deliver business change programme to budget or to time** The Company's change programme to be delivered over the coming years is expected to be a key underpin for future growth. It includes significant investment in the company's core operational IT platforms, which will need to be carefully delivered to maximise business value, and minimise disruption. IT change programmes are inherently risky and it is possible that it cannot be delivered to time or to budget. **Assumptions** Anticipated annual spend on business change programme is over budget in later years of the plan by 20% due to unforeseen impacts of technology or scope. No changes to sales or margin.	Business Change
Scenario 6 **Operational shock** A significant external disruption (e.g. a cyber attack or a disease outbreak) requires the business to shut down fully for a short period of time, returning to budget within two months as soon as the effects of the disruption have been addressed. **Assumptions** Zero revenue for two weeks, returning to budget within one month. No change to gross margin percentage: all costs other than direct cost of stock assumed to remain in line with budget, as it is anticipated that any potential cost reductions during a shutdown would be offset by increased costs required to mitigate the potential losses.	Cyber and data security
Scenario 7 **A combination of scenarios set out above** This is seen as a worst-case scenario and whilst the scenario is plausible, it exceeds the impact of principal risks which the Company has encountered in its trading experience to date. The combined scenario does not include Scenario 5, Business Change, on the basis that an operational shock would likely trigger a reconsideration of the timing and scope of the current change programme.	As above (Excluding Business Change)

Going concern

The Group's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic report, including the principal risks of the Group set out on pages 69-75. The financial position of the Group, its cash flows, liquidity position and borrowing facilities are described in the Financial review on pages 26-29. The Directors have considered the above and how they may impact going concern. They have also completed modelling for scenarios 1 to 4 opposite, as well as a severe but plausible scenario which assesses the impact on the Group's liquidity headroom when combining these risks together. When considering scenarios 1 to 6, the Directors do not consider risks 5 or 6, based on the mitigating controls in place, will impact in the next 12 months and are therefore not included in their going concern assessment.

As a result of this review, the Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for a period of at least 12 months from the date of approval of the financial statements and therefore consider it appropriate for the Group to continue to adopt the going concern basis of accounting in preparing the annual financial statements. Furthermore, based on the Group's strong performance, prospects and liquidity position, the Directors do not consider going concern to be a critical accounting judgement. Further detail in relation to the use of the going concern assumption and the scenarios modelled by the Directors are detailed in note 1 of the Group financial statements.

The Strategic report has been approved by the Board of Directors and is signed on its behalf by:

David Wood
Chief Executive Officer
19 March 2025

Mark George
Chief Financial Officer
19 March 2025

Governance report

Introduction to governance

Christopher Rogers, Chair of the Board

Dear Shareholder,

On behalf of the Board, I am pleased to present our Governance report for the period ended 28 December 2024. This report sets out the governance structures and processes we have to support the creation of long term value for the benefit of our stakeholders as a whole, including the controls and oversight the Board has established to ensure it is effective in its decision making. The Board remains aware of the value of good governance and I am confident that our governance framework is effective and supports the delivery of our strategy and purpose.

Throughout 2024, the Board has continued to focus on supporting the business to both deliver efficiencies to mitigate the ongoing impact of the economic environment and to continue to develop our well-established growth levers that we believe will deliver long term value. The business has been resilient and agile and the Board believes that our strategy remains the right one for the long term success of the business and that the right team is in place to deliver it.

The Board strongly supports diversity in its broadest sense in the boardroom and across the business and more details on our approach can be found in the Nominations Committee report on pages 95-96. We recognise that there remains opportunity to further increase the diversity of the Board and this will continue to be an area of focus in future years.

We conducted an internal Board performance evaluation this year. I was pleased that the review showed that there is a high level of satisfaction with the effectiveness of the Board and its Committees, with no high priority or urgent matters identified as needing to be addressed. More details can be found on page 96-97.

Having strong governance standards, a clear purpose and a healthy culture across the whole business are key to our success. At Wickes, we have a special culture in which colleagues feel free to be themselves and new people and ideas are welcomed. It is a pleasure for me and the Board to work with such an engaged, inclusive and welcoming team and I would personally like to thank all of our colleagues for their continued hard work and commitment to the business.

Christopher Rogers
Chair of the Board
19 March 2025

Governance report continued

Compliance with the UK Corporate Governance Code 2018

The Company has applied the Financial Reporting Council's (FRC) UK Corporate Governance Code 2018 (the 'Code') Principles and complied with all the Code's Provisions throughout the year ended 28 December 2024. The Code is available on the FRC's website at www.frc.org.uk.

Signposts to where key content showing how the Company has applied the Principles of the Code are shown on this page.

1 Board leadership and Company purpose

- Information on the work of the Board and its role in setting the Company's strategy, creating an inclusive culture and engagement with stakeholders, as well as details on the Board's leadership in these activities can be found in the Governance report on pages 82 - 90. (Code Principles A, B & D)
- We acknowledge our impact as a business on the environment and communities that we operate in, and we are committed to creating long term sustainable success and contributing positively to wider society. More information on our activities in these areas is set out in the Responsible Business section on pages 30-52 and Responsible Business Committee report on pages 104-105. (Code Principle A)
- The Board has set a clear purpose, to 'help the nation feel house proud' which is supported by our business model, culture and values. More information can be found in the Strategic report on pages 16-23. (Code Principle B)
- We're proud of the Wickes culture and values and strive to make sure that everyone feels able to be themselves when they are at work. The Board sets the tone from the top, living our Winning Behaviours and always acting with integrity. More information on our Winning Behaviours and workforce can be found on pages 34-39. (Code Principle B)
- Our approach to risk management and internal controls is set out on pages 67-68. The Audit and Risk Committee supports the Board with the oversight of risk and controls, further details of which can be found on page 103. (Code Principle C)
- The Board values engagement with all of our stakeholders and information on our engagement activities is contained within our Section 172 statement on pages 87-90. (Code Principle D)
- Information on our Whistleblowing Policy is set out on page 86 and details on our employment policies and practices and their alignment with our values and strategy are set out on page 109. (Code Principle E)

2 Division of responsibilities

- Our governance framework and the division of Board responsibilities is shown in the diagram on page 91. (Code Principles F, G, H & I)
- The effectiveness of the Board is reviewed annually. The process and findings are described in the Nominations Committee report on page 96-97. (Code Principle F)
- Information on Directors' time commitments is set out on page 94, and information on independence can be found on page 86. (Code Principle H)
- The skills and capabilities and other significant commitments of the Board are detailed in the Board biographies on pages 80-81. (Code Principles G & H)
- The work of the Nominations Committee is set out on pages 92-97. (Code Principles F, G & H)

3 Composition, succession and evaluation

- Board succession planning and the appointment process for Board members is set out in the Nominations Committee report on page 93-95. (Code Principle J)
- The composition of the Board, along with biographies and details of the skills, experience and contribution of each Director can be found on pages 80-81. A skills and experience matrix can be found on page 83. (Code Principle K)
- The conclusions and recommendations from this year's internal board evaluation can be found on page 96-97. (Code Principle L)

4 Audit, risk and internal control

- The work of the Audit and Risk Committee is set out on pages 98-103. This includes a description of the oversight and effectiveness of the internal and external audit functions. (Code Principle M)
- The Directors consider that the Annual Report and Accounts, taken as a whole, is fair, balanced and understandable and provides the information necessary for Shareholders to access the Company's position and performance, business model and strategy. The work of the Audit and Risk Committee in monitoring the integrity of the annual and interim reports is set out on pages 98-103. (Code Principle N)
- The principal risks and uncertainties and the procedures in place to manage risks and internal controls are regularly reviewed by the Audit and Risk Committee as set out on pages 70-75. (Code Principle O)

5 Remuneration

- Information on our remuneration policies and practices, along with details of the remuneration outcomes and any discretion applied by the Remuneration Committee, is set out in the Directors' Remuneration report on pages 106-117. (Code Principles P, Q & R)

Board of Directors

The Board comprises seven Directors, two Executive Directors, four independent Non-executives and the Non-executive Chair of the Board.

Christopher Rogers

Non-executive Chair of the Board

N R RB D

Pronoun: He/Him
Appointment date: 23 March 2021

Skills and experience

Christopher has significant board, retail and finance experience gained during his extensive executive career, having held a number of senior roles in, and directorships, of public companies. From 2005 to 2016, he was an Executive Director of Whitbread plc, serving as Group Finance Director from 2005 to 2012 and as Global Managing Director of Costa Coffee from 2012 to 2016.

Christopher previously held senior roles in both the finance and commercial functions of Woolworths Group plc, Comet Group plc and Kingfisher plc. He was a Non-executive Director and Audit Committee Chair of Vivo Energy plc from April 2018 to July 2022 and a Non-executive Director of Travis Perkins Plc from September 2013 to April 2021, where he was Senior Independent Director from November 2015 to April 2020. In addition, Christopher served as a Non-executive Director of Sanderson Design Group Plc from April 2018 until January 2025, where he chaired the Remuneration Committee from April 2019 to January 2025.

Contribution

Christopher brings many strengths to his role as Chair of the Board, in particular his leadership; strategy, commercial and financial acumen; his deep grounding and understanding of corporate governance, risk management, compliance and regulatory issues; his experience in M&A and corporate transactions; and experience both internationally and in retailing and operations.

External appointments

- Non-executive Director and Senior Independent Director of Kerry Group plc
- Chair Elect of Mitie Group plc

David Wood

Chief Executive Officer

D

Pronoun: He/Him
Appointment date: 23 March 2021

Skills and experience

David is a highly experienced executive and CEO with over 30 years in the retail and consumer sector and extensive board level experience in the UK, Europe and North America, having spent the majority of his career with Tesco, Unilever and Mondelez. David served as Commercial Director on the Board of Tesco Hungary from 2010 to 2012 and between 2012 and 2015 he served on the UK Operating Board of Tesco plc as Chief Marketing Officer and Group Managing Director.

David was Group President of Kmart Holding Corp from 2015 to 2017, followed by a brief tenure as CEO of Mothercare plc in 2018. David joined Wickes as CEO on 28 May 2019 when Wickes was part of Travis Perkins Plc in anticipation of the demerger.

Contribution

David is an engaging leader with extensive and international experience in retailing and operations. He has significant experience in change management, strong strategic and commercial acumen, and a proven record in brand building and marketing. David's strong leadership and passion for home improvement drive the effective delivery of the business strategy.

External appointments

- Non-executive Chair of Green Sheep Group Ltd

Mark George

Chief Financial Officer

D

Pronoun: He/Him
Appointment date: 29 July 2022

Skills and experience

Mark has significant experience in finance and strategy and, in addition to his role as CFO of the Group, he also chairs the Board of the Company's 51% owned subsidiary, Solar Fast. He has held senior roles in finance, strategy and general management in a number of public listed consumer businesses including Tesco, ASOS and Auto Trader. More recently, Mark was Chief Financial Officer and a member of the Board of The Gym Group plc from 2018 to 2022.

Mark started his career as a management consultant with McKinsey & Co. and holds a degree in Philosophy, Politics and Economics from Oxford University.

Contribution

Mark has sound commercial acumen, as well as extensive retailing experience. His financial, risk management, strategic and leadership skills are key strengths for the role of CFO. He is also experienced in M&A and investor relations. Mark's financial and strategic strengths ensure continued focus and development of the long term strategy for the business.

External appointments

- None

Committee membership key

- Chair of Committee
- A Audit and Risk Committee
- N Nominations Committee
- R Remuneration Committee
- RB Responsible Business Committee
- D Disclosure Committee

Board of Directors continued

Mark Clare

Senior Independent Non-executive Director

A N R RB D

Pronoun: He/Him
Appointment date: 23 March 2021

Skills and experience

Mark has extensive public listed company experience in the consumer service, property and construction sectors, particularly in customer facing businesses and has served on a number of remuneration committees. Mark was Senior Independent Director at United Utilities Group plc from 2013 to 2022, Senior Independent Director at Ladbroke's Coral Group plc from 2016 until 2018, and Non-executive Director and Audit Committee Chair at BAA plc from 2001 until 2006.

Mark's executive career included Chief Executive for Barratt Developments plc from 2006 until 2015; Managing Director of Centrica's retail subsidiary British Gas from 2002 to 2006; and CFO of Centrica plc from 1997 to 2002. He also served as a trustee of the Energy Savings Trust, the Green Building Council and BRE. Mark is a qualified accountant.

Contribution

Mark's wealth of knowledge in governance, compliance and regulatory matters gained from his public listed company experience, as well as his leadership skills, enhance his ability to undertake his duties as Senior Independent Non-executive Director. His financial acumen and commercial experience are particularly beneficial in his role as Chair of the Remuneration Committee.

External appointments

- Chair of Grainger plc
- Chair of Ricardo plc
- Non-executive Director of Premier Marinas Holdings Ltd

Sonita Alleyne OBE

Independent Non-executive Director

A N R RB

Pronoun: She/Her
Appointment date: 23 March 2021

Skills and experience

Sonita has extensive experience as a Non-executive Director on both private and public sector boards. She was a Non-executive Director of the British Board of Film Classification from 2009 to 2019, including Chair of the Council of Management in 2019 and Chair of the Remuneration Committee from 2016 to 2019. She was Chair of the Radio Sector Skills Council from 2008 to 2012; Non-executive Director of Archant from 2012 to 2016; and a trustee of the BBC Trust from 2012 to 2017.

Sonita was a Non-executive Director of the Department for Digital, Culture, Media and Sport, the National Employment Panel and the London Skills and Employment Board. In her earlier media career, Sonita was the co-founder and former CEO of the production company Somethin' Else and worked as a journalist and broadcaster.

Contribution

Sonita's background in communications and journalism brings a different perspective to the Board. She has strong leadership, commercial and strategic skills. Her public sector roles have contributed to her sound governance, compliance and regulatory skills. This, and her environmental, social and governance (ESG) experience, enables her to effectively chair the Responsible Business Committee. Sonita also fulfils the role of designated non-executive for colleague matters.

External appointments

- Master of Jesus College, Cambridge

Laura Harricks

Independent Non-executive Director

A N R RB

Pronoun: She/Her
Appointment date: 1 June 2023

Skills and experience

Laura brings a deep experience of developing omnichannel customer journeys that drive engagement and commercial return, with a background in e-commerce, marketing, and strategy consulting.

Laura is currently the Chief Customer Officer for Ocado Retail and previously held roles as Digital Director at Monsoon Accessorize and a number of roles at Dixons Carphone, most latterly Online Trading and Marketing Director for Carphone Warehouse.

Laura started her career at L.E.K. Consulting and holds a Bachelor of Engineering and Bachelor of Arts from the University of Sydney.

Contribution

Being the most recently appointed member of the Board and without an extensive non-executive career, Laura has a fresh perspective. Her customer focus, combined with strategic, e-commerce, commercial, and marketing acumen, brings valuable insight to the Board. Laura also fulfils the role of the Company's Consumer Duty Champion.

External appointments

- Chief Customer Officer of Ocado Retail Ltd

Mike Iddon

Independent Non-executive Director

A N R RB

Pronoun: He/Him
Appointment date: 23 March 2021

Skills and experience

Mike has extensive public listed company experience, having held a number of senior finance roles throughout his career, and has been the Chief Financial Officer of Pets at Home Group plc since 2016.

Mike was previously the Chief Financial Officer of New Look from 2014 to 2016, and prior to this he held a number of senior finance roles over 13 years for Tesco plc both in the UK and overseas. These roles included Group Planning, Tax and Treasury Director, UK Finance Director and Chief Financial Officer of Tesco Homeplus (South Korea).

Mike has also held senior roles with Kingfisher plc and Whitbread plc. Mike is a Chartered Accountant and a graduate of the Harvard Advanced Management Programme.

Contribution

Mike's significant experience as an executive of public listed companies, along with his strong strategic and commercial acumen, change management, and current retail experience are a valuable asset to the Board. His financial acumen, leadership, risk management, and governance, compliance and regulatory experience are advantageous for his role as Chair of the Audit and Risk Committee.

External appointments

- Chief Financial Officer of Pets at Home Group plc

Board of Directors continued

Board leadership and Company purpose

Wickes culture, values and purpose

The Board has set a clear purpose to 'help the nation feel house proud' and this is delivered through our business model, culture, values and standards. The Board is responsible for setting the Company's culture, values and standards and for their ongoing review. It recognises the importance of having an engaged workforce in which all colleagues have the freedom to be themselves when they are at work and are encouraged to welcome new people and ideas. The special culture at Wickes is built on a foundation of personal responsibility and underpinned by our values which we call our Winning Behaviours.

Key to achieving the desired culture is setting the right tone from the top. Each of the Directors undertakes to conduct themselves in a manner consistent with our Winning Behaviours, acting with integrity and leading by example. Our Winning Behaviours are a simple yet deeply held set of values that we ask all colleagues to demonstrate, which underpin our business model and support our culture through guiding the decisions and choices we make.

The Board actively monitors culture through regular feedback from management, colleague listening groups and the results of colleague surveys. In addition, a number of Board meetings are held at store and distribution sites during which time is allocated to allow the Board to hear from colleagues first-hand.

The Board, the Responsible Business Committee and the Remuneration Committee receive reports on colleague engagement, wellbeing, reward and turnover, as well as recruitment, whistleblowing and updates covering the Company's six inclusion and diversity colleague networks.

In addition to chairing the Responsible Business Committee, Sonita Alleyne is our designated Non-executive Director to champion workforce engagement on behalf of the Board and regularly provides feedback from colleagues and insights at the Board meetings to ensure colleagues' views are fully considered in the Board's decision making. Further details can be found in the S172 stakeholder engagement section on page 88.

Our Code of Business Ethics sets out the standards and behaviours expected from colleagues and all colleagues receive training on this annually. It sets the tone for responsible business behaviour and legal compliance, and directs colleagues to Company policies and other support services for guidance.

Role of the Board

The Board is responsible for promoting the long term sustainable success of the Company, generating value for Shareholders and contributing to wider society. It has ultimate responsibility for the direction and governance of the Company, taking into account the opportunities and risks to the future success of the business.

The effective operation of the Board is supported by the collective skills and experience of the Directors. The diverse experience and views of Board members enables the Board to consider a range of perspectives and make decisions in a balanced way through independent thought and constructive debate. The Board dynamic supports open and honest conversations, which ensures that decisions are made with full consideration of the impact on all stakeholders. You can find information about our Directors and the skills and experience they bring to the Company on pages 80-81 and in the skills matrix on 83.

The Board is passionate about ensuring that, as the business grows, we do so responsibly and in a way that benefits all our stakeholders. This is embedded in our business strategy and articulated in our Responsible Business Strategy, 'Built to Last'. We have a clear framework to win, which is guided by our purpose – to 'help the nation feel house proud' and our Winning Behaviours. Our purpose and values are at the core of the Board's discussion, decision making and strategy.

The Board sets the strategy and ensures it aligns with the purpose and values and that the business is resourced appropriately to deliver the strategy. It does so through shaping a culture that drives the behaviours we want to see and overseeing that the culture is maintained.

Elements of the business strategy are discussed at every meeting and an annual strategy event is held to review and develop our strategic plans. Responsibility for developing and implementing strategy rests with the Chief Executive Officer, who is supported by the Executive Board.

At the strategy event in June 2024, the Executive Board presented updates on the achievements and future plans in relation to the business growth drivers along with a deep dive on the underlying drivers of profitability and a range of opportunities to enhance our strategy. The Board challenged management on, amongst other things, the number and prioritisation of initiatives, opportunities for growth through home energy solutions, and the opportunities and risks presented by developing and future trends. A number of topics for further discussion were identified and it was agreed that these would be built into the Board agenda.

The opportunities for, and the risks to the future success of, the business are carefully considered. Key opportunities are set out throughout the Strategic report on pages 2-69 and principal risks and uncertainties can be found on pages 70-75. The Board requires management to operate a robust control framework, which enables risk to be assessed and managed and, with support from the Audit and Risk Committee, the Board reviews the framework's effectiveness on an annual basis. You can find information about our internal controls framework and the assessment of its effectiveness on page 103.

The Board has implemented a governance framework and Group Delegation of Authority Policy to ensure that an appropriate level of oversight is given to material matters. It has adopted a formal schedule of matters reserved to it, which sets out the significant matters of focus for the Board due to their strategic, financial or reputational importance. This schedule is available on the Company's website www.wickesplc.co.uk. You can find more detail on the activities of the Board on pages 84-85.

In line with the UK Corporate Governance Code, the Board places significant importance on the appropriate governance of the Company, discharging its responsibilities not only through its own activities, but also through Committees of the Board – the Audit and Risk Committee; Nominations Committee; Remuneration Committee and Responsible Business Committee. You can find more details on these Committees on pages 92-117.

Board of Directors continued

Board skills and experience

The Board recognises that it needs the right mix of skills and experience as well as individual perspectives and thinking styles which come from the Directors' varied backgrounds to enable rich and effective discussions and decision making. As demonstrated by the Directors' biographies on pages 80-81 our Board members together form a diverse and effective team.

The skills and experience matrix below shows the competencies, expertise and experience of Board members within Wickes. Based on the assessment completed, the Board considers that it has the appropriate range of skills to govern effectively, align with strategy and respond to challenges. For further information on Board skills and experience, see page 93 in the Nominations Committee report.

	Christopher Rogers	David Wood	Mark George	Mark Clare	Sonita Alleyne	Laura Harricks	Mike Iddon	Average
Leadership	5	5	4	5	5	5	4	4.7
Strategic planning	5	5	4	5	4	5	5	4.7
Managing and leading growth	4	5	4	5	4	5	4	4.4
Business development	4	5	4	4	5	5	4	4.4
Financial management & strategy	5	4	5	5	4	3	5	4.4
Risk management	4	4	4	4	4	3	4	3.9
Customer experience	4	5	3	4	4	5	3	4.0
Marketing & communications	3	5	3	4	4	5	3	3.9
Supply chain/Logistics	3	4	3	2	3	4	4	3.3
Operations	3	4	3	3	4	4	3	3.4
Data analytics	3	4	4	3	2	4	4	3.4
Technology/IT	3	3	2	4	3	4	3	3.1
Cyber security	2	3	2	4	2	3	3	2.7
AI	2	3	3	3	3	3	3	2.9
HR/Human capital	3	5	3	4	4	4	3	3.7
ESG/Sustainability	2	3	4	4	4	3	4	3.4
Governance	5	4	4	5	5	3	4	4.3
Regulatory & compliance	4	4	4	4	4	3	4	3.9
M&A	4	4	4	4	4	2	5	3.9
Industry experience	4	5	4	3	4	4	5	4.1
Board of Director experience	5	4	4	5	5	2	5	4.3

The scoring in the skills and experience matrix is based on self-assessment by the Board using a third party application, BoardClic. Board members were asked to assess their own skill levels against a list of relevant competencies aligned with Wickes organisational goals, using a 1-5 scale (1 = Novice, 5 = Expert) to gauge proficiency.

Meetings of the Board and its Committees

The Board has eight formal meetings scheduled each year and an annual offsite strategy day. Additional meetings are held as required to consider time-sensitive matters such as trading updates for release to the market and to approve matters that are reserved for Board decision.

The number of scheduled meetings of the Board and its Committees during the year is set out below. Directors are expected to attend all Board and relevant Committee meetings. All meetings were held in person and there was full attendance by all members at all Board and Committee meetings during the year.

In the event of a Director being unable to attend a Board or Committee meeting, a process has been agreed for the Chair of the respective meeting to discuss the matters proposed with the Director concerned in advance, seeking their feedback and questions. The Chair will subsequently represent those views at the meeting and reports back to the Director concerned on the discussion and outcomes.

Agendas are structured to ensure appropriate time is spent on key areas of focus for the Board and that it has sufficient time to properly consider and reach decisions. A programme of work and priorities is agreed with the Board each year that forms the basis of the agenda for each meeting, with topical matters and matters of particular concern or interest incorporated as required.

The focus of the Board during 2024 was on monitoring the performance of the business against the backdrop of continuing economic uncertainty, developing strategy around our growth levers and discussing strategic options for future growth. A summary of the key matters considered by the Board in 2024 is set out on pages 84-85.

Board attendance at scheduled meetings

		Plc Board[4]	Audit and Risk Committee	Nominations Committee	Remuneration Committee	Responsible Business Committee
Christopher Rogers[1]	Chair of the Board	9/9	n/a	3/3	4/4	5/5
David Wood[2]	Chief Executive Officer	9/9	n/a	n/a	n/a	n/a
Mark George[3]	Chief Financial Officer	9/9	n/a	n/a	n/a	n/a
Mark Clare	Non-executive Director	9/9	5/5	3/3	4/4	5/5
Sonita Alleyne	Non-executive Director	9/9	5/5	3/3	4/4	5/5
Laura Harricks	Non-executive Director	9/9	5/5	3/3	4/4	5/5
Mike Iddon	Non-executive Director	9/9	5/5	3/3	4/4	5/5

1 The Chair of the Board has a standing invitation for all Audit and Risk Committee meetings and attended all meetings.
2 The Chief Executive Officer has a standing invitation for all Audit and Risk and Responsible Business Committee meetings and attended all meetings. The CEO attended Remuneration and Nominations Committee meetings when requested by the Committees.
3 The Chief Financial Officer has a standing invitation for all Audit and Risk and Responsible Business Committee meetings and attended all meetings. The CFO attended Remuneration Committee meetings when requested by the Committee.
4 Scheduled meetings including the strategy day.

Board of Directors continued

Board activities

for the year ended
28 December 2024

Stakeholder groups
- Colleagues
- Customers
- Suppliers
- Installers
- Communities
- Shareholders
- Government and regulators

Strategic growth levers
1. Winning for trade
2. Accelerating Design & Installation
3. DIY category wins
4. Store investment
5. Digital capability
6. Enhanced store service model
7. A winning culture

Principal risks
- A Cyber and data security
- B Business change
- C Brand integrity and reputation
- D Regulatory and legal compliance
- E IT operations
- F Growth strategy
- G Climate change
- H People and safety
- I Commercial and supply chain
- J Financial management
- K Customer experience
- L Stores, distribution and installations

Business performance and strategy

Stakeholder groups

Strategic growth levers
1 2 3 4 5 6 7

Principal risks
A B C D E F G H I J K L

CEO report
At each Board meeting, the CEO led discussions covering all aspects of performance and progress on key topics including market developments; colleague feedback and engagement; customer service and insight; marketing activity; commercial and supply chain activity; operational performance; new store openings and store refits; and community and charity projects.

Customer proposition
The Board conducted comprehensive reviews of the customer proposition, including key insight data on performance statistics, updates on projects to improve customer experience and using data to improve customer outcomes.

Commercial and supply chain
The Board evaluated the Group's commercial strategy and supply chain risk. The Board also visited a key strategic logistics supplier where it met with the team and got a first-hand view of its operations and capabilities, and the impact of new technologies.

Technology
The Board carried out a detailed review of the progress against plans to improve the Group's underlying IT infrastructure and capabilities, as well as considering proposals for development over the next five years.

Property
The Board reviewed developments in the property market, approved a proactive property strategy and approved the acquisition of the leases for four Homebase sites.

Solar Fast
The Board considered options for entering the solar market and approved the acquisition of a majority stake in the Solar Fast business, enabling Wickes to expand its offering in the fast-growing market for home energy solutions.

Strategy review
In addition to regular discussions at each meeting, the Board had a day dedicated to reviewing and developing strategy.

At the strategy day, the Board discussed the economic backdrop, customer and competitor behaviour and opportunities to grow the business, including new propositions, sustainability and the development of the physical estate.

Financial performance

Stakeholder groups

Strategic growth levers
1 2 3 4 5 6

Principal risks
F J

CFO report
The CFO led discussions at every meeting on financial performance including risks and opportunities, and the financial impacts of the changing macroeconomic environment during the year.

Results and outlook
On the recommendation of the Audit and Risk Committee, the Board reviewed and approved the full year 2023 and interim 2024 results announcement, and 2023 Annual Report and Accounts, having considered that the Annual Report and Accounts, taken as a whole, was fair, balanced and understandable.

Budget and financial plans
At each meeting, the Board considered performance against the 2024 budget and updated forecasts. The Board reviewed a detailed analysis on the creation of value in each area of the business and the interdependencies between areas and also reviewed and approved the budget for 2025 and the Five-Year Plan.

Investor relations
The Board received updates on Investor Relations activities and plans and feedback from investor engagement at every meeting. The Board approved the appointment of a new joint broker and an investor event to showcase TradePro insights.

Treasury and tax
The Board received regular updates on tax and treasury matters, and reviewed and approved the Company's Tax Strategy and Treasury Policy.

Dividend and capital allocation policies
The Board reviewed the Company's Capital Allocation Policy and approved the second tranche of the Company's first buyback programme. The Board also recommended a final dividend of 7.3 pence per share for the 2023 financial year to Shareholders, which was approved at the 2024 AGM and paid on 6 June 2024, and approved the payment of an interim dividend of 3.6 pence per share which was paid on 8 November 2024.

Board of Directors continued

Risk management

Stakeholder groups

Strategic growth levers

1 2 3 4 5 6 7

Principal risks

A B C D E F G H I J K L

Risk register
The Board reviewed the Risk Register and approved the reporting on the principal risks and uncertainties for the 2023 full year and 2024 interim results.

Cyber
The Board had detailed discussions on the cyber risks facing the business and the mitigations in place, which included an overview of the key controls and progress updates against the actions from a cyber security internal audit and external cyber posture assessment.

Generative AI
The Board received briefings on new AI technologies, considered the risks and opportunities presented by generative AI and reviewed the Group's policy and approach for the governance of generative AI.

Safety
The Board considered reports on safety performance at every meeting and conducted safety deep dives at two of its meetings to evaluate progress and provide insight and challenge.

TCFD
On the recommendation of the Responsible Business Committee, the Board reviewed and approved the Group's response to the Task Force on Climate-related Financial Disclosures, including the Group's approach to managing climate-related risks.

Insurance
The Board reviewed the approach for insuring the Group's risks and approved the renewal of the Group's insurance programme.

Governance, regulatory and compliance

Stakeholder groups

Strategic growth levers

7

Principal risks

A D

Policies and statements
The Board approved updates to a number of Group policies, including Significant and Related Party Transactions. It also approved the Group's Modern Slavery Statement and reviewed the Company's first Consumer Duty Report in compliance with the new FCA Consumer Duty regulations.

Terms of reference
The Board reviewed and approved amendments to the Terms of Reference for each of its Committees.

Board performance evaluation
The Board reviewed and discussed the findings from its internal Board performance evaluation and agreed actions to improve the effectiveness of the Board and its Committees. Progress with the action plan from the 2023 Board performance evaluation was also reviewed.

Planning
The Board reviewed the forward schedule of activities at every meeting and discussed options for future operational site visits.

Colleague voice
The Board received an update from the designated Non-executive Director champion for workforce engagement, Sonita Alleyne, on the themes arising from her listening activities and review of colleague engagement insight.

Compliance
The Board received reports on legal and regulatory compliance including the operation of, and reports made to the Company's anonymous whistleblowing service.

Material contracts and arrangements

Stakeholder groups

Strategic growth levers

1 3

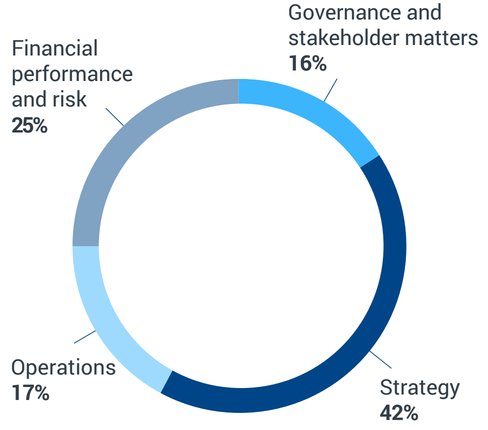
Principal risks

D J

Contract approvals
In line with the Group Delegation of Authority Policy, the Board reviewed and approved two Goods for Resale contracts and a regear of a Distribution Centre lease, which were material contracts due to their size and strategic importance.

Banking facilities
The Board approved an amended and extended £80m revolving credit facility.

Percentage of time spent by the Board in scheduled meetings
The chart below sets out the proportion of time spent on key activities by the Board.



Board of Directors continued

Meetings of the Non-executive Directors

The Chair of the Board meets with the Non-executive Directors without the Executive Directors present after each Board meeting and at other times as required. The Chair of the Board and the Chairs of each Committee also meet regularly with the Executive Directors and members of senior management.

The Senior Independent Director and Non-executive Directors (excluding the Chair of the Board) meet from time to time and specifically on an annual basis to assess the Chair of the Board's performance.

Independence

Over half of the Board's members, excluding the Chair of the Board, are independent Non-executive Directors. The Chair of the Board was assessed to be independent on appointment. Relationships and circumstances which could affect the independence of any Director are reviewed annually and the Board remains satisfied that all Non-executive Directors remain independent.

External appointments

Before appointment to the Board, all Directors are required to disclose any external roles they hold along with the estimated associated time commitment. The competing demands on candidates' time are carefully considered in the selection process. Appointment letters set out the time commitment expected of each Director. The significant external appointments of current Directors are set out in the biographical details on pages 80-81.

The Board has an Additional External Appointments Policy and process in place for the consideration and, if appropriate, approval of additional external appointments to ensure that each Director continues to have sufficient time to exercise their duties effectively. Appointments must be approved by the Board in advance.

Executive Directors are not permitted to take on more than one Non-executive Directorship or other significant appointment.

The Nominations Committee reviews annually the external time commitments of the Chair of the Board and the Non-executive Directors.

Governance support

All Directors have direct access to the General Counsel and Company Secretary for advice on legal and governance matters. Directors may also seek independent professional advice at the Company's expense in the furtherance of their duties and there is an Independent Professional Advice Policy in place which sets out the procedure. No such requests were made during the year. The General Counsel and Company Secretary supports the Board to ensure that it has the policies, processes, information, time and resources it needs in order to function effectively and efficiently.

Policies and procedures

The Board has approved a suite of policies, summarised in our Code of Business Ethics, which establish a robust system of control and oversight in matters of ethics and compliance. This is supported by mandatory training for all colleagues, appropriate to their role. The Executive Board oversees the day-to-day operation of these policies and related procedures and ensures they are embedded across the business.

Both the Executive Board and the Board have oversight and receive reports on compliance with policies and procedures at least twice a year. Should a breach of any of these policies occur, there is a robust incident response procedure in place and any material issues are escalated to the Executive Board and, if appropriate, the Board.

During the year, the Board reviewed and approved updates to existing policies including the Significant Transactions and Related Party Transactions policies to align with the changes to the UK Listing Rules and also to the EBT Funding Policy. Other policies that require Board approval were reviewed during the year, but no changes were required, including Anti-bribery & Corruption, Whistleblowing and the Company's Code of Business Ethics.

Conflicts of interest

The Company has a Conflicts of Interest Policy in place and all colleagues receive online mandatory annual training in this area. All Directors are required to raise any actual or potential conflicts of interest for consideration and, if appropriate, authorisation. At every meeting, Directors are asked whether there are any new potential conflicts of interest to declare in relation to the matters on the agenda. Where such conflicts exist, Directors would be excused from related discussion and decision making. To date, no such instance has occurred.

A register of interests and authorised potential or actual conflicts is maintained and this is reviewed annually by the Board, with each Director asked to confirm that the register is accurate and up to date.

Whistleblowing

The Company's Whistleblowing Policy is reviewed annually and any updates are approved by the Board. Colleagues and others are encouraged and empowered to speak up openly and raise any concerns through management or directly to the Board. Should colleagues or third parties feel the need to raise concerns which cannot be resolved through the normal routes of line or executive management, the Company has implemented a third party anonymous online whistleblowing platform, telephone line and mobile phone app through which concerns can be raised in confidence. Information about the whistleblowing service is widely publicised across all sites, referred to in policies and included in our monthly colleague communications. Third parties are also encouraged to use the service and details are published in our Supplier Code of Conduct and on our supplier portal.

We had a small number of reports made through the whistleblowing service during the year, all of which were fully investigated to conclusion. Concerns raised related to suspected theft, fraud, conflicts of interest, management issues and breaches of policy. Appropriate actions were taken in each case following the relevant investigation.

The Board monitors the operation of the whistleblowing arrangements and receives reports twice a year on notable outcomes and learnings from reports. Any reports of a serious or time critical nature are escalated to the Executive Board and/or Board as appropriate and in a timely manner.

Director concerns

Should a Director have concerns about the operation of the Board or the management of the Company, these concerns would be discussed by the Board. If any concerns remained unresolved, they would be recorded in the Board minutes. No such concerns were raised during the year.

Board of Directors continued

Section 172 – Promoting the success of the Company

Section 172 of the Companies Act 2006 requires the Directors to promote the long term success of the Company for the benefit of its members as a whole, having strong regard to our stakeholders when making decisions, and seeking to conduct business responsibly, including reducing our environmental impact. The differing interests of stakeholders are considered in the business decisions we make at all levels across the business and these decisions are guided by our culture and purpose and by the Board setting the right tone from the top.

Our stakeholders have an important role to play in the success of our business and throughout our Strategic report you can see how our decisions and actions have been influenced by our stakeholders. In this section we describe how the Board has factored section 172 considerations into decision making.

During the year, the Board continued to act in an agile way in responding to the uncertain economic environment, continued cost of living challenges and significant inflation, and considering the effects these have on our stakeholders.

Board decision making is supported by our structured governance framework, which includes regular Board meetings, as well as having clear policies and authority levels in place for management. The Board ensures that it receives quality information, including views from stakeholders, to inform decision making. The Board has approved a suite of policies which establish a robust system of control and oversight. All Directors are provided with ongoing guidance covering regulatory requirements of their role including the importance of considering stakeholder views in line with S172. The main activities of the Board during the year are set out on pages 84-85.

The Board, having considered the matters set out in section 172(1)(a) to (f) of the Companies Act 2006 (S172), confirms, in good faith, that the Directors have acted in a way that they consider would most likely promote the success of the Company for the benefit of its members as a whole.

Section 172 duties

Examples of how the Directors have undertaken their section 172 duties and have had regard for these matters when making decisions are included throughout this Annual Report:

a) the likely consequences of any decision in the long term	Strategy and business model Principal risks and uncertainties Financial review Stakeholder case studies	Pages 16-23 Pages 70-75 Pages 26-29 Page 90
b) the interests of the company's employees	People strategy Responsible Business Strategy Principal risks and uncertainties Stakeholder case studies Director's report Directors' Remuneration report	Pages 34-39 Pages 31-32 Pages 70-75 Page 90 Pages 118-120 Pages 106-117
c) the need to foster the company's business relationships with suppliers, customers and others	Strategy and business model Responsible Business Strategy Principal risks and uncertainties Stakeholder case studies	Pages 16-23 Pages 31-32 Pages 70-75 Page 90
d) the impact of the company's operations on the community and the environment	Responsible Business Strategy TCFD disclosure Responsible Business Committee report	Pages 31-32 Pages 53-65 Pages 104-105
e) the desirability of the company maintaining a reputation for high standards of business conduct	Strategy and business model Responsible Business strategy Responsible Business Committee report Board leadership and Company purpose Whistleblowing	Pages 16-23 Pages 31-32 Pages 104-105 Pages 82-86 Page 86
f) the need to act fairly as between members of the company	Strategy and business model Board activities	Pages 16-23 Pages 84-85

Engaging with stakeholders

Engagement with stakeholders plays an important role in ensuring that the Board fully understands stakeholder views and makes well-informed decisions that consider different priorities and are fair and consistent. The Board, its Committees and management have a programme of active engagement with, and encourage participation from, the Company's stakeholders.

By understanding each stakeholder group and what they care about, and considering their perspectives, it enables more meaningful relationships to be built so the Company and the Board can ensure that all views are taken into account in reaching conclusions that will create value for the long term. The Board recognises that not every decision will benefit all stakeholders, and inevitably trade-offs may have to be made between stakeholder groups from time to time. Where possible and relevant, decisions are carefully discussed with affected groups to ensure they are fully understood and supported when taken. Such considerations ensure the business is making decisions with a longer term view in mind and with the long term success of the business at its core. The needs and views of our stakeholders are also considered by colleagues and leaders throughout the business, which helps us make good decisions at all levels.

Details of our key stakeholders, how they link with our strategy and how we engage with them are set out in the following pages.

Board of Directors continued

Colleagues

We provide a great place to work with a special culture where colleagues feel at home and can bring their true authentic self to work. We value the different perspectives that our inclusive and diverse workforce bring. We prioritise the health and wellbeing of our colleagues, provide development opportunities to enable colleagues to build their skills and careers, and create an environment where colleagues feel recognised and rewarded for the work they do.

Business model & strategy link

Our passionate and engaged colleagues along with our winning culture are key to the delivery of our strategy and our purpose – to 'help the nation feel house proud'. The business ensures that colleagues feel supported and valued, and have the tools to succeed.

How we engage & outcomes

Day-to-day engagement

- We carry out a number of colleague surveys across the course of each year including two on colleague engagement, as well as inclusion and diversity and subject specific surveys.
- There is a regular rhythm of internal communications including in-person and webcast monthly briefings, newsletters and face-to-face briefings ('team 5').
- We host a number of listening groups including 'Ask the Exec' meetings and subject specific groups on topical issues of importance to colleagues.

Board engagement

- The Board receives updates on colleague engagement KPIs at each Board meeting, including outcomes of surveys and action plans and reports from colleague-led networks.
- We have appointed a designated Non-executive Director champion for the workforce, Sonita Alleyne, who undertook a number of additional activities during the year to support the Board, including chairing colleague listening groups, and discussing the results of colleague surveys and other colleague feedback with the Chief Executive Officer and Chief People Officer.
- The Board values the opportunity to meet colleagues from across the business and undertakes a number of site visits, both organised group visits and individual visits, to gain views of colleagues first-hand. During the year, the Board visited the Slough store, where they met the colleagues and received presentations from management. The Board also regularly meets colleagues at the Store Support Centre, where a number of Board and Committee meetings are held.

Outcomes

- A high score of 7.7 out of 10 on overall colleague engagement was achieved again this year in the annual colleague survey.
- We achieved continued high levels of colleague retention for the retail sector, with voluntary colleague turnover of 22.6%.
- A payroll savings facility was launched for colleagues in the year to enable easy access to regular savings in response to the feedback from colleagues on the cost of living.
- Our men's and women's health support offering was extended through the Company's partnership with Peppy and a new Menopause Policy was approved.

More information on colleague engagement can be found in the Strategic report on pages 34-39.

Customers

We help our customers create their perfect home and feel house proud however they choose to undertake their home improvement project.

Business model & strategy link

With our vision of a Wickes project in every home and our mission to be the partner of choice for home improvers and local trade, customers are at the heart of our business. Having a compelling customer proposition and delivering exceptional customer experience are key to achieving our growth levers.

How we engage & outcomes

Day-to-day engagement

- We closely monitor consumer confidence and customer satisfaction across all channels through surveys and focus groups. A monthly management meeting is dedicated to the customer proposition.
- We aim to deal with customer feedback and complaints in a timely manner and take learnings from any issues raised to improve our service for future customers.

Board engagement

- The Board regularly reviews detailed insight reporting on customer sentiment and satisfaction and has the opportunity to join customer focus groups.
- Customer listening groups, surveys and data analysis are used by the Board to understand customer views and act on what is most important to deliver the best possible customer experience.

Outcomes

- Continued investment in our Customer Experience Centre.
- New payment options were introduced online, including Clearpay, to provide further choice to customers.
- Development of our customer offer, including increasing the number of TradePro rewards partners and developing our B2B proposition.

Suppliers

The business places great importance on ensuring suppliers are treated fairly. This is a key aspect of nurturing relationships and our suppliers welcome our collaborative approach to developing long term partnerships based on trust. These relationships enable us to provide a great offer and service to our customers and are a great platform to build capability and create value that can be shared.

Business model & strategy link

Having strong relationships with our suppliers to ensure that we offer quality products and services at a competitive price with good availability underpins our three customer propositions.

How we engage & outcomes

Day-to-day engagement

- We hold regular supplier events including twice-yearly supplier conferences and a charity dinner.
- The Category teams have regular meetings with their supply partners to discuss a broad range of matters, including the development of new products and services, and the monitoring of ethical standards.

Board engagement

- The Board schedule includes visits to at least one key strategic supplier each year. During the year, the Board visited one of the Company's strategic delivery partners where it met with the team and experienced the operation first-hand.
- The Board receives regular updates on commercial strategy and supplier feedback.

Outcomes

- We have continued longevity of supplier relationships, with 80% of top suppliers (categorised by spend) having a relationship with the business of 10+ years.
- We launched our Supplier Code of Conduct and updated and relaunched a Supplier Manual.

Installers

We recognise the important role that our installers play as a key partner in delivering our customer proposition. We work closely with our installers and our model enables them to focus on installations and gives them opportunities to grow their business.

Business model & strategy link

Our specialist installation model provides a full package for customers to achieve their dream kitchen and bathroom with the peace of mind of having a two-year workmanship guarantee.

How we engage & outcomes

Day-to-day engagement

- Our Field Operations teams work closely with our installers to oversee the delivery of customer projects and provide installers with any support they need.
- Our Customer Experience Centre agents liaise between customers and installers to enable installers to focus on the job in hand.

Board engagement

- The Board receives regular reports on installation performance and feedback from installers.

Outcomes

- Further development of our Field Services Management System to streamline interactions between the business and installers.
- Updated and relaunched our installer contract and refreshed our ways of working.

Board of Directors continued

Shareholders

We build Shareholders' trust through proactive and relevant engagement to secure their ongoing investment and support. Our Capital Allocation Policy reflects our confidence in the Company's strategy and business model.

Business model & strategy link
By focusing on increasing our market share, driving profitable growth with strong cash generation and growing the business responsibly in line with our strategy, we create long term and sustainable growth and returns for our Shareholders.

How we engage & outcomes
Day-to-day engagement

- We hold investor roadshows following the publication of our year end and half year results and host guided store visits to investors, both of which provide valuable feedback on shareholder views on the strategy and performance of the business.
- We regularly update the market with announcements and presentations on business performance and provide in-depth briefings on specific areas of interest. During the year a TradePro Investor Insight event was held for analysts and investors, providing further detail around the Group's TradePro membership scheme, was hosted by the CEO, CFO and Chief Marketing and Digital Officer.
- We respond to investor questions, ESG rating surveys and participate in CDP (formerly known as the Carbon Disclosure Project) to provide Shareholders with greater insight into the Company's approach to managing its most significant ESG impacts.

Board engagement

- The Executive Board members hold meetings with existing and potential institutional investors and analysts to understand their views and policies and report these to the Board. All Non-executive Board members are available for meetings with Shareholders on request and the Chair of the Remuneration Committee met with a number of Shareholders to discuss the proposed Remuneration Policy ahead of the AGM.
- The Board monitors the Shareholder register and receives regular reports on Investor Relations activities and feedback from Shareholder engagement including proxy advisor reports and voting on AGM resolutions. Following year end and half year, the Board received a detailed presentation covering Shareholder feedback from the investor roadshows. The Board noted the questions and issues raised by Shareholders and ensured that communications to the market addressed these.
- The Board encourages Shareholder attendance and participation at the Company's AGM, at which all Directors and Committee Chairs are available to answer questions. The Notice of the AGM is published well in advance of the meeting taking place in accordance with governance best practice. The Board intends the 2025 AGM to be held as a physical meeting at the Company's Support Centre in Watford, Hertfordshire.

Outcomes

- At the 2024 AGM held on 24 May 2024, all resolutions put to Shareholders were approved, with in excess of 91% of votes in favour for all resolutions. Shareholders were invited to submit questions in advance and could also raise questions during the AGM. No questions were raised.
- The Remuneration Committee Chair's engagement with Shareholders in relation to the Committee's proposal to amend the Company's Remuneration Policy provided useful feedback, which was used to shape the proposals that were put to Shareholders at the 2024 AGM where the Remuneration Policy received 93.7% of votes in favour.
- Positive feedback from investor roadshows.
- Capital allocation policy reapproved, including maintaining the combined interim and final dividend for the 2024 year at 10.9 pence per share.

Communities and the environment

We are committed to growing responsibly. We deliver this by maximising our positive impact on communities, supporting the causes that matter to our colleagues and customers, reducing our environmental impacts, and recognising stakeholders without a voice.

Business model & strategy link
Our Responsible Business Strategy which focuses on our key areas of impact (People, the Environment and Homes) is embedded into our strategy and supports our corporate purpose.

How we engage & outcomes
Day-to-day engagement

- Our in-house Community and Charity team and charity committee work closely with our corporate charity to coordinate fundraising events and meet targets.
- Individual stores build relationships with local community groups through supporting local community projects.
- Our operational and commercial teams identify opportunities to reduce waste, energy and carbon emissions from our direct activities and with our key suppliers.

Board engagement

- The Board receives regular updates on charity and community initiatives and progress towards charity and community project targets, including an annual expenditure and donation report.
- Through the Responsible Business Committee, the Board oversees the development of and performance against our Responsible Business Strategy including our decarbonisation plan.

Outcomes

- Over £0.9 million was raised for The Brain Tumour Charity in 2024, bringing the total for our two-year partnership to date to £1.6 million.
- 2,156 local community projects were supported in 2024 through product donations and colleague volunteering.
- Improved our environmental data and reporting, and prepared our SBT rebaselining application to the Science Based Targets initiative (SBTi).

Government and regulators

Our primary relationship with government and regulators is one of compliance and reporting.

Business model & strategy link
Operating in a safe and ethical way and complying with laws and regulations that apply to our business gives us a licence to operate.

How we engage & outcomes
Day-to-day engagement

- We engage through a range of industry consultations, forums, meetings and conferences to communicate our views to policy makers relevant to our business.
- Through our membership of the British Retail Consortium, we contribute to various initiatives and working groups.
- We work in partnership with our primary authority to address any concerns raised by consumers and improve our policies and processes.
- We respond to enquiries from regulators.

Board engagement
The Board monitors the Group's compliance with laws and regulations and receives regular updates on legal and regulatory developments.

Outcomes
During the year we engaged collaboratively with a number of regulators including our primary authority and the ICO and we also responded to merger control enquiries.

Board of Directors continued

Decision making in action

Acquisition of Solar Fast

Background
In March 2024 Wickes acquired 51% of Gas Fast Limited, a leading solar installations company trading as Solar Fast. The acquisition enables Wickes to expand its offering into the fast-growing market for home energy solutions, initially with solar and, in time, other services supporting the acceleration of the Design & Installation growth lever.

Stakeholder considerations

Colleagues
The Board considered the impact to be positive for colleagues, with the potential for a new area of growth for the business, opportunities for colleagues to learn about new products, and increasing the volume of products and services supporting home energy solutions in our offer which our colleagues feel positively about. The Board considered the impact on Solar Fast colleagues and was satisfied that the Solar Fast management team had been engaged throughout the process and were positive about the opportunities the acquisition would bring for their colleagues.

Customers
The Board recognised that the availability of home energy solutions is increasingly important to customers. The Wickes brand has been trusted by home improvers in the UK for over 50 years and with the Solar Fast business alongside the existing proposition, Wickes will be well placed to support customers across the nation with their home energy projects.

Suppliers
The Board considered that the acquisition by Wickes would create an opportunity for growth for the solar product supply chain. It would also provide a new opportunity to deepen relationships with landlords to develop the Wickes estate to become more self-sufficient in relation to the energy usage of the business and also help landlords meet their plans to decarbonise and future minimum energy efficiency standards for commercial leases.

Installers
The Board noted the potential benefit to Solar Fast and Wickes installers from the growth in the solar installations business. The Board also recognised that, to access the growth opportunity, Wickes installers would need further upskilling and that there was a sector wide risk due to the limited number of installers with the necessary skills.

Communities and the environment
The Board recognised that the expansion of home energy solutions would help the business to decarbonise its estate and help customers with their home energy solution projects which would be beneficial to the community and the environment by supporting the country's plans to become net zero.

Shareholders
The Board considered the importance of making investment decisions that support long term growth and provide new opportunities to increase market share. The UK market for domestic solar installations is highly fragmented and is expected to expand significantly as homeowners and landlords retrofit their properties in order to save energy costs and reduce their environmental impact, providing a good return on the investment.

Government and regulators
The Board reviewed the legal and regulatory requirements of the acquisition of Solar Fast and also the additional regulatory requirements associated with the credit broking permissions held by Solar Fast. The Board recognised that focus would need to be given to developing compliance processes and oversight to ensure the Group would continue to meet the regulatory requirements for credit broking to Solar Fast customers.

Outcome
The Board concluded that the acquisition of Solar Fast would benefit all key stakeholders and would elevate the Wickes proposition, which would support the growth and profitability of the business.

Reorganisation of our Design & Installation operation

Background
As part of a strategic review of customer experience, an opportunity was identified to reshape the way in which we service Design & Installation customers in the initial booking stages of their projects to provide a better customer journey.

Stakeholder considerations

Colleagues
The Board considered the varied ways in which colleagues would be impacted. The proposals would result in certain roles becoming redundant, affecting around 500 colleagues, and the creation of around 150 new jobs. The Board noted the arrangements put in place to support colleagues at risk of redundancy and also that the colleagues at risk would be able to apply for the new roles which were at a more senior level and, if successful, would be provided with training and support to develop into the new role.

Customers
The Board recognised that this provided an opportunity to improve customer service. In particular, it was identified that having the same Design Consultant dealing with everything from the first point of contact to the final design and order simplified the journey and created a better customer experience. In addition, the Board considered that this would improve communication and reduce customer issues.

Installers
The Board noted that, in combination with other initiatives, the reorganisation would streamline the installation operation which could be a benefit to installers.

Communities and the environment
The Board recognised that overall there would be a reduction in the number of roles which would impact entry-level job opportunities in local communities.

Shareholders
The Board considered the importance of making investment decisions that support long term growth and provide new opportunities to increase market share and reduce costs, therefore making it a more cost efficient proposition providing a good return on the investment.

Outcome
The Board weighed up the trade-offs that needed to be made between stakeholder groups and concluded that the implementation of the reorganisation would benefit many key stakeholders and would elevate customer experience, which would support the growth and profitability of the Design & Installation proposition. This decision was made with the longer term view and success of the business in mind.

Board of Directors continued

Division of responsibilities

The Company's strong governance framework is built upon a foundation of clear and effective division of responsibilities between the Board, its Committees and operational management. This provides an effective and robust corporate governance structure to enable agile decision making with robust controls, which promote the long term and sustainable success of the business.

The responsibilities of the Chair of the Board, CEO, Senior Independent Non-executive Director, Board and its Committees have been approved by the Board, are set out in writing and are available on the Company's website www.wickesplc.co.uk.

Reports, recommends, informs

Reviews, challenges, approves

The Board

The Board is collectively responsible for overall leadership of the business, setting its purpose, values and strategy, and providing a framework of strong governance and effective controls. There is a formal schedule of matters that require Board approval before any action is taken by management. The schedule of matters is reviewed annually and updated by the Board when necessary.

Committees of the Board

Audit and Risk Committee

Provides independent and objective oversight of the Company's financial reporting, systems of internal control, risk management and compliance, and the effectiveness of internal and external audit.

Read more on pages 98-103

Nominations Committee

Reviews the composition and skills of the Board and leads the process for appointments to the Board and Executive team; oversees the processes for succession planning and the development of a diverse pipeline.

Read more on pages 92-97

Remuneration Committee

Determines the Remuneration Policy and packages for the Chair of the Board, Executive Directors and Executive Board members, having regard to workforce remuneration and related policies and the alignment of incentives and rewards with culture.

Read more on pages 106-117

Responsible Business Committee

Oversees the development of strategy and monitors performance in relation to environmental, social and governance matters.

Read more on pages 104-105

Disclosure Committee

Oversees the Company's compliance with its disclosure obligations in line with the UK Market Abuse Regulation and UK Listing Rules. The Committee is only convened when a full Board meeting or an authorised sub-committee meeting of the Board is not possible.

There have been no meetings of the Disclosure Committee during 2024 as all disclosure matters have been considered by the Board.

Members of the Board

Chair of the Board

The Chair of the Board's principal responsibility is the leadership of the Board and ensuring its effectiveness. The Chair of the Board encourages a culture of openness and communication between members of the Board, ensures all Directors contribute to discussions and promotes constructive debate. The Chair of the Board ensures that Directors receive accurate and clear information in a timely manner to enable them to make informed contributions and to support good decision making by the Board.

Senior Independent Non-Executive Director (SID)

The SID provides a sounding board for the Chair of the Board and serves as an intermediary for the other Directors and Shareholders should this be required.

The SID meets with the Non-executive Directors at least once a year to appraise the performance of the Chair of the Board and on other occasions as appropriate.

Independent Non-Executive Directors (INEDs)

The Non-executive Directors bring independent oversight and provide strategic advice and guidance, offer constructive challenge and hold the Executive Directors to account to support good decision making by the Board.

One of the INEDs is the Designated Non-executive Director for colleague matters, and another INED is the Designated Non-executive Consumer Duty Champion.

Chief Executive Officer (CEO)

The Board delegates responsibility to the CEO for the development and implementation of strategy and for managing the day-to-day operations of the business. The CEO ensures appropriate delegation of responsibilities to the Executive Board to ensure decisions of the Board are implemented. The CEO plays a key role in devising strategies for review by the Board and is responsible for updating the Board on operations of the business.

Chief Financial Officer (CFO)

The CFO is responsible for managing the Group's financial affairs and the system of internal controls, including risk management. The CFO supports the CEO in the implementation and achievement of the strategic objectives and oversees the Company's relationship with the investment community.

The CFO is appointed as the FCA approved person for the purposes of the Group's consumer credit activities.

General Counsel and Company Secretary

The General Counsel and Company Secretary is responsible for advising the Board on all governance, compliance and legal matters. The General Counsel and Company Secretary supports the Chair of the Board and the independent Non-executive Directors to ensure that they have access to the necessary resources and information to operate effectively and efficiently.

Executive Board

The Executive Board supports the CEO to oversee the day-to-day management of the business and in the development, implementation and oversight of the Group's strategic objectives approved by the Board.

Nominations Committee report

Committee members

Christopher Rogers (Chair)
Non-executive Chair of the Board

Sonita Alleyne
Independent Non-executive Director

Mark Clare
Senior Independent Non-executive Director

Laura Harricks
Independent Non-executive Director

Mike Iddon
Independent Non-executive Director

Committee composition

The Committee membership comprises the Non-executive Directors, all of whom are considered independent, and the Chair of the Board. Details of the experience and skills of Directors are set out in the biographies on pages 80-81. Overall attendance for Committee meetings was 100%. Further details about meetings and attendance can be found on page 83.

Role of the Committee

The role and responsibilities of the Committee are set out in the Committee Terms of Reference, which are reviewed annually and are available on the Company's website at www.wickesplc.co.uk. The Committee's main focus is on:

- reviewing Board and Committee composition and recommending improvements to the Board;
- overseeing the development of a diverse talent pipeline and ensuring succession plans are in place for the Board and senior management; and
- leading the process for appointments to the Board.

Christopher Rogers
Chair of the
Nominations Committee

Dear Shareholder,

I am pleased to present the Nominations Committee report for the year ended 28 December 2024, which outlines our approach to the composition, succession and performance evaluation of the Board. The Nominations Committee plays a key role to ensure that the Board has the right balance of skills, experience and diversity to provide strong leadership to drive the long term success of the business.

There were no new appointments made to the Board during the year and the Committee continued its focus on succession planning and driving improvements in diversity in the talent pipeline. A key focus for the Committee is to ensure that there is a stable and high-quality Executive team supported by a robust pipeline of talent and contingency plans to support the ongoing leadership of the business. An additional member was added to the Executive Board team during the year to provide additional focus on the strategically important areas of property and services and this appointment has also increased the diversity of the Executive Board.

The Board strongly supports diversity in its broadest sense in the boardroom, although it recognises that being relatively small in size will make achieving diversity targets more challenging in the short term. Our female representation on the Board increased from 17% in 2022 to 29% in 2023 and remains at this level. Although we are yet to meet the targets for female representation on the Board as set under the UK Listing Rules, the Board strongly supports the objective to promote greater diversity in the broadest sense on listed company boards and this remains a key focus of our succession plans. More information on the diversity of the Board is set out on pages 95-96.

Although we currently have no long serving Board members, we also continued to make plans for the orderly succession of the Non-executives, taking into account our aspirations to increase the diversity of the Board whilst retaining its size. We continue to believe that the optimal size for our Board is between six and seven Directors, reflecting the lean structure of our wider business and our operations being retailing only in the UK. More information on succession planning is set out on pages 94-95.

Looking ahead to 2025, succession planning and tracking progress on increasing diversity across the business will continue to be the key areas of focus for the Committee.

Christopher Rogers
Chair of the Nominations Committee
19 March 2025

Nominations Committee report continued

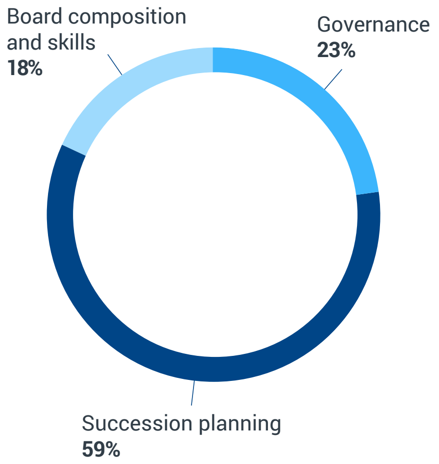
Activities of the Committee

During the year, the Committee held three scheduled meetings. The Committee has a structured forward looking planner to ensure that the responsibilities of the Committee are discharged during the year. The planner is regularly reviewed and developed to meet the changing needs of the Group.

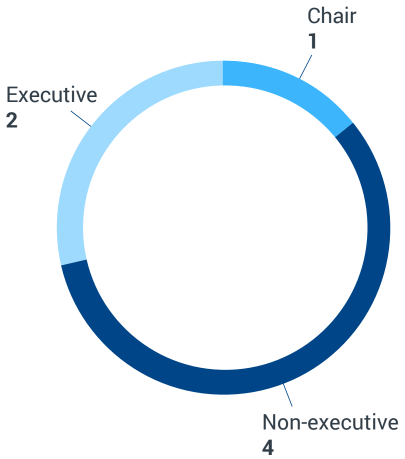
A summary of the key matters considered by the Committee at its meetings in 2024 is set out below.

March	June	December
Executive Board succession planning	Executive Board succession planning	Board composition and skills
Approval of updated Inclusion and Diversity Policy	Talent pipeline	NED refreshment plan
Approval of updated Terms of Reference		

Percentage of time spent by the Committee in scheduled meetings



Board composition



Board composition

The Board comprises seven Directors, two Executive Directors, four independent Non-executives and the Non-executive Chair of the Board. The 2018 UK Corporate Governance Code ('the Code') recommends that, on appointment, the chair of a company should meet the independence criteria set out in the Code. The Board considers that Christopher Rogers met the independence criteria set out in the Code on his appointment as Chair.

Board skills and experience

The Board recognises the importance of having complementary and diverse skills and backgrounds within its composition, enabling rich and effective discussions and decision making. During the year, the Committee reviewed the Board's composition against a skills and experience matrix to ensure that the Board and its Committees have the skills needed to provide effective leadership of the Company. The matrix can be found on page 83 and more information on the key strengths and experience of each Director can be found in the biographies on pages 80-81.

The Committee noted that no Board members had rated themselves as an expert in relation to data analytics, technology, cyber security and AI, which were important skills for the Board given the developing use of data, technology and AI in the retail market, the cyber risk faced by the business and the significant investment being made in IT systems over the next five years. It was agreed that these skills would be taken into account when considering Non-executive Director refreshment and that specialist advice would be taken in these areas when significant decisions needed to be made. The briefing sessions held in 2024 on these areas had been well received and it was agreed that consideration would be given to identifying opportunities for more briefings and training for the Board in these areas.

Board appointment process

There were no appointments to the Board in 2024. When appointing a new Director to the Board, we follow a well-established process which is thorough and inclusive, and is adapted as needed to reflect the specific circumstances.

1. Search

The Chair of the Board leads a process to develop a role specification setting out the skills, experience and background required. The role specification is placed with an executive search agency (the 'agency').

2. Longlist

The agency produces a diverse longlist of candidates from a wide range of backgrounds and industries.

3. Shortlist

The Committee considers a longlist and agrees a shortlist of candidates based on merit and against the role specification. In doing so, the Committee considers the Board Inclusion and Diversity Policy and the Board time commitments.

4. Assessment

The candidates are assessed against the specification including by interview with Board members.

5. Appointment

The Committee recommends the preferred candidate to the Board for approval and the Remuneration Committee considers and approves a remuneration package.

Nominations Committee report continued

Induction process

Each new Board Director receives a full and tailored induction, led by the Chair of the Board and General Counsel and Company Secretary. Inductions include:

Meetings with all members of the Board
- Chair of the Board – the Board and its dynamics
- CEO – strategy, business performance and key opportunities and challenges
- Committee Chairs – work and significant matters relevant to their respective Committees
- CFO – financial performance, forecasts, risk management and financial control

Meetings with the Executive team and senior management
- Management structure, operations, performance, risks and key areas of focus relevant to each function
- Governance framework and programme of meetings

Meetings with colleagues and site visits
- Visits to stores (and competitor stores)
- Visit to our main Distribution Centre

Meetings with key advisors
- Detailed briefing covering Directors' duties and all key listing and regulatory compliance areas
- Meetings with Committee advisors where relevant

New directors are also provided with key materials including strategy, Board and Committee papers, investor information and Company policies.

Training and development

All Directors upon joining the Board participate in induction training and are provided with ongoing guidance covering regulatory requirements of their role.

The Chair of the Board discusses specific development needs with each Director on an individual basis. Ongoing Board development takes place through briefings at Board meetings and regular store visits. The Board has a programme of scheduled visits and activities to enhance the Directors' knowledge of the business. This year, the Board visited a strategic logistics partner and a refitted store in Slough. Future visits are planned to a strategic supplier of goods, and both new and refitted stores.

Briefings are provided to the Board and Committees on relevant legal, regulatory and governance developments, emerging risks and specific areas of interest. In 2024, training focused on generative AI and cyber risk.

Board time commitments

The Code requires that Non-executive Directors have sufficient time to meet their Board responsibilities. The Company has a policy for additional appointments under which Non-executive Directors may undertake additional external appointments to those disclosed on appointment with prior approval of the Board. Executive Directors may take on one non-executive directorship in a FTSE company or other significant appointment with prior approval of the Board.

Every year, the Committee reviews each Director's significant external commitments (set out in the table below) and other factors which could indicate that a Director had insufficient time to discharge their obligations to the Company. In 2024:

- attendance at scheduled Board and Committee meetings was 100%. Further details of attendance can be found on page 83;
- no significant new appointments were taken on by any member of the Board during the year;
- all Non-executive Directors have confirmed that they have sufficient time and capacity to carry out their duties; and
- the 2024 Board performance evaluation found that the availability, contribution and engagement of the Non-executive Directors was high.

After considering all relevant factors, including the need to ensure there may be periods where additional time commitments are needed, the Committee concluded that all Non-executive Directors continue to have sufficient time to meet their Board responsibilities.

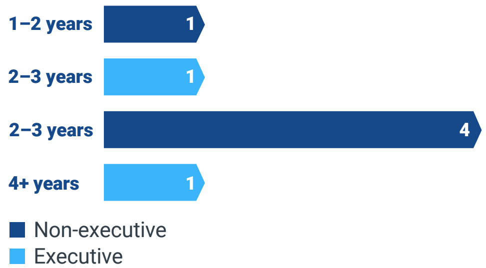
Significant external appointments

		Board of listed plc	Other significant appointment
Non-executive Directors	Christopher Rogers	Kerry Group plc – NED Mitie Group plc – Chair Elect	
	Mark Clare	Grainger plc – Chair Ricardo plc – Chair	Premier Marinas Holdings Ltd
	Sonita Alleyne		Jesus College, Cambridge
	Laura Harricks		Ocado Retail Ltd
	Mike Iddon	Pets at Home plc – CFO	
Executive Directors	David Wood		Green Sheep Group Ltd
	Mark George		

Non-executive Director succession

The majority of the Non-executive Directors have the same tenure as when the business was listed on the London Stock Exchange in 2021 and the Committee is mindful of the need to plan an orderly succession in order to avoid a significant change to the Board membership in a short timeframe. During the year, the Committee continued to consider options for Non-executive Director succession. The process to appoint a headhunter and prepare a brief for a new Non-executive Director will commence in 2025. It is anticipated that one of the current Non-executive Directors will step down from the Board at the 2026 AGM and a new Non-executive Director will join the Company towards the end of 2025 or early 2026, ensuring a smooth transition.

Board tenure



Nominations Committee report continued

Executive Director and senior leadership succession

The Board is committed to recognising and developing talent within senior management across the business, creating opportunities to develop current and future leaders. Succession plans for the CEO and other key Executive and leadership roles in the short, medium and long term have been reviewed by the Committee in detail.

The Committee is focused on ensuring there is a robust pipeline of talent and that these high-potential colleagues are developed and supported to prepare them for leadership roles. This includes strengthening the leadership development proposition, supporting mentoring initiatives and planning role moves to provide more experience earlier in the careers of potential future successors.

Diversity of gender, social and ethnic backgrounds and cognitive and personal strengths were considered carefully to ensure the pipeline is strengthened with appropriate skills and perspectives. Areas for development for succession candidates to key leadership roles have been identified and opportunities for them to present to and engage with the Board have been identified and planned for future meetings.

The Board believes that the succession plans in place will result in a continuously robust leadership structure that can achieve the Company's purpose and ensure its long term sustainable success.

Inclusion and Diversity Policy and targets

The Board believes an inclusive culture is a key driver of business success. It is committed to having inclusive and diverse leadership which provides a range of perspectives, insights and the challenge needed to support good decision making.

We have a Board Inclusion and Diversity Policy which complements our wider colleague Inclusion and Diversity Policy. The policy is available on our corporate website. Our ambition through both the Board and colleague Inclusion and Diversity Policies is to give everyone the freedom to be themselves and encourage colleagues to welcome new people and ideas.

The Board Inclusion and Diversity Policy states that the Board is committed to promoting inclusion and diversity in the boardroom and on its Committees, and aims to meet regulatory targets and industry recommendations while recognising that there may be periods when this balance is not achieved. We define diversity in its broadest sense, encompassing differences in age, gender, ethnicity, sexual orientation, disability or educational, professional and socioeconomic backgrounds.

The policy reflects the targets set out in UK Listing Rule 6.6.6R(9) as follows:

(i) female representation on the Board of at least 40%;

(ii) at least one of the roles of Chair, Senior Independent Director, Chief Executive Officer or Chief Financial Officer filled by a woman; and

(iii) at least one Director from a minority ethnic background on the Board.

Board diversity

Board membership reflects a range of skills, backgrounds and business experiences which facilitates a broad evaluation of matters considered by the Board and contributes to a culture of collaborative and constructive discussion.

As at 28 December 2024, the Board comprised three male Non-executive Directors (including the Chair of the Board), two female Non-executive Directors and two male Executive Directors. The Board has not yet met the UK Listing Rules gender diversity targets. In addition, none of the four leadership roles specified in the UK Listing Rules are currently held by a woman.

The Board has a clear aim to meet the diversity targets as soon as is practicable subject to ensuring that appointments to both the Board and senior leadership positions are merit-based and aligned with the Company's strategy. The Committee has been, and will continue to be, mindful of the targets when reviewing succession plans but notes that with a relatively small Board and the Board's belief that its optimal size is between six and seven members given the size and shape of the business, the fact that many of the Directors have a similar tenure linked to the Company's demerger, and the need to ensure orderly succession, these targets will likely be met over the longer term. The Board has one Director from a minority ethnic background and therefore meets this UK Listing Rules diversity target.

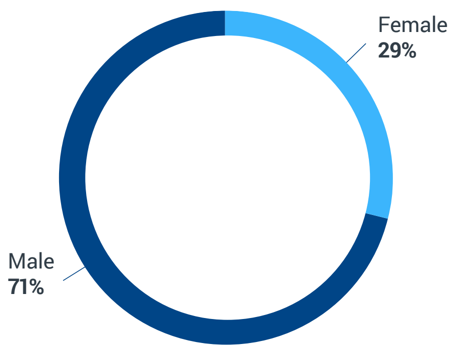
Business diversity

In line with our colleague Inclusion and Diversity Policy, the Board remains committed to improving diversity at all levels. Members of the Executive Board as at 28 December 2024 comprise three female and six male members, representing a gender split of 33% female and 67% male. Senior managers (as defined on page 35) have a gender split of 34% female and 66% male. The gender split for all colleagues is 39% female and 61% male.

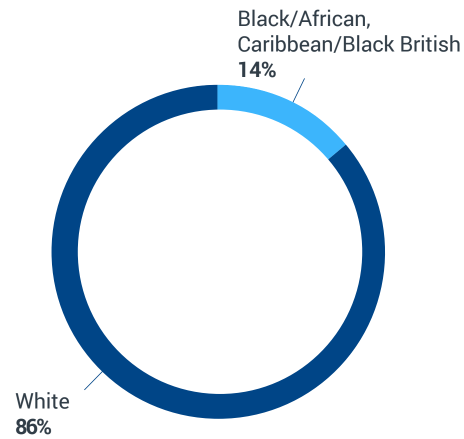
78% of Executive Board members identify as white British or white ethnic minorities ('White') and 22% identify as other ethnic groups ('Non White'). Senior managers have an ethnicity split of 83% White and 22% Non White with 4% with no identified ethnicity. The ethnicity split for all colleagues is 68% White, 13% Non White and 18% not identified.

Further details of the Company's approach to diversity and inclusion can be found on page 35.

Board gender identity



Board ethnic diversity



Nominations Committee report continued

Diversity data

In accordance with UK Listing Rule 6.6R(10), the prescribed numerical data on the ethnic background and the gender identity of the Board and the Executive Board is published below. For the purposes of making these disclosures, the Company has collected this data by asking each Director or officer of the Company to confirm their gender identity and ethnic background directly. Each response is recorded on the Company's HR system.

Reporting table on ethnicity representation as at 31 December 2024

	Number of Board members	Percentage of the Board	Number of senior positions on the Board (CEO, CFO, SID and Chair)	Number in executive management	Percentage of executive management
White British or other White (including minority-white groups)	6	85.7	4	7	77.8
Mixed/Multiple Ethnic Groups	–	–	–	–	–
Asian/Asian British	–	–	–	–	–
Black/African/Caribbean/Black British	1	14.3	–	1	11.1
Other ethnic group, including Arab	–	–	–	1	11.1
Not specified/prefer not to say	–	–	–	–	–

Reporting table on gender representation as at 31 December 2024

	Number of Board members	Percentage of the Board	Number of senior positions on the Board (CEO, CFO, SID and Chair)	Number in executive management	Percentage of executive management
Men	5	71.4	4	6	66.7
Women	2	28.6	–	3	33.3
Not specified/prefer not to say	–	–	–	–	–

2024 Board performance evaluation

Board evaluation is not delegated to the Committee and this activity is carried out by the Board. Having carried out an external evaluation in 2022, facilitated by Board Alchemy, the Board decided to carry out an internal evaluation this year. Each Director completed a questionnaire in respect of the Board and its Committees. The Board questionnaire covered six key areas:

- Purpose and strategy
- Board agenda and meetings
- Talent and culture
- Board composition and dynamics
- Chair performance
- Information, reporting and risk management

The General Counsel and Company Secretary collated the responses and presented a summary of the key findings to the Board for discussion.

Overall, there was a high level of satisfaction with the effectiveness of the Board and its Committees, with no high priority or urgent matters needing to be addressed. The high scores across all areas reflected a healthy Board dynamic and a well-managed Board with particular strength in talent and culture, dynamics and leadership.

In 2025, an external performance evaluation of the Board is planned as it will be three years since the last external evaluation was carried out. The Corporate Governance Institute's Principles of Good Practice for Listed Companies Using External Board Reviewers published in 2023 will be taken into account in preparing for this review.

2025 action plan

The Board considered the findings and agreed an action plan which will be reviewed by the Board during 2025 to ensure progress is being made. The key actions agreed by the Board arising from the review were as follows:

Action
Increase the time spent by the Board on measuring the implementation of strategy and scrutinising what makes the Company money
Review the Group's crisis management and business continuity plans
Increase the time spent by the Board on technology programmes, AI opportunities and threats and cyber resilience
Firm up the plan and timeline for Non-executive Director refreshment taking into account the outputs from the latest Board skills assessment and the Board's aim to increase the diversity of the Board whilst ensuring that appointments are merit-based

Nominations Committee report continued

Progress made against last year's action plan

Action	Progress
Review the resourcing model for Group Internal Audit	The recruitment process for an in-house Internal Audit and Risk team has commenced. A new partner has also joined the outsourced Internal Audit and Risk team to provide fresh insight and focus
Keep diversity in the broadest sense under review alongside planning the orderly succession of the Board over the next few years	The Nominations Committee continued to consider options for the orderly succession of the Non-executive Directors. This will continue to be a focus over the coming years
Continue to evolve management reporting on performance against the implementation of strategy	The financial reporting to the Board has been developed and a deep dive on the drivers of profitability was reviewed as part of the strategy offsite event
Arrange briefings on developments, risks and opportunities in artificial intelligence and cyber security to increase the knowledge of the Board	The Board had a generative AI deep dive in May 2024 and had two briefings on cyber risk in May and December 2024. A cyber maturity assessment was also commissioned and presented to the Board by an independent third party specialist. Further briefings have been scheduled as part of the Board's annual plan

Committee effectiveness

The effectiveness of the Committee was considered as part of this year's Board performance evaluation process. The Nominations Committee's questionnaire covered four key areas:

– the role and operation of the Committee;
– composition;
– leadership; and
– process and procedures.

The General Counsel and Company Secretary collated the responses and presented a summary of the key findings to the Committee for discussion. The review concluded that the Committee continues to operate effectively with no areas of concern requiring immediate attention identified.

Director performance reviews

The Chair of the Board reviewed the performance of individual Directors, taking into account feedback from the other members of the Board, and discussed any identified development opportunities with each Director. It was confirmed that each Director continues to make an effective contribution to the Board and demonstrates commitment to their role.

The performance review of the Chair of the Board was conducted by the Senior Independent Director and included feedback from Board members gathered from a questionnaire. The Senior Independent Director discussed the output of the review with the Chair of the Board.

Election and re-election of Directors

The Board has confirmed, following a performance review, that all Directors continue to perform effectively and demonstrate commitment to their roles. All Directors will submit themselves for election or re-election at the forthcoming AGM. Directors do not participate in discussions involving their own reappointment.

Audit and Risk Committee report

Committee members

Mike Iddon (Chair)
Independent Non-executive Director

Sonita Alleyne
Independent Non-executive Director

Mark Clare
Senior Independent Non-executive Director

Laura Harricks
Independent Non-executive Director

Mike Iddon
Chair of the Audit and Risk Committee

Committee composition

The Committee is composed solely of independent Non-executive Directors who collectively have considerable financial experience and provide a wide range of insight and expertise necessary to fulfil the duties and responsibilities of the Committee.

The Chair of the Committee has recent and relevant financial experience being a current CFO of another listed business, and the Committee as a whole has competence relevant to the sector in which the Group operates. Further details of the Committee members and their experience can be found on pages 80-81. Overall attendance for Committee meetings was 100%. Further details about meetings and attendance can be found on page 83.

The Chair of the Board is not a member of the Committee, but was invited to and attended all meetings in 2024. Members of the Executive Board and senior managers within the business are invited to attend meetings as appropriate to ensure that the Committee maintains a current and well-informed view of events within the business, and to reinforce a strong risk management culture.

Role of the Committee

- The role and responsibilities of the Committee are set out in the Committee Terms of Reference, which are available on the Company's website at www.wickesplc.co.uk. The Committee's main focus is on:
- monitoring the integrity of financial reporting and narrative reporting;
- reviewing the Company's internal financial control and risk management systems;
- monitoring and reviewing the effectiveness of internal audit; and
- monitoring and reviewing the effectiveness of external audit.

Dear Shareholder,

I am pleased to present the Company's Audit and Risk Committee report for the year ended 28 December 2024. The Committee has continued to maintain a constructive environment, encouraging open discussion and promoting transparent reporting. As Chair of the Committee, I have fostered effective working relationships with the external and internal auditors through regular engagement outside as well as at the Committee meetings.

The Committee has monitored the development of internal financial processes and controls which has continued to progress well, being focused initially on improving key controls around financial reporting.

Updates on the development of the internal financial processes and controls have been presented to the Committee at every meeting. These developments are focused on ensuring that the key financial controls are documented and assessed for effectiveness, and where necessary enhanced and improved upon. In the short term the improvement plans will also consider the opportunity to increase the robustness and resilience of the manual detective controls in operation. In the longer term, the Company's strategic IT programme should enable the financial processes and controls to be optimised and automated controls to be embedded where appropriate.

The Committee reviewed the Company's proposed approach for preparing to report against the UK Corporate Governance Code 2024, including assessing whether appropriate resources have been allocated. Ahead of the 2024 year end, management has made good progress considering the scope of its material controls, alongside its key financial controls, for which detailed documentation will continue in 2025. The Company is also focusing on enhancing its internal processes for documenting and managing its risk and compliance, and has begun the implementation of a Governance, Risk and Compliance system which will also be used for capturing the assurance 'lines of defence' for each control, and monitoring the continued effectiveness of controls.

The Committee spent considerable time during the year reviewing financial results and assessing the accounting policies and procedures adopted by management. In particular, the Committee reflected on the continuing uncertain economic backdrop and its impact on the calculation of impairments on store-related assets. The Committee also focused on reviewing the recognition of revenue in Design & Installation and the accounting treatment of the Solar Fast acquisition completed in 2024.

During the year, KPMG's audit of the 2023 financial statements was subject to an Audit Quality Review by the Financial Reporting Council (FRC). I am pleased to note its conclusion with a small number of recommendations which KPMG has addressed as part of its audit of the 2024 financial statements.

The FRC also completed a limited scope review of the Company's 2023 Annual Report and Accounts, with a particular focus on how the Company dealt with online sales transactions within its impairment model. The Company's responses were accepted by the FRC with no additional enquiries. The FRC also provided guidance on some minor improvements to the financial statements which have been reflected in the 2024 financial statements.

Looking ahead to 2025, the Committee's key focus will continue to be on overseeing the development of the internal control framework.

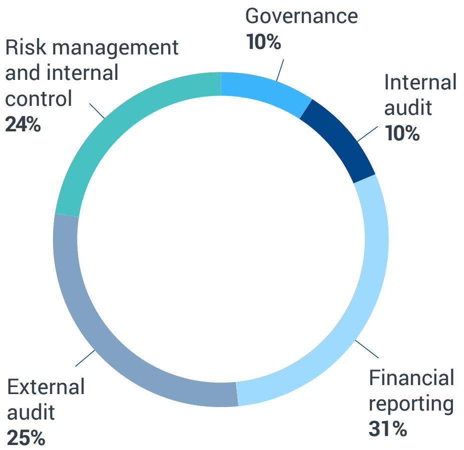
Mike Iddon
Chair of the Audit and Risk Committee
19 March 2025

Audit and Risk Committee report continued

Activities of the Committee

During the year, the Committee held five scheduled meetings. The Committee has a structured forward looking meeting planner to ensure that the responsibilities of the Committee are discharged during the year and reflects the reporting cycle of the Group. The planner is reviewed and developed where appropriate to meet the changing needs of the Group.

Percentage of time spent by the Committee in scheduled meetings



During the year, the Committee received reports and updates from management and internal and external audit. A summary of the key matters considered by the the Committee in 2024 is set out below.

February

- Key judgements and financial reporting
- Internal controls programme
- Risk register updates
- Operational audit report
- Security and investigations report
- External audit update on progress on year end audit
- Non-audit fees
- Reappointment of external auditor
- Internal audit reports and progress against the Internal Audit Plan
- Approval of updated Terms of Reference

March

- Key judgements and financial reporting
- Annual Report and Accounts
- Going concern and viability
- Dividend proposal
- Internal controls programme
- Effectiveness of internal controls
- Group risk register Principal and emerging risks and mitigations
- External audit report on financial statements and Annual Report and Accounts
- Non-audit fees
- Internal audit reports and progress against the Internal Audit Plan

June

- FRC correspondence on the 2023 Annual Report and Accounts and management's response
- Internal controls programme
- Controls reporting in light of the new UK Corporate Governance Code
- Risk register updates
- Risk appetite
- Accounting policies
- Tax and treasury policies
- Contractor and consultancy spend
- Interim review strategy and plan
- Non-audit fees
- Internal audit reports and progress against the Internal Audit Plan

September

- Key judgements and financial reporting
- Going concern
- Interim financial statements
- Dividend proposal
- Internal controls programme
- Group risk register Principal and emerging risks and mitigations
- External audit report on interim financial statements
- Non-audit fees
- Internal audit reports and progress against the Internal Audit Plan

December

- Key judgements and financial reporting
- Internal controls programme
- Risk register updates
- External audit strategy and plan
- Non-audit fees and policy
- Effectiveness of external audit
- Audit Quality Review findings
- Approval of Internal Audit Plan for 2025
- Internal audit reports and progress against the Internal Audit Plan
- Effectiveness of internal audit

Key
- Financial reporting
- Risk management and internal control
- External audit
- Internal audit
- Governance

Prior to the start of each Committee meeting, the Committee meets without the Executive Directors present to discuss any relevant matters with the internal and external auditors. Where appropriate, these matters are then raised during the course of the meeting. The Committee Chair also meets the internal auditor and external auditor prior to all meetings to provide additional opportunity for open dialogue and feedback without management present.

Audit and Risk Committee report continued

Key judgements and financial reporting matters

A key aspect of the Committee's work is monitoring the integrity of the annual and interim reports, including a review of the significant financial reporting matters and judgements contained in them. Key accounting judgements considered, conclusions reached and their financial impacts for the year ended 28 December 2024 are set out below.

In reaching its conclusions, the Committee considered papers and explanations given by management, discussed each matter in detail, challenged assumptions and judgements made and sought clarification where necessary. It reviewed and discussed reports from the external auditor on the work undertaken to arrive at the conclusions set out in its audit report on pages 122-129 and had the opportunity to discuss it with the external auditor in depth.

The carrying value of right-of-use assets

The Group balance sheet contains £562.5m (2023: £537.1m) of right-of-use assets. The Directors are required to determine whether those assets have suffered any impairment or whether there has been any reversal of an impairment previously recorded, taking into account appropriate indicators, for example store profitability, stores with recent losses or those with high-value assets. Where there are indicators of impairment or reversal, calculations are performed which compare the present value of future cash flows for each cash generating unit (CGU) with the carrying value of assets. CGUs are determined to be individual stores: each store's profitability is reviewed, after apportioning an appropriate amount of central costs and IT investment costs (such as SaaS).

The calculations undertaken to help arrive at a conclusion incorporate a consideration of the risks associated with each CGU and are based upon forecasts of their cash flows over the remaining term of the lease, which by their nature require judgement to be exercised and are subject to considerable uncertainty. The cash flow forecasts used for impairment considerations are prepared taking into consideration the historical financial performance, the annual budget, the Five-Year Plan presented to and approved by the Board, plus an estimate of the long term growth rate beyond the Five-Year Plan.

Management presented the Committee with papers setting out the results of the work performed, the methodology used, the assumptions made and the conclusions reached. Management explained to the Committee how the cash flow, central cost allocation (including IT investment) and discount rate calculations were prepared, how individual stores were determined to be potentially impaired or which indicated reversals of prior impairments, the key assumptions and judgements that were made and how sensitive the cash flows were to changes in key assumptions. After reviewing these papers and obtaining further explanation where necessary, the Committee concluded that management's final position, after appropriate challenge and review, reached a balanced and reasonable conclusion regarding the impairment charges and reversals of prior charges recognised and included acceptable judgements.

Revenue recognition

The Group recognised £326.5m (2023: £364.7m) of revenue in the financial year in respect of Design & Installation revenue and carried forward Design & Installation revenue of £22.6m (2023: £28.5m) as a liability on its balance sheet where orders had been paid in advance but either fully or partially undelivered at the period end. Design & Installation revenue represents a large number of individual transactions and recognition is driven from a number of different systems, including the product delivery system, the ordering system, as well as the data automatically posted in the finance system, with each system showing some timing differences on the point of completion of individual orders. To ensure appropriate revenue recognition in the accounting records, management therefore maintains a separate order book to track the revenue that should actually be recognised in the period.

Management performs a significant amount of analysis and reconciliation to compare revenue recognised by each system, determine how the timing differences arise and ensure revenue is appropriately recognised in line with its accounting policies. Management reported to the Committee on the outcome of this exercise and presented final papers to the Committee at the year end, setting out how conclusions were reached on the reported revenue. The Committee reviewed and discussed the information presented, received a report from the external auditor on the work undertaken to arrive at the conclusions set out in its audit report and discussed the progress with the external auditor. After reviewing these papers and obtaining further explanation where necessary, the Committee concluded that the process of review and controls operated by management had resulted in an accurate revenue and deferred revenue number being reported in the financial statements.

The carrying value of investment in subsidiaries (Company only)

The Company balance sheet contains £562.5m (2023: £603.4m) of investments, representing its investment in Wickes Group Holdings Limited. The Group contains two trading entities, Wickes Building Supplies Limited and Gas Fast Limited (trading as Solar Fast), and the investment therefore represents the entirety of the trading businesses of the Group. The Directors are required to determine whether this investment has suffered any impairment whenever there are indicators of possible impairment. They do this by comparing the net present values of future cash flows from the investment with the carrying value of the investment in the balance sheet. The calculations undertaken to help arrive at a conclusion incorporate a consideration of the risks associated with the business and are based upon forecasts of its long term future cash flows, which by their nature require judgement to be exercised and are subject to considerable uncertainty. The cash flow forecasts used for impairment considerations are prepared taking into consideration the historical financial performance, the annual budget and the Five-Year Plan presented to and approved by the Board.

Management presented the Committee with papers setting out the results of the work performed, the methodology used, the assumptions made and the conclusions reached. Management explained to the Committee how the cash flow and discount rate calculations were prepared, the key assumptions and judgements that were made and how sensitive the cash flows were to changes in key assumptions.

After reviewing these papers and obtaining further explanation where necessary, the Committee concluded that management's final position, after appropriate challenge and review, reached a balanced and reasonable conclusion and included acceptable judgements.

Audit and Risk Committee report continued

Climate reporting

The Committee's role is to gain assurance that the effects and consequences of climate change are being adequately reflected in our financial statements and valuations. Last year we reported on all areas of the TCFD framework. This year management has made further progress with understanding our climate-related risks and opportunities and this year we continue to be in full compliance with the TCFD recommendations. For more information see pages 53-65.

The Committee will continue to monitor developing best practice, and seek training/professional guidance when required, to ensure that it continues to effectively oversee the reporting in this area.

Financial Reporting Council letter

The FRC performed a limited scope review on the Company's 2023 Annual Report and Accounts, covering certain reporting matters of particular relevance to retail companies, where it was looking to enhance its understanding of current and emerging reporting practices, as part of its supervisory focus on the retail sector. In particular, it was looking to understand how the Company had dealt with the allocation of online sales revenue to individual stores, for the purposes of calculating the recoverable amount of each store.

In addition, the FRC also noted points for consideration in the Group's disclosures for leases (IFRS 16), impairment of assets (IAS 36) and the Group's alternative performance measures (APMs). These were mainly focused on improving the consistency of wording and these have been addressed in the 2024 interim results and 2024 Annual Report.

The Committee asked management to present its responses to each of the points raised by the FRC. These were discussed at a meeting of the Committee at which the external auditors were asked to provide their view on the approach taken to the accounting and disclosures in the 2023 Annual Report and Accounts and the responses given by management to the FRC letter. Following discussion on each item, the Committee concluded that it was satisfied with the approach.

The FRC noted that its review is based solely on the Annual Report and Accounts and does not benefit from detailed knowledge of the Company's business, or an understanding of the underlying transactions entered into, but that it is, however, conducted by staff of the FRC who have an understanding of the relevant legal and accounting framework. The FRC correspondence provides no assurance that Wickes' Annual Report and Accounts for the year ended 30 December 2023 is correct in all material respects; the FRC's role is not to verify the information provided but to consider compliance with reporting requirements.

External auditor

The Committee is responsible for overseeing the relationship with the external auditor, including recommending to the Board its reappointment or removal, assessing external audit independence and approving the statutory audit fees. KPMG LLP (KPMG) continued as the Company's external auditor for the financial period ended 28 December 2024, having been reappointed as auditor of the Company on 24 May 2024 by Shareholders at the AGM.

KPMG was appointed under a competitive audit tender in 2015. Wickes became a public interest entity (PIE) in April 2021 when its shares were admitted to trading on the London Stock Exchange and therefore, under the Companies Act 2006, the next tender will be required and will be completed no later than in respect of the 2031 financial year (ten years from the date of the Company becoming a PIE). Auditor rotation is required 20 years from the date of the Company becoming a PIE and therefore this will be due no later than 2041.

The Committee agreed that KPMG has a detailed knowledge of the business and an understanding of the sector, and continues to demonstrate that it has the necessary expertise and capability to undertake the audit. It was further noted that the audit partner will rotate after the 2024 year end, which will bring a fresh approach to the audit.

KPMG's role is to express an opinion on the financial statements of the Group. KPMG discussed its findings with management and reported to the Committee during the year on its audit work and audit opinion. The Committee reviews any recommendations made by KPMG and agrees what actions should be taken with management.

External audit effectiveness

During the year, the Committee considered the quality, effectiveness, independence and objectivity of KPMG through the review of all reports provided and the regular contact with the auditor both during Committee meetings and through other interactions. In addition, an annual assessment was conducted in accordance with a process agreed with the Committee which involved seeking the views of the Committee, as well as those of colleagues who have regular interactions with the external auditor, on the following areas:

- Resource management and the operation of the audit
- Knowledge and expertise of the audit team
- Dynamics and challenge
- Planning, reporting and risk management

A summary of the responses was presented to the Committee at its meeting in December 2024. The Committee used the feedback to assist its assessment of whether the external auditor met the required standards of qualification, independence, expertise, effectiveness and communication, and discussed its conclusions and opportunities for improvement with the external auditor. The overall feedback was positive and no significant issues were identified as part of this process. It was agreed that the audit was robust and professionally performed, the audit team had a good understanding of the business and there was a high degree of constructive challenge from the external audit team. It was recognised that there continued to be opportunities for both management and the auditor for making the audit process more efficient, particularly in the final stages of the audit.

The Committee concluded that KPMG had applied appropriately robust challenge and professional scepticism throughout the year which demonstrated KPMG's independence and that it possessed the skills and experience required to perform its duties and, in particular, the audit effectively.

External audit independence

The Committee regards the independence of the external auditor as crucial in safeguarding the integrity of the audit process and takes responsibility for ensuring the relationships between the Committee, the external auditor and management remain appropriate. The Committee recognises that independence is also a key focus for the external auditor, and KPMG has confirmed that it has complied with its own ethics and independence policies. KPMG provides confirmation of independence during the planning stage of the audit, disclosing matters relating to its independence and objectivity, and a final independence confirmation statement at the conclusion of each audit. There were no independence issues raised in respect of the 2024 audit.

Audit and Risk Committee report continued

Non-audit services

Additional non-audit services provided by the auditor may impair its independence or give rise to a perception that its independence may be impaired. The Non-audit Fees Policy was originally approved by the Committee in 2021 and was reviewed in December 2024. The policy is designed to ensure the ongoing independence and objectivity of the external auditor. The policy sets out the permitted and prohibited services for which the external auditor may not be engaged, and includes approval limits and a cap on allowable non-audit fees. Key provisions of the policy are as follows:

Fees for non-audit services provided by the statutory auditor in any year may not exceed 70% of the average fees for the Group statutory audit in the three previous years.
The auditor is prohibited from providing certain non-audit services, including tax work, internal audit, corporate finance, and involvement in management activities.
The external auditor may not be engaged to provide any non-audit services without the approval of the Committee.

During the year, the Committee reviewed the non-audit fees at each of its meetings. For the year ended 28 December 2024, the total fees for non-audit services provided by the auditor to the Group did not exceed 70% of the average of the statutory audit fee for the Group's consolidated financial statements and statutory accounts paid to the auditor in the last three consecutive financial years. The fees paid to the auditor are set out on page 139 of the notes to the financial statements.

The Committee is satisfied that the Non-audit Fees Policy was complied with throughout the year and, in its opinion, the external auditor remains independent.

Audit Quality Review (AQR)

The Audit Quality Review team of the FRC completed a review of the KPMG's financial year 2023 Wickes audit. The AQR did not identify any findings in respect of KPMG's audit work which we consider to be significant. The AQR identified a small number of findings which have been incorporated into the audit of the 2024 financial year.

External audit reappointment

Having considered and been satisfied with the effectiveness and independence of the external auditor, the Committee agreed that a recommendation to reappoint KPMG as auditor would be made to the Board.

Internal audit

The internal audit function provides the Committee and management with independent and objective assurance on the adequacy and effectiveness of the Group's internal controls.

The Group's internal audit function is outsourced to BDO LLP (BDO). The work of internal audit is set out in an Internal Audit Charter, which is agreed annually with the Committee. Internal audit has an independent reporting line to the Chair of the Committee and a dotted reporting line to the Chief Financial Officer.

The Committee meets with the Internal Audit team without executive management present before each Committee meeting and the Committee Chair meets with the Internal Audit team on a quarterly basis or more frequently if required. At every Committee meeting, the Committee received and reviewed reports from internal audit setting out progress against the agreed Internal Audit Plan, findings from individual internal audits undertaken and progress against audit actions previously identified. Internal Audit also provided the Committee with a briefing on the UK Corporate Governance Code 2024.

Internal Audit Plan

Each year an audit needs assessment is carried out. This considers the Group's principal and emerging risks, the Group's appetite for risk, any changes to the business and findings from prior audits, along with priorities and specific areas of focus highlighted by the Executive Board, senior management and the Committee.

The output from this assessment is used to establish the Internal Audit Plan for the year. The Internal Audit Plan for 2024 was approved by the Committee and included a combination of risk-based assurance audits and advisory projects. The following reviews were commenced in 2024:

Cyber security
IT general controls
Payroll
National minimum wage
Third party logistics
Business continuity
Remedial customer deliveries
Consumer credit
Effectiveness of the second line of assurance
Import processes and freight management
Fraud management

Any proposed changes to the Internal Audit Plan are presented to the Committee for approval as necessary during the year, to take account of any new internal or external developments. During the year, a number of minor changes were made to the Internal Audit Plan to ensure planned assurance activity focused on the key needs of the business. Timings of some audits were also adjusted to ensure that management resources were available to fully support and engage with Group Internal Audit.

The high-level scope of each internal audit review is agreed with the Committee when the Internal Audit Plan is set, as well as confirming the Executive sponsor. The sponsor is involved in the planning stages of each audit, overseeing completion of the work and supporting BDO to agree conclusions and agreeing recommendations.

Ongoing visibility of the internal control environment is provided via internal audit reports to the Executive Board and the Committee. Reports are graded to reflect an overall assessment of the design and operational effectiveness of the control environment under review, and the significance of any control weaknesses identified.

Improvement actions to address findings are identified and agreed with management. The Committee regularly reviewed actions arising from internal audits. Reports on the progress of the audit actions are presented to the Executive Board every month and to the Committee at every meeting, with a focus on the status of any deferred and overdue actions.

Internal audit effectiveness

During the year, the Committee assessed the effectiveness of internal audit to satisfy itself that the quality, expertise and experience of the function is appropriate for the Group. The assessment was conducted in accordance with a process agreed with the Committee and involved seeking the views of the Committee, as well as the Executive Board and those of colleagues who have regular interactions with the Internal Audit team on the following areas:

- Resource management and the operation of internal audit
- Knowledge and expertise of Group Internal Audit
- Relationships across the business
- Planning, reporting and risk management

Audit and Risk Committee report continued

A summary of the responses was presented to the Committee at its meeting in December 2024. The Committee used the feedback to assist its assessment of the effectiveness of the internal audit function and discussed its conclusions and opportunities for improvement with Group Internal Audit. The overall feedback was positive and a number of actions to make improvements were identified as part of this process. It was agreed that the internal audit function was effective, although there continued to be opportunities for further improvement to the clarity of reporting and strengthening relationships with senior management. It was also noted that, following the action agreed from the last effectiveness review to move to a co-sourced model, recruitment for an in-house Head of Internal Audit was progressing well.

Risk management and internal controls

In addition to internal audit services, BDO provides the Committee with support and advice concerning the Group's assurance framework more generally and during the year provided advice and assistance with the full year risk management process.

Risks are actively managed on an ongoing basis. Details of risks faced by the Group are maintained in the Group Risk Register, with key risks regularly collated and reviewed by management and the Executive Board to assess the potential impact and likelihood of occurrence, after taking into account key controls, mitigating factors and interdependencies. Additional focus is given to any risks that fall outside of the Company's risk appetite, and further mitigating actions are put in place, where appropriate, to manage risks to an acceptable level. The principal risks and uncertainties are developed from this Group view of risk management, and are set out on pages 70-75, together with information on how those risks are mitigated and how emerging risks are assessed.

The Committee receives regular reports to provide assurance over the extent and performance of the control environment and to assist in its oversight of the principal risks. These reports include:

- reports from management on progress with the control improvement plan;
- reports from internal audit providing a status update on the delivery of control improvement recommendations;
- reports from internal audit on its audit reviews and recommendations as part of the Internal Audit Plan; and
- KPMG's external audit findings and insight from the external audit process.

The Committee has monitored the development of internal financial processes and controls which has continued to progress well, being focused initially on improving key controls around financial reporting whilst monitoring and adapting to changes to the UK Corporate Governance Code.

The initial focus on key financial controls has been ensuring they are appropriately documented and, where necessary, implementing enhancements to improve their design effectiveness. In the near term the enhancements are considering opportunities to increase the robustness and resilience of the manual detective controls in operation. In the longer term, the Company's strategic IT programme should allow the financial processes and controls to be optimised and, where appropriate, embedding more automated controls.

In regard to addressing the Code changes, we have reviewed the Company's proposed plan for addressing the requirements for the FY2026 year end, including assessing whether appropriate resources have been allocated. Ahead of the 2024 year end, management has made good progress considering the scope of its material controls, alongside its key financial controls.

The Company is also focusing on enhancing its internal processes for documenting and managing its risk and compliance, and has begun the implementation of a leading Governance, Risk & Compliance solution, which will also be used for capturing the assurance 'lines of defence' for each control, and monitoring the continued effectiveness of controls.

During the year, the Committee received updates on the programme and its key findings from management, as well as discussing the effectiveness of the control environment in relation to 2024. The Committee noted that there had been improvements made to controls during the year and concluded that, with the support from the manual detective controls and reviews in place, the internal control environment was effective.

The Committee recognises the importance of continuous improvement in the effectiveness of the Company's systems and processes, and is highly focused on ensuring that the Company delivers the required improvements to its internal financial controls, as well as addressing the Code changes to be reported on as part of the 2026 year end.

Committee effectiveness

The effectiveness of the Committee was considered as part of this year's Board performance evaluation process, more details of which can be found on pages 96-97. The Audit and Risk Committee's questionnaire covered four key areas:

- the role and operation of the Committee;
- composition;
- leadership; and
- process and procedures.

The General Counsel and Company Secretary collated the responses and presented a summary of the key findings to the Board for discussion. The review concluded that the Committee continues to operate effectively with no areas of concern requiring immediate attention identified. An action plan was agreed with key areas of focus for 2025 being the operation of Internal Audit and reviewing the approach to reviewing key risks.

Responsible Business Committee report

Committee members

Sonita Alleyne (Chair)
Independent Non-executive Director

Mark Clare
Senior Independent Non-executive Director

Laura Harricks
Independent Non-executive Director

Mike Iddon
Independent Non-executive Director

Christopher Rogers
Non-executive Chair of the Board

Sonita Alleyne
Chair of the Responsible Business Committee

Committee composition

The Committee membership comprises the Non-executive Directors, including the Chair of the Board. Details of their experience and skills are set out in the biographies on pages 80-81. Overall attendance for Responsible Business Committee meetings was 100%. Further details about meetings and attendance can be found on page 83.

David Wood, CEO, and Mark George, CFO, are not members of the Committee but, along with other key members of management, are invited to and attend all meetings to provide valuable operational and financial insight and feedback on performance against the Responsible Business Strategy.

Role of the Committee

The role and responsibilities of the Committee are set out in the Committee Terms of Reference, which are available on the Company's corporate website at www.wickesplc.co.uk. The Committee's main focus is on:

- Reviewing and approving the Responsible Business Strategy, ensuring it addresses key issues relevant to the business.
- Monitoring the execution of the Responsible Business Strategy including approving related targets and monitoring performance against these targets.
- Providing assurance to the Board that the Responsible Business Strategy is the right strategy to support the long term sustainable success of the business and that it is being implemented effectively.

Dear Shareholder,

I am pleased to present the Company's Responsible Business Committee report for the year ended 28 December 2024. The following pages describe the activities of the Committee and provide an overview of the topics addressed during the year.

The Committee has a key role in supporting the Board by providing guidance and direction on the Company's ESG ambitions. The Committee provides Board oversight for elements of the Group's strategy that relate to social and environmental priorities, in accordance with the Company's Responsible Business Strategy, 'Built to Last'. David Wood and Mark George, along with members of the leadership team and subject matter experts from across the business, regularly attend Committee meetings to bring the benefit of their expertise in ESG matters. Our collective experience and capability lead to ambitious, constructive and progressive discussions on a wide range of existing and emerging social and environmental topics.

It has been a busy year for the Committee and we considered a large number of important matters covering a broad range of sustainability topics which are set out in more detail on the following page and in the Responsible Business report. The Committee received detailed papers and briefings and discussed a wide range of topics over the course of the year which helped develop a greater depth of understanding on these important issues.

2024 was particularly exciting with the acquisition of a majority stake in Solar Fast, which represented a big step forward for the business towards delivering our ambitions under the 'Homes' pillar of our Responsible Business Strategy.

I am pleased with the progress made in the first two years following the launch of our Responsible Business Strategy but recognise there is still much to do. Looking ahead to 2025, the Committee's key focus will continue to be on overseeing the Company's performance and key areas of risk and opportunity in our Responsible Business Strategy in line with changing stakeholder needs.

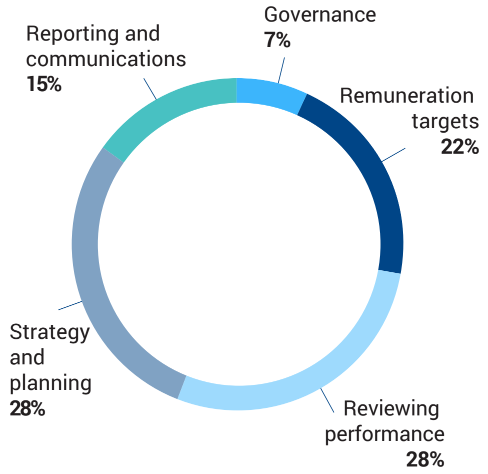
Sonita Alleyne
Chair of the Responsible Business Committee
19 March 2025

Responsible Business Committee report continued

Activities of the Committee

During the year, the Committee held five scheduled meetings. The Committee has a structured forward looking planner to ensure that the responsibilities of the Committee are discharged during the year. The planner is regularly reviewed and developed to meet the changing needs of the business.

Percentage of time spent by the Committee in scheduled meetings



A summary of the key matters considered by the Committee in 2024 is set out below.

February	March	June	September	December
Annual Report disclosures	ESG linked remuneration targets	ESG disclosures	ESG disclosures and ratings	Long term diversity plan
Assurance results		Inclusion and diversity progress and targets	Long term diversity targets	Early careers progress
Built to Last targets and action plans		Early careers progress	ESG-linked remuneration targets	Charity and community progress
Diversity data		Charity & community performance and targets	Decarbonisation progress	Decarbonisation roadmap and targets
Community programmes and charitable support		Decarbonisation progress and targets	Rebaselining SBTs	ESG-linked remuneration targets
ESG-linked remuneration targets		Rebaselining SBTs	TCFD	Resources and waste strategy
Environment Policy		TCFD	Waste targets	Packaging waste progress
Committee Terms of Reference		Waste performance	Responsible sourcing	Supporting customers update
		Products to support customers to reduce energy usage	ESOS action plan	

Details about our Responsible Business Strategy and the progress made in 2024 can be found in the Responsible Business and Climate-related Financial Disclosures sections on pages 30-65.

Responsible business targets

The Committee closely monitors progress against targets for all areas of the Responsible Business Strategy. It also considers the key areas of strategy to link to remuneration and recommends ESG targets for incentive purposes to the Remuneration Committee. At the end of each year, the Committee considers performance against targets and makes a recommendation on the level of payout against the targets to the Remuneration Committee. Further details can be found in the Directors' Remuneration report.

Committee effectiveness

The effectiveness of the Committee was considered as part of this year's Board performance evaluation process, more details of which can be found on pages 96-97. The Responsible Business Committee's questionnaire covered four key areas:

- the role and operation of the Committee;
- composition;
- leadership; and
- process and procedures.

The General Counsel and Company Secretary collated the responses and presented a summary of the key findings to the Committee for discussion. The review concluded that the Committee continues to operate effectively with no areas of concern requiring immediate attention identified. The key actions agreed arising from the review were to further develop the Group's decarbonisation plan and to review the key areas for the Committee to focus on in 2025.

Remuneration Committee report

Committee members

Mark Clare (Chair)
Senior Independent Non-executive Director

Sonita Alleyne
Independent Non-executive Director

Laura Harricks
Independent Non-executive Director

Mike Iddon
Independent Non-executive Director

Christopher Rogers
Non-executive Chair of the Board

Mark Clare
Chair of the Remuneration Committee

Committee composition

The Committee membership comprises the Non-executive Directors, including the Chair of the Board. Details of their experience and skills are set out in the biographies on pages 80-81.

Overall attendance for Remuneration Committee meetings was 100%. Further details about meetings and attendance can be found on page 83. David Wood, CEO, and Mark George, CFO, are not members of the Committee but are invited to attend meetings where required in order to provide valuable operational and financial insight.

Role of the Committee

The role and responsibilities of the Committee are set out in the Committee Terms of Reference, which are available on the Company's corporate website at www.wickesplc.co.uk. The Committee's main focus is on:

- determining the Remuneration Policy for the Board and other designated senior management;
- ensuring the Remuneration Policy meets regulatory and legal requirements, and supports successful delivery of the Company strategy;
- reviewing wider workforce remuneration and the alignment of incentives with culture.

Dear Shareholder,

On behalf of the Remuneration Committee, I am pleased to present the 2024 Directors' Remuneration report for Wickes. The report covers two key areas:

- This letter, which provides a summary of the key remuneration decisions made in respect of 2024 and our proposed approach for 2025.
- The Annual Report on Remuneration, describing how the existing Remuneration Policy has been applied for the year ended 28 December 2024 and how we intend to implement the Policy for 2025.

The Company's Directors' Remuneration Policy was approved at the 2024 Annual General Meeting. A copy of our full Policy is available on our website https://www.wickesplc.co.uk/investors/investors-overview/.

As expected, 2024 has been another year impacted by significant global, political and economic events that have weighed on consumer confidence. Despite being faced with significant increases in operational costs, we have focused on improving productivity and efficiencies to deliver robust performance, which has been reflected in our remuneration outcomes.

Our approach to remuneration as a Group continues to be guided by a set of reward principles that are aligned to our business strategy. For executives, pay is governed by our Remuneration Policy, approved by Shareholders in 2024. Our key focus for 2025 is effective implementation of this Policy to ensure that pay continues to support our business strategy and remains market competitive.

During the year there have been no changes to membership of the Remuneration Committee, which remains focused on maintaining an open dialogue with Shareholders.

The Committee carefully considered the experience of key stakeholders during the year, including colleagues and Shareholders, when making remuneration decisions.

Reward and benefits across the Group

We continue to support our colleagues with their financial resilience, as cost of living pressures remain. In April 2024 we awarded a colleague salary increase of more than 7%, and we expect to award an increase of more than 5% in April 2025. We continue to significantly invest in our variable pay plans for which all colleagues are eligible to participate, and we paid out £4.3m in annual bonus to eligible colleagues for 2024. In July 2024, over 4,000 colleagues gained access to awards which vested under our 2021 Free Share Award.

Based on colleague feedback we further enhanced our direct financial support. 'Save' was introduced which supplements our existing salary advance and payroll loan options that were utilised by colleagues over 15,000 times last year. Colleagues also made savings of over £2.6m using our competitive discount on Wickes' own products, helped by periodic discount enhancements.

We continue to place wider colleague wellbeing at the heart of who we are at Wickes. During the year we saw 'Digicare' registrations increase to 1,684. This service represents a key part of our wider wellbeing support for all colleagues, which includes digital GP, home health test kits, and mental health support, all free of charge.

Fair pay remains at the core of our reward offering, and for 2024 we reported median gender and ethnicity pay gaps of -0.77% and 0.87% respectively.

Further details of our approach to colleague reward and wellbeing can be found on **page 114.**

Remuneration Committee report continued

Responsible Business
Building skills in our local communities is important for the business to ensure that it continues to attract and develop the skills required for future growth. In 2024, we provided 178 people with Early Careers placements (147 individuals enrolled on an apprenticeship programme, there were 28 work experience placements, and 3 graduate, intern and business placements).

In 2024, the business continued to focus on integrating Built to Last, our Responsible Business Strategy, into the business. Targets for both gender and ethnic diversity were again included in the Executive Annual Bonus Scheme, and we extended these targets to our wider leadership population. Our plans as a business to decarbonise were linked to the Long Term Incentive Plan for 2023, 2024 and 2025.

Group performance highlights for 2024
In 2024, despite challenging operating conditions, we delivered sales of £1,538.8m. Our adjusted profit for the year was £43.6m.

£1,538.8m
revenue (2023: £1,553.8m)

£43.6m
profit before tax (adjusted) (2023: £52.0m)

£32.2m
free cash flow (2023: £46.1m)

14.1p
adjusted basic earnings per share (2023: 15.1p)

Shareholder experience in 2024
The Board is pleased to recommend a final dividend of 7.3 pence per share, taking our full year ordinary dividend to 10.9 pence per share. We recognise the importance of cash returns to our Shareholders, and, given the strength of our balance sheet, we have maintained the full year dividend per share at the same level as 2023.

Our first £25m share buyback programme has now been completed, with approximately £10m having been bought back in 2023 and the remainder completed by September 2024.

Executive remuneration in 2024

Basic salary
As disclosed in last year's report, the Committee agreed to award the CEO, David Wood, the first of a two step base salary increase in 2024 of 9.9% to £580,000. This change followed an extensive Shareholder consultation exercise, and took into account the performance of the CEO since appointment, and the appropriate market rate for a valued and experienced CEO. As detailed in last year's report, alongside the base salary increase, the annual bonus maximum for the CEO was increased from 140% to 160% of base salary, and the LTIP opportunity was increased from 175% to 185% of base salary.

From 1 April 2024, the annual salary for the CFO, Mark George, was increased by 4% to £405,600. This was below the average increase awarded to the wider workforce in 2024 of more than 7%.

Measure	Weighting	Threshold	Target	Max	% maximum achieved	% bonus achieved
Profit before tax (adjusted)	70%	£41.5m	£43.6m	£48.1m	48.9%	34.2%
Free cash flow	20%	£13.5m	£32.2m	£23.7m	100%	20.0%
Female representation across our management population	6.5%	35.2%	36.98%	36.0%	100%	6.5%
UEM representation across our management population	3.5%	11.4%	11.9%	11.8%	100%	3.5%
Total	100%	0%	64.2% (50%)	100%		64.2%

Annual bonus outturn
The 2024 annual bonus paid out at 64.2% of maximum. 34.2% of this related to PBT, 20% related to free cash flow, and 10% related to ESG.

The Committee considered the formulaic bonus outcome against the targets which were set at the beginning of the year. At the time that the targets were set, the Committee was comfortable that they were appropriately stretching in the context of the Group's ambitions and taking into account the anticipated headwinds highlighted above in this letter. The Committee considers the bonus outcome to be fair and appropriate, therefore no discretion has been exercised in relation to the bonus payout. Further details can be found on page 110.

ESG targets for the 2023 and 2024 LTIPs
As disclosed in last year's report, we committed to confirm the ESG targets for the 2023 and 2024 LTIPs following completion of the rebaselining of our science-based targets (SBTs). In December last year we communicated that no changes would be made to the existing 2023 LTIP ESG targets as a result. We also confirmed that, as we now have a greater appreciation of the need to rebaseline frequently due to improving carbon accounting methodology and changes to the business, for the 2024 LTIP we will assess performance based on absolute carbon emissions, rather than performance relative to our baseline. Further details are set out on page 112.

LTIP awards
LTIP grants were made during the year in line with the Remuneration Policy. The LTIP awarded to David Wood was 185% of base salary, and the award to Mark George was 150% of base salary. More details on the performance measures and targets are set out on page 112.

The 2021 LTIP, in which David Wood participated, will not vest, as performance conditions were not met.

The 2022 LTIP, in which David Wood and Mark George participated, will not vest, as performance conditions were not met.

Remuneration Committee report continued

Our approach to remuneration in 2025

As disclosed in last year's report, the Committee is proposing to award David Wood, CEO, the second phase of his salary increase in 2025. From April, David Wood's salary will be increased to £630,000, an increase of 8.6%.

In agreeing the appropriate level of salary increase, the Committee considered David Wood's strong performance in role since appointment, having successfully delivered on a number of key strategic objectives (as detailed on pages 112-113 in the 2023 Annual Report and Accounts). The Committee also noted that despite challenging trading conditions during 2024, the Group delivered a robust performance above consensus, whilst providing strong Shareholder returns by maintaining our dividends and completing our share buyback programme.

In reaching its recommendation, the Committee also recognises the competition for talent at the senior executive level in the retail sector, noting that the CEO's performance to date makes him an attractive proposition for competitors. A remuneration market benchmarking exercise was also undertaken, based on the custom retail sector peer group and relevant market indices that formed the basis of the review last year.

This second-phase increase to David Wood, CEO's base salary, completes the planned adjustment to his package communicated to Shareholders last year, with future increases expected to be in line with the wider colleague population.

Mark George will receive a 3% salary increase in April 2025, which is below the average increase of more than 5% due to be awarded to the wider workforce as part of the annual review.

2025 annual bonus measures

The annual bonus for 2025 will continue to be based 70% on profit before tax (adjusted), 20% on free cash flow, and 10% on people measures that form part of our wider ESG strategy. Further details can be found on page 113.

The Committee will continue to set challenging but motivating bonus targets which reflect our internal projections, the external market which is expected to remain challenging, and analyst consensus estimates. Our approach to target setting has been consistent over the last three years where the average payout as a percentage of maximum has been 52%, with a variety of outcomes reflecting pay for performance alignment. Bonus opportunity levels will remain unchanged.

2025 LTIP measures

There are no changes proposed to the LTIP measures and weightings.

While there continues to be real uncertainty about the speed of recovery of consumer markets, the Committee will continue to set LTIP targets that it believes are stretching but achievable assuming some recovery in the retail market over the period of the award. Further details on the 2025 LTIP measures and targets can be found on page 113. LTIP opportunity levels will remain unchanged.

We continue to consider colleague pay structures when implementing our reward strategy for executives, and further details on colleague pay can be found on page 114.

The Committee also considers voting on Annual General Meeting resolutions and is pleased with the high level of support received, historically, for its Annual Reports on Remuneration and for the renewal of the Remuneration Policy in 2024.

The Committee welcomes any comments you may have on this report or our remuneration arrangements in general.

Mark Clare
Chair of the Remuneration Committee
19 March 2025

Remuneration Committee report continued

Our remuneration philosophy

Our remuneration philosophy is aligned to Wickes' business strategy and informs pay decisions at and below Board:

Whilst we recognise that, due to the nature of the role of our executives, their remuneration structure will have a higher performance-related element and greater alignment to long term measures when compared with colleagues, our reward principles apply across both populations to ensure alignment.

Strategic alignment of executive incentive plan metrics with KPIs

Key performance indicator	Measure	Annual bonus scheme	Long term incentive
Profit	Profit before tax (adjusted)	●	
Earnings growth	Earnings per share (adjusted)		●
Cash	Free cash flow	●	
Share price growth	Total Shareholder Return (relative)		●
ESG objectives	People[1]	●	
	Environment[2]		●

1 Based on our inclusion and diversity targets in relation to our gender and ethnicity mix in management roles. In 2025 our gender and ethnicity targets will be based on the wider workforce.
2 Based on our carbon reduction targets.

The table below sets out how our Remuneration Policy cascades throughout the organisation:

Pay element	Approach for Executive Directors	Approach for wider workforce
Base salary	Base salary is typically set with reference to the market, performance and wider workforce considerations. Annual increases are typically in line with or less than those for the wider colleague population.	Base salary is typically set with reference to the market, individual performance and our internal pay structures. Annual cost of living salary increases typically take place in April each year.
Benefits	A wide range of market competitive benefits plus contractual car and private medical benefits.	A wide range of market competitive benefits are available to all colleagues, including a cycle to work scheme, health benefits, and enhanced maternity, paternity and adoption leave.
Pension	Pension comprises a contribution into the Wickes Retirement Savings Plan or a cash allowance in lieu of pension contributions (or a mix of both).	All colleagues are members of the Wickes Retirement Savings Plan unless they have opted out.
Short term incentives	Annual bonus scheme rewarding achievement of stretching annual performance targets linked to delivery of the business strategy. Deferral of one third of the bonus into Wickes Group shares.	All colleagues have the opportunity to participate in a variable pay plan normally linked to either Company or team performance.
Long term incentives	Long term incentive plan with performance measures over three years incentivising and rewarding long term Shareholder value creation.	All colleagues may participate in the annual Sharesave (SAYE) plan over three years.

Remuneration Committee report continued

Annual Report on Remuneration

Single total figure of remuneration (audited)

The table below sets out the remuneration received by the Directors in respect of the year ended 28 December 2024.

	Salary/fees £,000		Benefits[1] £,000		Pension[2] £,000		Bonus[3] £,000		Long term incentives £,000		Other £,000		Total fixed remuneration £,000		Total variable remuneration £,000		Total remuneration £,000	
Director	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023
Executive Directors																		
David Wood	**567**	523	**22**	21	**60**	52	**596**	642	**0**	0	**0**	0	**649**	596	**596**	642	**1,245**	1,238
Mark George	**402**	386	**13**	12	**35**	35	**312**	407	**0**	0	**0**	0	**450**	433	**312**	407	**762**	840
Non-executive Directors																		
Christopher Rogers	**203**	195	**0**	0	**0**	0	**0**	0	**0**	0	**0**	0	**203**	195	**0**	0	**203**	195
Mark Clare	**80**	77	**0**	0	**0**	0	**0**	0	**0**	0	**0**	0	**80**	77	**0**	0	**80**	77
Sonita Alleyne	**71**	69	**0**	0	**0**	0	**0**	0	**0**	0	**0**	0	**71**	69	**0**	0	**71**	69
Mike Iddon	**71**	69	**0**	0	**0**	0	**0**	0	**0**	0	**0**	0	**71**	69	**0**	0	**71**	69
Laura Harricks	**60**	34	**0**	0	**0**	0	**0**	0	**0**	0	**0**	0	**60**	34	**0**	0	**60**	34
Total	**1,454**	1,353	**35**	33	**95**	87	**908**	1,049	**0**	0	**0**	0	**1,584**	1,473	**908**	1,049	**2,492**	2,522

1. Includes the cost to the Company of private medical insurance and company car benefit. David Wood also receives a fuel allowance.
2. Pension contributions equal to 10% of base salary were paid as a combination of pension payments and cash in respect of 2024, in line with the maximum rate available to the wider workforce.
3. One third of bonus earned will be deferred into shares, in line with Policy.

Base salary

	Salary effective from 1 April 2024
David Wood	**£580,000**
Mark George	**£405,600**

Benefits

For 2024, benefits for Executive Directors included the provision of private medical insurance, life assurance, income protection and a company car or car allowance.

Pension

David Wood and Mark George received pension contributions equal to 10% of base salary, paid as a combination of pension payments and cash, which is in line with the maximum rate available to the wider workforce.

Annual bonus

The table below sets out details of the bonus targets and outturns for 2024:

Measure	Weighting % of bonus	Threshold	On-target	Maximum	Actual	% achievement of bonus	Discretion or adjustment to targets?
Profit before tax (adjusted)[1]	70%	£41.5m	£43.7m	£48.1m	£43.6m	34.2%	N
Free cash flow[2]	20%	£13.5m	£16.9m	£23.7m	£32.2m	20.0%	N
ESG							
% female representation across our management population	6.5%	35.2%	35.6%	36.0%	36.9%	6.5%	N
% UEM representation across our management population	3.5%	11.4%	11.6%	11.8%	11.8%	3.5%	N
Total outturn	100%					64.2%	

1 As reported in the year end income statement.
2 Cash generated from operations, before the impact of adjusting items, after capex, interest and tax.

Remuneration Committee report continued

Further details on performance against the ESG targets during 2024 is below:

- % female representation in management: An increase of 29 females from 448 (35.1%) to 477 (36.9%).
- % UEM representation in management: An increase of 9 UEM colleagues from 144 (11.2%) to 153 (11.8%).

Statement of Director shareholdings and share interests (audited)

A summary of the Directors' share interests is set out below.

Director	Shares owned								
	28 Dec 2024	31 Dec 2023	Exercised[1]	Vested but not exercised	Unvested and subject to continued employment	Unvested and subject to performance	Shareholding requirement	Deferred Annual Bonus Plan (DABP)	Shareholding as % of salary
Executive Directors									
David Wood	**484,814**	484,814	0	0	0	1,879,644	200%	249,776	163%
Mark George	**85,772**	58,130	52,319	0	0	1,291,931	200%	92,777	51%
Non-executive Directors									
Christopher Rogers	**140,000**	140,000	0	0	0	0	–	–	–
Mark Clare	**42,797**	42,797	0	0	0	0	–	–	–
Sonita Alleyne	**0**	0	0	0	0	0	–	–	–
Mike Iddon	**0**	0	0	0	0	0	–	–	–
Laura Harricks	**0**	–	0	0	0	0	–	–	–

1 The aggregate gain arising from the exercise of 52,319 options by Mark George on 28 March 2024 was £79,177.

Shareholdings include all shares beneficially owned by the Director and their partner and the post-tax value of any awards that have vested but have not been exercised. Unvested awards subject to performance or continued employment are not counted. The calculation is based on the closing share price at year end of £1.532. There have been no changes in the shareholding of Directors between 28 December 2024 and the date this report is signed.

None of the Executive Directors, Executive Committee or Non-executive Directors beneficially owns 1% or more of the issued share capital of the Company, nor do they have different voting rights from other shareholders.

The Executive Directors have five years to meet their shareholding guidelines, in line with Policy.

Share awards made during the financial year (audited)

The below table summarises the terms for the long term incentives and deferred annual bonus awarded to Directors during 2024.

Director	Type of award	Plan name	Date of grant	Number of shares/options	Award as % of salary	Face value	Performance period	Vesting date	Holding period
David Wood	Nil cost option	LTIP	27/03/24	714,285	185%	£1,072,856	1/1/24–31/12/26	27/03/27	2 years
David Wood	Nil cost option	DABP	27/03/24	142,449	24.56%	£213,958	n/a	27/03/27	n/a
Mark George	Nil cost option	LTIP	27/03/24	405,005	150%	£608,318	1/1/24–31/12/26	27/03/27	2 years
Mark George	Nil cost option	DABP	27/03/24	90,243	22.25%	£135,545	n/a	27/03/27	n/a

The number of shares under award for David Wood and Mark George's awards was calculated using a share price of £1.502, being the average of the closing market price of the Company's shares on the five dealing days immediately preceding the grant date. The Company's share plan rules are available from the Company Secretary on request.

Long term incentives

The 2021 and 2022 LTIPs did not vest as performance conditions were not met.

Payments to past Directors and payments for loss of office (audited)

No payments were made during 2024 for loss of office or to past Directors.

Remuneration Committee report continued

ESG targets for the 2023 and 2024 LTIPs

In the 2023 Annual Report and Accounts we committed to confirm the ESG targets for the 2023 and 2024 LTIPs following completion of the rebaselining of our science-based targets (SBTs). In December 2024 we confirmed that following the rebaselining work we made the decision to assess performance for the 2024 LTIP based on our absolute Scope 1 and 2 carbon emissions, rather than performance relative to our baseline.

We also confirmed at the time that no changes would be made to the 2023 LTIP ESG targets. These remain as stated in the 2022 Annual Report and Accounts, page 110.

2024 LTIP

LTIP grants were made during the year in line with the Remuneration Policy. The LTIP awarded to the CEO was 185% of base salary, and the award to the CFO was 150% of base salary.

Performance conditions attached to long term incentive awards granted during 2024

Measure	Weighting	Threshold	Maximum	Vesting at threshold	Vesting at maximum
Adjusted basic EPS in 2026	60%	21.0p	28.4p	20%	100%
Relative TSR vs constituents of the FTSE 250 (excluding investment trusts)	30%	Median	Upper quartile	20%	100%
Reduction in carbon emissions[1]	10%	15,879 tCO_2e	15,257 tCO_2e	20%	100%

1 Scope 1 and 2 carbon emissions in 2026 (tonnes carbon dioxide equivalent (tCO_2e)).

Note - vesting of all measures is on a straight line basis between threshold and maximum.

Adjusted basic EPS has been selected because this is a key performance indicator of the business and is reported externally. It is also a relevant Shareholder measure of Group profitability. Relative Total Shareholder Return (TSR) has been selected because it aligns executives to our investors' experience and helps to reward outperformance of the market and long term value creation.

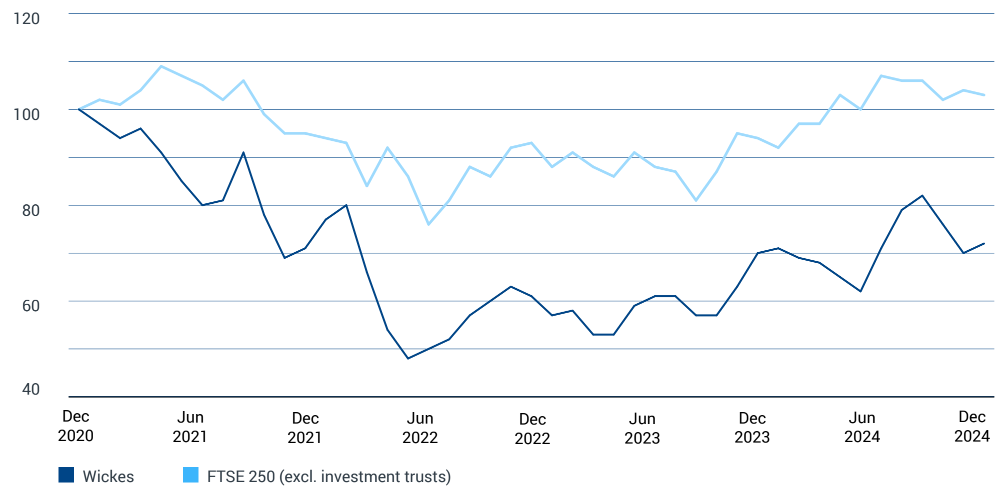
CFO remuneration arrangements

As detailed in the 2022 Annual Report and Accounts, upon joining Wickes the Remuneration Committee agreed to buy out some of the Gym Group incentive awards forfeited by Mark George. In September 2022, Mark George was awarded a total of 148,114 Wickes shares to replace his foregone 2020 and 2021 Gym Group LTIPs. As disclosed in last year's report, a total of 110,025 shares (including dividend equivalents) vested on 9 September 2023. A further 52,319 shares (including dividend equivalents) vested on 25 March 2024.

TSR performance graph and history of CEO pay

The graph to the right shows the Group's performance from the date of listing to the financial year end, measured by TSR, compared with the FTSE 250 (exc. investment trusts). The Remuneration Committee has chosen the FTSE 250 (exc. investment trusts) as the comparative index as it is also the peer group used for the TSR performance condition in the 2024 LTIP. The table beneath the TSR chart details the total remuneration for the Chief Executive over this period.

Wickes Total Shareholder Return vs FTSE 250 (exc. investment trusts)



Director	Year	Total single figure of remuneration (£,000)	% of annual bonus paid out	% of LTIP vested
David Wood	2024	1,245	64.2%	0%[1]
David Wood	2023	1,238	86.9%	n/a[2]
David Wood	2022	857	4.66%	100%
David Wood	2021	1,357	79.0%	100%

1 During 2024 the 2021 LTIP lapsed as performance conditions were not met.
2 There was no LTIP award due for performance testing in 2023.

External appointments

External appointments must be approved by the Board in advance and Executive Directors are restricted to one Non-executive Directorship or other significant appointment. They are entitled to retain any fees paid for these services. During the year, David Wood served as Non-executive Chairman, 'Green Sheep Group Ltd' and Director, 'Dremt Consulting Ltd'. David Wood was paid a fee of £53,000 by 'Green Sheep Group Ltd'[1]. Mark George served as Director, 'HMNG Ltd', Director, 'The Prentice and Seabright Cups Ltd' and Director, 'Fallows Green Ltd'. No fees applied to any of these appointments for Mark George.

1 Fees earned from Green Sheep Group Ltd are paid to Dremt Consulting Ltd.

Dilution limits

Where shares for use in connection with the Company's share plans are newly issued, the Company operates within best practice guidance.

Remuneration Committee report continued

Summary of remuneration implementation for 2025

The table below summarises the implementation of the Company's Remuneration Policy for 2025. The rationale for the CEO's salary increase is set out in the letter on page 108. A copy of our full Policy as approved at the 2024 AGM is set out in the 2023 Annual Report and Accounts which is available on the Company's website https://www.wickesplc.co.uk/investors/investors-overview/.

Element	Implementation details
Base salary	– Base salary for the CEO will be increased by 8.6% to £630,000 from 1 April 2025. – Base salary for the CFO will be increased by 3% to £417,768 from 1 April 2025.
Annual bonus	– The annual bonus will operate in line with the framework set out in the Policy table. The maximum opportunity will be 160% of salary for the CEO and 120% of salary for the CFO. – The performance focus areas and weightings will remain broadly the same as for 2024: – 70% will be based on profit before tax (adjusted). – 20% will be based on free cash flow. – 10% will be based on ESG people targets focused on the gender and ethnicity representation of our total workforce. – Due to commercial sensitivity, the performance targets will be disclosed retrospectively.
LTIP	– The LTIP will continue to operate in line with the framework set out in the Policy table. The maximum opportunity will be 185% of salary for the CEO and 150% of salary for the CFO. – The performance metrics and weightings will remain the same as for 2024: 60% earnings per share (adjusted), 30% relative TSR, 10% ESG. – The performance targets for the 2025 LTIP awards are as follows:
Pension and benefits	– There are no changes to the benefits provision for Executive Directors and pension will continue to be 10% of base salary in line with the maximum rate available to the wider workforce.

Measure and weighting	Threshold (20% vesting)	Maximum (100% vesting)
Adjusted basic EPS in 2027 (60%)	20.3p	24.8p
Relative TSR vs constituents of the FTSE 250 (excluding investment trusts) (30%)	Median	Upper quartile
ESG – Reduction in carbon emissions[1] (10%)	15,764 tCO_2e	15,146 tCO_2e

1 Scope 1 and 2 carbon emissions in 2027 (tonnes carbon dioxide equivalent (tCO_2e)).

Implementation of Non-executive Director Policy in 2025

Non-executive Director fees will be increased by 3% from 1 April 2025, which is below the average increase for the wider workforce. Fees as at 1 April 2025 are set out below:

Role	Fee level per annum
Basic Non-executive Director	£62,806
Board Chair	£211,252
Senior Independent Director (additional premium)	£8,565
Chair of a Committee (additional premium)	£11,420

In line with our Policy, reimbursement of reasonable expenses in relation to Non-executive duties may be paid.

Remuneration Committee report continued

Director remuneration in the context of colleague pay

Remuneration approach for the wider Group

The approach to remuneration for our colleagues is aligned with the principles that apply to our Policy for the Executive Directors. Pay and benefits reflect the nature and contribution of the role and take into account levels of pay in comparable roles in the market. Our reward framework is regularly reviewed to ensure colleague pay is fair and appropriate.

During 2024 we recognised the ongoing impact of the higher cost of living on our lower paid colleagues. Basic pay was increased by more than c.7% on average for the wider workforce, and we made specific enhancements to the reward package for our Duty Managers. In 2025 we expect to increase colleague pay by more than c.5% on average.

All colleagues are eligible for a performance bonus, to support our strategy and to encourage and reward collaboration. The central annual bonus plan for Support Centre and management colleagues is based on achievement against Company profit and sales targets. The plan paid out a total of £4.3m to colleagues for 2024, representing 40.0% of maximum bonus.

Our ‘Digicare’ benefit represents a key part of our wider wellbeing support for all colleagues, which includes digital GP, home health test kits, and mental health support, all free of charge. During the year we saw ‘Digicare’ registrations increase to 1,684.

We continue to support our colleagues with their financial resilience. During the year we introduced ‘Save’, which allows colleagues to make regular savings via payroll. This supplements our existing salary advance and payroll loan options which were utilised by colleagues over 15,000 times last year. In July 2024, over 4,000 colleagues gained access to awards which vested under our 2021 Free Share Award.

Reward and ESG

We continuously review our wider reward offering to ensure it supports our wider ESG priorities as a business. From 2024 onwards we now include gender and ethnicity targets in the annual bonus plan for our wider leadership population, and for 2025 we have extended our target population under both measures to cover the wider workforce.

Since its introduction in 2024, 48 colleagues have now chosen a car under our ‘Green Car’ scheme, which gives access to electric or hybrid vehicles with significant savings via salary exchange.

Our Winning Behaviours

Personal responsibility lies at the centre of our culture and our business is powered by highly engaged individuals and teams who embody our winning behaviours.

See more on our Winning Behaviours on page 34.

Gender and ethnicity pay gap

We continue to focus on gender equality at all levels of the business, and in 2024 the ESG element of the executive bonus plan included specific targets relating to female representation across our management population.

In January 2025, we published our fourth gender pay gap report as an independent business. We reported that our median gender pay gap has improved from 0.07% to -0.77% in favour of women.

We also reported our ethnicity pay gap for the second time. We are pleased with our negligible median and mean ethnicity pay gaps of 0.87% and -0.74% respectively, which we believe reflects our focus to date on equal treatment in this area.

-0.77%

Our gender pay gap (median)

0.87%

Our ethnicity pay gap (median)

Engagement with Shareholders

In our engagements with Shareholders since listing, we have had a number of discussions on key topics relating to the wider workforce, including the link between ESG and remuneration, fair pay and colleague wellbeing. We will continue to take Shareholder feedback on board when developing our approach to these important topics.

Engagement with colleagues (UK Code requirement)

When considering remuneration arrangements for Executive Directors, the Committee takes into account, as a matter of course, the pay and conditions of colleagues at all levels throughout the Company, to ensure appropriate alignment. The Committee receives regular updates regarding any major changes to colleague remuneration during the year and also reviews information on internal measures, including details of our gender pay gap and the ratio of Chief Executive Officer remuneration to that of our colleagues, and considers how these compare externally.

The Board continues to place great importance on listening to the views of our colleagues on a range of issues including pay and benefits, and Sonita Alleyne, our designated Non-executive Director representing colleague views, takes the lead on ensuring these are heard by the Board (see page 37 for further details). To facilitate more in depth and open discussion with colleagues on a broad range of current issues, we held a colleague listening group in October 2024, with Sonita in attendance. One of the focus areas of this session was sharing our approach to executive pay, including how this aligns with wider Company pay policy, and colleagues were given the opportunity to share their views on this topic.

Remuneration Committee report continued

CEO to employee pay ratio

The table below sets out the ratio of CEO total remuneration to the 25th, 50th and 75th percentile colleagues. Approach B has been used in order to identify the relevant colleagues to calculate the ratio. This was chosen as it utilises data already collected for gender pay gap calculation from April 2024, providing consistency. The Committee is comfortable this approach provides a realistic assessment of the differential between CEO and colleague pay.

Year	Method	25th percentile pay ratio	50th percentile pay ratio	75th percentile pay ratio
2024	Approach B	48:1	47:1	37:1
2023	Approach B	53:1	52:1	44:1
2022	Approach B	45:1	43:1	31:1
2021	Approach B	97:1	90:1	71:1

The CEO total remuneration has been taken from the single figure table and reflects 2024 remuneration earned over the full financial year. Colleague remuneration has been calculated on the same basis. Where relevant, each colleagues' pay and benefits were calculated on a full-time equivalent basis, and no further adjustments were made. The values for total remuneration for the 25th, median and 75th percentiles consist of salary, bonuses and employer contribution to pension. To ensure these three colleagues were a suitable representative of their quartile, the total pay figures calculated were compared against a sample of colleagues either side of the three identified colleagues.

The Remuneration Committee considers pay ratios as one of a number of reference points when reviewing executive remuneration and considers that the median pay ratio for 2024 is consistent with the pay and progression policies for the Company.

	P25	P50	P75
Base salary	£22,541	£22,913	£24,811
Total remuneration	£25,969	£26,328	£33,628

Relative importance of spend on pay

The table below illustrates the total spend on colleague remuneration in 2024 compared with other financial dispersals.

	2024 £m	2023 £m	%
Total colleague cost[1]	**232.0**	234.3	(1.0)%
Total distributions to Shareholders[2]	**41.1**	37.2	10.5%
Total income taxes paid[3]	**8.6**	0.3	2766.7%
Total capital expenditure[4]	**26.1**	38.2	(31.7)%

1 Includes social security, pensions and share-based payments (see note 8 of the financial statements)
2 (See page 7 of the Annual Report)
3 (See the cash flow statement on page 133)
4 (See the cash flow statement on page 133)

Percentage change in Directors' and colleague remuneration

The table below summarises the annual percentage change in each Director's base salary/fee, benefits and bonus received since Wickes publicly listed in 2021. The salary, benefit and bonus figures for colleagues are based on the median earning colleagues identified for the CEO pay ratio calculation, for consistency. Actual annual increases were higher than those shown below, with colleagues awarded c.7% on average as part of the 2024 annual pay review.

	% change in remuneration between 2023 and 2024			% change in remuneration between 2022 and 2023			% change in remuneration between 2021 and 2022		
Director	**Salary/fee**	**Taxable benefits**	**Bonus**	Salary/fee	Taxable benefits	Bonus	Salary/fee	Taxable benefits	Bonus
Executive Directors									
David Wood	**8.48%**	**4.24%**	**(7.19%)**	3.63%	61.52%	1839.35%	3.80%	(2.02%)	(93.95%)
Mark George	**4.00%**	**7.62%**	**(23.17%)**	111.02%	105.15%	3854.61%	n/a	n/a	n/a
Non-executive Directors									
Christopher Rogers	**4.00%**	**n/a**	**n/a**	3.63%	n/a	n/a	2.03%	n/a	n/a
Mark Clare	**4.00%**	**n/a**	**n/a**	3.63%	n/a	n/a	1.70%	n/a	n/a
Sonita Alleyne	**4.00%**	**n/a**	**n/a**	3.63%	n/a	n/a	2.49%	n/a	n/a
Mike Iddon	**4.00%**	**n/a**	**n/a**	3.63%	n/a	n/a	2.49%	n/a	n/a
Laura Harricks[1]	**76.57%**	**n/a**	**n/a**	n/a	n/a	n/a	n/a	n/a	n/a
All employees	**2.96%**	**n/a**	**99.74%**	17.33%	n/a	91.18%	3.52%	n/a	(12.09%)

1 Laura Harricks was appointed to the Board on 1 June 2023.

Remuneration Committee report continued

Remuneration Committee

The Committee is responsible for determining the Remuneration Policy for the Chair of the Board, Executive Directors and other designated senior management. In doing so, the Committee is required to consider all factors which it deems necessary, including:

- relevant legal and regulatory requirements;
- alignment to Company purpose and values;
- the link to the successful delivery of the Company's long term strategy and long term Shareholder interests;
- workforce remuneration and related policies and the alignment of incentives and rewards with culture; and
- feedback from the engagement process with colleagues.

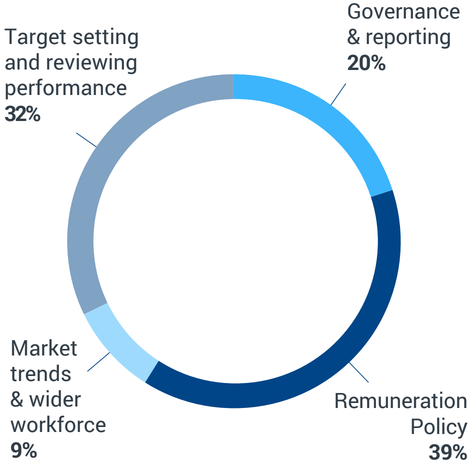
The Committee comprises all the independent Non-executive Directors and the Chair of the Board (who was considered independent on appointment). Prior to appointment, the Chair of the Committee had served on a Remuneration Committee for at least 12 months in line with the Code. Biographical details on the Chair of the Committee and members of the Committee can be found on pages 80-81.

The Committee operates in line with its Terms of Reference, which are available on the Company's website at www.wickesplc.co.uk

Activities of the Committee

During the year, the Committee held five scheduled meetings. The Committee has a structured forward looking planner to ensure that the responsibilities of the Committee are discharged during the year. The planner is regularly reviewed and developed to meet the changing needs of the business.

Percentage of time spent by the Committee in scheduled meetings



A summary of the key matters considered by the Committee in 2024 is set out below.

February
- Reviewed progress against bonus and LTIP targets
- Discussed 2024 bonus and LTIP target
- Approved 2024 annual salary review
- Approved 2024 Directors' Remuneration Policy
- Approved Remuneration Committee Terms of Reference

March
- Reviewed progress against Shareholding Requirements
- Approved 2023 annual bonus outcome
- Approved 2024 bonus and LTIP targets
- Approved Chair of Board fees
- Approved Executive Board appointment and retirement arrangements
- Approved Directors' Remuneration Report

September
- Reviewed trends in remuneration and governance
- Reviewed Group wide remuneration
- Reviewed progress against bonus and LTIP targets
- Reviewed colleague bonus structure for 2025
- Approved Executive Board appointment package
- Reviewed operation of malus and clawback

December
- Discussed the gender and ethnicity pay gap reporting outcome for 2024
- Approved Executive bonus and LTIP structure for 2025
- Approved ESG linked LTIP targets
- Reviewed CEO and Chair of the Board expense claims
- Reviewed Committee forward agenda and meeting schedule

Remuneration Committee report continued

Committee Effectiveness

The effectiveness of the Committee was considered as part of this year's Board performance evaluation process, more details of which can be found on pages 96-97. The Remuneration Committee's questionnaire covered four key areas:

1. the role and operation of the Committee;
2. composition;
3. leadership; and
4. process and procedures.

The General Counsel and Company Secretary collated the responses and presented a summary of the key findings to the Board for discussion. The review concluded that the Committee continues to operate effectively with no areas of concern requiring immediate attention identified. An action plan was agreed with key areas of focus for 2025 being to review the target setting processes and the use of advisors.

Advice to the Committee

Members of the executive leadership team may attend meetings at the invitation of the Committee, but are not present when their own remuneration is being discussed. The Committee is supported by the Chief People Officer, Head of Reward, Chief Financial Officer and General Counsel and Company Secretary.

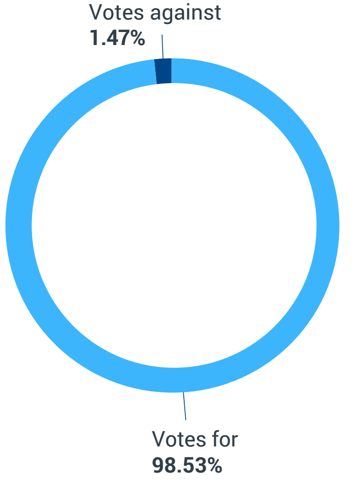
The Committee received external advice during 2024 from Willis Towers Watson, who are members of the Remuneration Consultants Group and operate under the executive remuneration consulting Code of Conduct. The Committee is satisfied that no conflict of interest arose in the provision of these services.

The total fees paid to Willis Towers Watson in respect of services to the Committee during the year were £41,500.

Shareholder voting

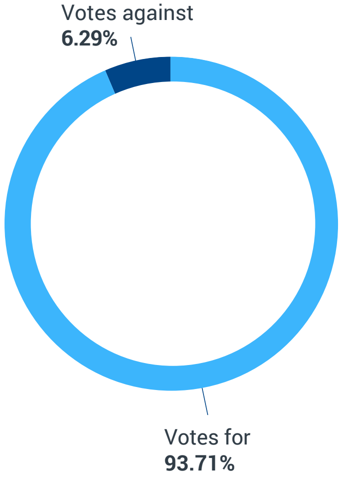
The voting outcome from the 2024 AGM showed strong support for our 2024 Directors' Remuneration report and 2024 Directors' Remuneration Policy.

Directors' Remuneration Report (2024 AGM)



– Total votes cast: 167,083,766
– Votes withheld: 423,424

Directors' Remuneration Policy (2024 AGM)



– Total votes cast: 167,081,360
– Votes withheld: 425,689

We remain committed to engaging proactively with Shareholders and advisory bodies on remuneration matters.

The Directors' Remuneration report has been approved by the Board of Directors and is signed on its behalf by:

Mark Clare
Chair of the Remuneration Committee
19 March 2025

Directors' report

The Directors present their report, together with the audited financial accounts for the 52 weeks ended 28 December 2024. This report sets out information required to be disclosed in the Directors' report in accordance with the Companies Act 2006 (the 'Act'), the Financial Conduct Authority's UK Listing Rules (UKLR), the Disclosure Guidance and Transparency Rules (DTRs) and the Code.

Principal activity and areas of operation

The principal activity of the Group is the operation of retail home improvement stores across the UK.

Articles of Association

The Company's Articles of Association ('Articles') may only be amended by special resolution at a general meeting of the Shareholders. The Articles are available on the Company's website www.wickesplc.co.uk.

Directors

Details of the Directors at the date of this report are set out on pages 80-81, together with their biographical information including all significant appointments. All Directors held office throughout the year.

The appointment and removal of Directors are governed by the Articles, the Act, the Code and related legislation. In accordance with the Code and to promote good governance, all Directors shall retire and those wishing to serve again will put themselves forward for election or re-election at the AGM.

Powers of Directors

The powers and responsibilities of the Directors are governed by the Act, the Articles and any direction given by Shareholders by special resolution, and subject to these conditions the Board may exercise all of the powers of the Company.

Directors' interests

The Company has robust procedures to identify, authorise and manage actual and potential conflicts of interest. If any potential conflicts arise they are reviewed and, if appropriate, approved by the Board. At no time during the year did any Director have a material interest in any contract of significance to the Group's business.

Information relating to the Directors' interests in, and options over, ordinary shares in the capital of the Company are shown in the Directors' Remuneration report on page 111.

Directors' indemnities

In accordance with the Company's Articles and section 234(2) of the Act, a qualifying third party indemnity is in force to the extent permitted by law for the benefit of each of the Directors on an equal basis in respect of liabilities incurred as a result of their office. For those liabilities for which Directors may not be indemnified, the Company has maintained Directors' and Officers' Liability Insurance throughout the financial year.

Share capital and voting rights

The Articles contain provisions governing the ownership and transfer of shares and voting rights. As at 28 December 2024, the Company had an allotted and fully paid issued share capital of 242,066,299 ordinary shares of 10 pence each, with an aggregate nominal value of £24,206,630.

The ordinary shares of the Company are listed on the London Stock Exchange and each share carries the right to one vote at general meetings of the Company. No Shareholder holds securities having special rights with regard to control of the Company. There are no restrictions on voting rights or the transfer of securities in the Company. The Company is not aware of any agreements between holders of securities that result in such restrictions. Details of the Company's share capital are set out on page 150.

Employee Benefit Trust

As at 28 December 2024, The Wickes Employee Benefit Trust held 4,032,116 ordinary shares (1.7% of the issued share capital) and the Wickes Share Incentive Plan (SIP) Trust held 746,634 ordinary shares (0.3% of the issued share capital) in the Company for use in connection with the Company's share plans.

Shares held by the trusts rank pari passu with the shares in issue and have no special rights. Voting rights and rights of acceptance of any offer relating to the shares held in these trusts rest with the trustees, who may take account of any recommendation from the Company. It is the Company's policy not to give voting instructions to the trustees.

The trustees of the SIP Trust may vote in respect of shares held in the SIP Trust, but only as instructed by participants in the SIP in respect of their Free Shares and Dividend Shares. The trustees will not otherwise vote in respect of shares held in the SIP Trust.

Authorities

Allotment of shares

At the AGM on 24 May 2024, the Directors of the Company were authorised to allot new shares in the Company or grant rights to subscribe for, or to convert any security of the Company in, shares up to a maximum number of shares representing not more than one third of the share capital of the Company. The Directors were also given the authority to allot relevant securities in connection with an offer by way of a rights issue up to a further one third of the issued share capital of the Company. No shares were allotted under either authority during the financial year.

Purchase of shares

The Company was further authorised at the same AGM to purchase its own shares in the market up to a maximum of 10% of the Company's issued share capital.

On 30 January 2024, the Company completed the first tranche of the share buyback programme which commenced on 31 July 2023 under the authority granted at the 2023 AGM. A second tranche of the buyback programme commenced on 19 March 2024 and this was completed on 13 September 2024.

During the 2024 financial year, a total of 10,059,076 shares with a nominal value of 10 pence per share representing 3.9% of the issued share capital when the buyback programme commenced were purchased and immediately cancelled. The aggregate amount paid for the shares purchased and cancelled in the 2024 financial year was £15.0m (excluding stamp duty and commission). The reason for the purchase of shares was to reduce the Company's share capital. Further details on the Company's Capital Allocation Policy can be found on page 29.

The Company is seeking to renew these authorities at the forthcoming AGM, within the limits set out in the notice of that meeting and within the limits specified by the Pre-Emption Group.

Political Donations Policy

The Group's policy is not to make donations to political parties and no such payments have been made to either political groups or individual candidates, nor did the Group incur any political expenditure during the year. The Company is seeking to renew the authority to make political donations at the forthcoming AGM, within the limits set out in the notice of that meeting. This is on a precautionary basis to avoid any unintentional breach of the relevant provisions of the Act.

Significant agreements

The Company's revolving credit facilities require the Company, in the event of a change of control, to notify the Facility Agent of such occurrence. Following a change of control, a lender will not be obliged to fund a utilisation request and may notify the Facility Agent that they wish to cancel their commitment, resulting in their share in all outstanding loans, together with accrued interest, becoming due and payable.

The Company does not have agreements with any Director or officer that would provide compensation for loss of office or employment resulting from a takeover, except that provisions of the Company's share plans may cause options and awards granted under such plans to vest on a takeover.

Directors' report continued

Related party transactions

There were no transactions or proposed transactions that were material to either the Company or any related party. Nor were there any transactions with any related party that were unusual in their nature or conditions (see note 31 to the accounts on page 157).

Dividends

The Directors have paid or declared dividends as follows:

Ordinary shares	£m
Paid interim dividend of 3.6 pence per share[1]	8.5
Proposed final dividend of 7.3 pence per share[2]	17.7
Total dividend of 10.9 pence per share in respect of financial year ended 28 December 2024[2]	26.2

1 Excludes £0.2m dividends waived.
2 Subject to Shareholder approval at the 2025 AGM, the final dividend in respect of the 2024 financial year will be paid on 6 June 2025 to all Shareholders on the Register of Members at the close of business on 25 April 2025.

Further information on dividends can be found in note 27 to the accounts on page 152.

Dividend waivers

The Wickes Employee Benefit Trust (EBT) and the Wickes SIP Trust hold shares in the Company in connection with the operation of the Company's share plans. An evergreen dividend waiver is in place on the shares held by the EBT and for shares held by the SIP Trust that have not been allocated to colleagues.

Substantial Shareholders	Number of ordinary shares	% of voting rights[1]	Date of notification
Pzena Investment Management, Inc	12,885,980	4.96	22 June 2021
Jupiter Fund Management Plc	12,801,742	4.93	17 September 2021
Perpetual Limited	12,337,581	5.01	30 April 2024

1 Percentages are shown as a percentage of the Company's total voting rights as at the date the Company was notified of the change in holding

Substantial Shareholders

Information provided to the Company pursuant to the Disclosure Guidance and Transparency Rules (DTR) is published via a Regulatory Information Service and on the Company's website. As at 28 December 2024, the above substantial interests (3% or more) in the Company's issued share capital had been notified in accordance with DTR 5. These figures represent the number of shares and percentages held as at the date of notification to the Company.

Between the year end and the date of this report, Equiniti Trust (Jersey), as trustee of the Wickes Employee Benefit Trust, notified the Company of an interest in the Company's shares of 4.1% of the Company's issued share capital (9,944,006 ordinary shares).

Colleague engagement

We know that our strong levels of colleague engagement and unique culture are what help our colleagues to feel at home at Wickes. We communicate with colleagues regularly through a variety of channels tailored to each area of the business to ensure they are informed about the business direction, including Company performance, and that they are listened to and inspired to play their part in delivering our strategy and purpose.

We engage with our colleagues formally and informally, using weekly newsletters, regular 'team 5s' (informal team briefings), 'The Scoop' intranet communications, Google communities, and regular Company wide updates via email, video and monthly business briefings. We also host an annual managers' meeting which brings together store managers and leadership teams to communicate strategy and priorities for the coming year and to equip them to brief their own teams.

We use varied communication channels to engage colleagues in the Company's share schemes, giving them the opportunity to share in the future success of the business and a personal connection to Company performance.

Colleagues have an opportunity to give regular feedback through our colleague engagement surveys, topical mini surveys, listening roadshows with our Executive team and Colleague Voice sessions. In October, we held a virtual Colleague Voice session which was represented by colleagues from across the business, and the Board was represented by our designated Non-executive Director for employee voice, Sonita Alleyne. The matters raised were fed back and discussed by the Board in December 2024 and it was concluded that colleague engagement remained at a good level and the feedback demonstrated that, although there had been a slight decrease in colleague participation and the overall engagement score, the Board's desired culture for the business had been maintained.

The Company's culture and values are critical to sustaining an engaged workforce, but we know things can sometimes go wrong. Grievance and disciplinary policies have been designed to ensure all colleagues are treated fairly in line with our values and in a professional and sensitive manner. Colleagues know where to go for support, and guidance is available to help them every step of the way.

Policies are designed to engage and retain talent in the business and set out the behaviours expected, what colleagues are entitled to, where they can go for help and how we will treat all colleagues fairly and consistently.

More information on colleague reward and engagement can be found in the Directors Remuneration Report on pages 109 and 114, the Responsible Business section on pages 34-39 and the Section 172 Statement on pages 87-90.

Employment of disabled persons

Our Encouraging Equal Treatment Policy sets out our principles around promoting equality of opportunities, including for anyone with a disability. We regularly review our facilities and working practices to ensure we cater for people with special requirements or disabilities and we have a line manager guide to help explain the options available to make adjustments to support colleagues. During the year, the Company became a Disability Committed employer and is currently working towards Disability Confident status. Applications for employment by disabled persons are given full and fair consideration having regard to their particular aptitudes and abilities. Line managers are given support and coaching to help understand mental or physical health and wellbeing conditions so they can make suitable adjustments to ensure their colleagues can perform at their best and feel at home at Wickes, including any colleagues who may have developed a disability during employment.

We do not tolerate any kind of disability discrimination. We focus on ability and not disability, ensuring that all colleagues are able to flourish. The Wickes Ability network is made up of colleagues across the business who are committed to making a difference and helping the business to create an environment where everyone can be themselves. The Ability network champions each colleague's own ability to ensure they reach their full potential, promotes education about disabilities and highlights opportunities where the business can continue to improve accessibility to colleagues and customers.

Directors' report continued

Events occurring after the reporting period

After the year end, the Group:

- completed an extension of the revolving credit facility;
- recommended the EBT purchase 7.1m ordinary shares in the market; and
- approved a new £20m share buyback programme.

Further details can be found in note 32 of the financial statements on page 157.

Statement of disclosure to auditor

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

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- that the Director has taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with section 418(2) of the Act.

Branches

The Group does not have any branches outside of the UK.

Research and development

The Group does not formally undertake research & development activities in relation to the goods and services provided to its customers; however, it does work closely with its suppliers to ensure its product range remains current and relevant. In addition, the Group does undertake innovation activities around its operating model and processes, in particular, the strategic investment it is making in its underlying technology platform, which qualify for research and development expenditure credits for tax purposes.

Additional disclosures

Other information that is relevant to this Directors' report and which can be incorporated by reference can be located as follows:

Applicable disclosures required pursuant to UKLR 6.6.1R	Page
Long term incentive schemes UKLR 6.6.1(3)	112
Dividend waivers UKLR 6.6.1(11)(12)	119

Sections UKLR 6.6.1(1)(2)(4)(5)(6)(7)(8)(9)(10)(13) are not applicable.

Disclosures incorporated by reference into this Directors' report	Page
Disclosures in the strategic report	
Business review	8-11
Future likely developments	2-77
Financial review and KPIs	24-29
Colleague engagement	34-39
Streamlined Energy and Carbon Reporting (SECR) disclosures	63-64
Principal risks and uncertainties	70-75
Going concern and viability statements	76-77
Disclosures in the governance report	
Corporate governance statement	78-117
Stakeholder engagement including customer and suppliers	87-90
Disclosures in the remuneration report	
Directors' interests in shares	111
Disclosures in the financial statements	
Financial instruments and financial risk management	156-157

Cautionary statement regarding forward looking information

Where this Annual Report contains forward looking statements, these are based on current expectations and assumptions, and speak only as of the date they are made. These statements should be treated with caution due to the inherent risks, uncertainties and assumptions underlying any such forward looking information.

The Group cautions investors that a number of factors, including matters referred to in this document, could cause actual results to differ materially from those expressed or implied in any forward looking statement. Such factors include, but are not limited to, those discussed under principal risks and uncertainties on pages 70–75.

Forward looking statements can be identified by the use of relevant terminology including the words: 'may', 'will', 'seek', 'aim', 'anticipate', 'target', 'projected', 'expect', 'estimate', 'intend', 'plan', 'goal', 'believe' or other words of similar meaning and include all matters that are not historical facts. They appear in a number of places throughout this Annual Report and Accounts and include statements regarding the intentions, beliefs or current expectations of our officers, Directors and employees concerning, among other things, the Group's results of operations, financial condition, liquidity, prospects, growth, strategies and the business.

Neither the Group, nor any of its officers, Directors or employees, provides any representation, assurance or guarantee that the occurrence of the events expressed or implied in any forward looking statements in this Annual Report and Accounts will actually occur.

Undue reliance should not be placed on these forward looking statements. Other than in accordance with our legal and regulatory obligations, the Group undertakes no obligation to publicly update or revise any forward looking statement, whether as a result of new information, future events or otherwise.

Disclosures in the Strategic Report

The Company has chosen, in accordance with section 414C(11) of the Act, and as noted in this Directors' report, to include certain matters in its Strategic report that would otherwise be required to be disclosed in the Directors' report. The Strategic report can be found on pages 2–69 and includes an indication of future likely developments in the Company, details of important events and the Company's business model and strategy.

The Directors' report, which comprises pages 78–105 and 118-120, has been approved by a duly authorised Committee of the Board on 19 March 2025 and is signed on their behalf by:

Helen O'Keefe
General Counsel and Company Secretary
19 March 2025

Statement of Directors' Responsibilities (in respect of the Annual Report and Financial Statements)

Under company law, the Directors are responsible for preparing the Annual Report and Group and parent company financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare Group and parent company financial statements for each financial year. Under that law, they are required to prepare the Group financial statements in accordance with UK-adopted international accounting standards and applicable law. The Directors have elected to prepare the parent company financial statements in accordance with UK accounting standards and applicable law, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Under company law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and parent company and of the Group's profit or loss for that period. In preparing each of the Group and parent company financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable, relevant, reliable and prudent;
- for the Group financial statements, state whether they have been prepared in accordance with UK-adopted international accounting standards;
- for the parent company financial statements, state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the parent company financial statements;
- assess the Group and parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Group or the parent company or to cease operations, or have no realistic alternative but to do so.

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 parent company and enable them to ensure that its financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

Under applicable law and regulations, the Directors are also responsible for preparing the Strategic report, Directors' report, Section 172 statement, Directors' Remuneration report and Corporate Governance statement that comply with that law and those regulations.

The Directors are responsible for the maintenance and integrity of the corporate and financial information on the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

In accordance with Disclosure Guidance and Transparency Rule ('DTR') 4.1.16R, the financial statements will form part of the annual financial report prepared under DTR 4.1.17R and 4.1.18R. The auditor's report on these financial statements provides no assurance over whether the annual financial report has been prepared in accordance with those requirements.

Responsibility Statement of the Directors in respect of the annual financial report

We confirm that to the best of our knowledge:

- the financial statements, prepared in accordance with the applicable set of accounting standards, give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company and the undertakings included in the consolidation taken as a whole; and
- the Strategic report includes a fair review of the development and performance of the business and the position of the Company and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face.

The Statement of Directors' Responsibilities has been approved by the Board of Directors and is signed on their behalf by:

David Wood
Chief Executive Officer
19 March 2025

Mark George
Chief Financial Officer
19 March 2025

Independent Auditor's report

To the members of Wickes Group Plc

1. Our opinion is unmodified

We have audited the financial statements of Wickes Group Plc ("the Company") for the 52 week period ended 28 December 2024 ("2024") which comprise the Consolidated income statement and other comprehensive income, Consolidated and Company balance sheet, Consolidated and Company statement of changes in equity, Consolidated cash flow statement and the related notes, including the accounting policies in note 2 to the Group financial statements and note C2 to the parent Company financial statements.

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the parent Company's affairs as at 28 December 2024 and of the Group's profit for the 52 week period then ended;
- the Group financial statements have been properly prepared in accordance with UK-adopted international accounting standards;
- the parent Company financial statements have been properly prepared in accordance with UK accounting standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion. Our audit opinion is consistent with our report to the audit committee.

We were first appointed as auditor by the directors on 6 March 2020 prior to the parent Company becoming a Public Interest Entity. The period of total uninterrupted engagement is for the four financial years ended 28 December 2024 as a Public Interest Entity, and six financial years in total. Prior to that we were also auditor to the Group's main trading subsidiary Wickes Building Supplies Limited, but which, being unlisted, was not a Public Interest Entity. We have fulfilled our ethical responsibilities under, and we remain independent of the Group in accordance with, UK ethical requirements including the FRC Ethical Standard as applied to listed public interest entities. No non-audit services prohibited by that standard were provided.

Overview

Materiality: Group financial statements as a whole	£2.0m (2023: £2.4m) 4.6% (2023: 4.6%) of adjusted profit before tax

Key audit matters		vs 2023
Recurring risks	Recoverability of store assets	▲
	Design & Installation revenue recognition	◀▶
Parent company	Recoverability of parent Company's investment in subsidiary	▲

Independent Auditor's report continued

2. Key audit matters: our assessment of risks of material misstatement

Key audit matters are those matters that, in our professional judgement, were of most significance in the audit of the financial statements and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by us, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. We summarise below the key audit matters unchanged from 2023, in decreasing order of audit significance, in arriving at our audit opinion above, together with our key audit procedures to address those matters and, as required for public interest entities, our results from those procedures. These matters were addressed, and our results are based on procedures undertaken, in the context of, and solely for the purpose of, our audit of the financial statements as a whole, and in forming our opinion thereon, and consequently are incidental to that opinion, and we do not provide a separate opinion on these matters.

	The risk	Our response
Recoverability of store assets Store assets carrying values (£678.3 million, 2023: £666.4 million) and net impairment charge (£16.8; 2023: net impairment reversal of £1.0 million) Refer to page 100 (Audit Committee Report), page 138 (accounting policy) and page 147 (financial disclosures).	**Forecast based assessment:** Given the current macroeconomic environment, there is an increased risk of underperforming stores, or other performance related impairment triggers which would require the Directors to carry out an impairment assessment. Further, change in forecast store performance for stores that have previously been impaired may result in a trigger to reverse previous impairments. Each store is considered a CGU for the purposes of impairment. Recoverability of store assets relies on a number of assumptions, most notably forecast future cash flows including the store revenue growth rate, gross margin, the allocation of central costs and the discount rate, which all involve a high degree of estimation uncertainty. We performed an assessment of whether an understatement of the store impairment charge, and overstatement of store impairment reversals, identified through these procedures was material. Auditor judgement is required to assess whether the Directors' estimate of an individual store's recoverable amount falls within an acceptable range. The effect of these matters is that, as part of our risk assessment, we determined that the carrying value of store assets has a high degree of estimation uncertainty, with a potential range of reasonable outcomes greater than our materiality for the financial statements as a whole, and possibly many times that amount. The financial statements (note 16) disclose the sensitivity estimated by the Group.	We performed the tests below rather than seeking to rely on any of the Group's controls because the nature of the balance is such that we would expect to obtain audit evidence primarily through the detailed procedures described. Our procedures included: – **Historical comparisons**: We assessed the reasonableness of the forecasts by considering the historical accuracy of previous forecasts and the results currently being achieved; – **Test of details**: We independently recalculated the impairment outcomes, validated key inputs and assessed whether the allocation of central costs to individual CGUs is complete and is deemed appropriate based on the nature of the costs; – **Our sector experience**: We assessed whether assumptions used, in particular those relating to forecast store revenue growth rate and gross margin reflect our knowledge of the business and industry, including known or probable changes in the business environment; – **Benchmarking assumptions**: We challenged the key inputs used in the Group's calculation of the discount rate by comparing it to externally derived data, including available sources for comparable companies; – **Sensitivity analysis**: We performed our own sensitivity analysis on the forecasts, including a reduction in assumed growth rate, gross margin, the allocation of central costs, and discount rates; – **Assessing transparency**: We assessed whether the Group's disclosures regarding the sensitivity of the outcome of the impairment assessment to changes in key assumptions appropriately reflects the risks inherent in the recoverable amount of store assets. **Our results**: We found the store assets carrying values, and the related impairment charges and reversals to be acceptable (2023: acceptable).

Independent Auditor's report continued

2. Key audit matters: our assessment of risks of material misstatement continued

	The risk	Our response
Design & Installation revenue recognition Design & Installation revenue (£326.5 million, 2023: £364.7 million) Refer to page 100 (Audit Committee Report), page 135 (accounting policy) and page 139 (financial disclosures).	**Existence of Design & Installation revenue:** Professional standards require us to presume (unless rebutted) that the fraud risk from revenue recognition is a significant risk. In our view this risk is most prevalent in Design & Installation revenue, and judgement exists as to whether performance obligations (delivery and/or installation) have been satisfied. We consider the risk to relate to the existence of Design & Installation revenue recognised in respect of orders received in the final 16 weeks of the period, based on our risk assessment of the average time taken for the performance obligations on orders to be satisfied. The risk is specifically relating to the incentive for management to manipulate the results in order to achieve performance expectations, and the fraud risk factors specific to Wickes indicate there may be an incentive to accelerate income recognition in the current period.	We performed the detailed tests below rather than seeking to rely on any of the Group's controls because our knowledge of the design of these controls indicated that we would not be able to obtain the required evidence to support reliance on controls. Our procedures included: – **Test of details**: We performed an analysis of the order data and compared this to our expectation of: – the monthly order profile; – the revenue and deferral profile of orders; and – the revenue profile by order date; We corroborated any outliers from this testing. – **Tests of details**: We carried out sample testing of revenue recognised on Design & Installation orders received in the period we determined to relate to our significant risk, to assess whether they satisfied the criteria for recognising revenue in the financial period, including agreeing to delivery and/or installation documentation, where applicable. **Our results**: We considered the amount of Design & Installation revenue recognised in the financial year, to be acceptable (2023: acceptable).
Recoverability of parent Company's investment in subsidiary Investment in subsidiary carrying value (£556.8 million, 2023: £603.4 million) and impairment charge (£49.3; 2023: £nil) Refer to page 100 (Audit Committee Report), page 162 (accounting policy) and page 163 (financial disclosures).	**Forecast based assessment:** The carrying amount of the parent Company's investment in its subsidiary is significant and at risk of irrecoverability due to the current macroeconomic environment. The estimated recoverable amount of this balance is subjective due to the inherent uncertainty in forecasting trading conditions and cash flows used in the budgets. In addition to this, the market capitalisation of the group is significantly below the carrying value of the investment. The effect of these matters is that, as part of our risk assessment, we determined that the recoverable amount of the cost of investment in the subsidiary has a high degree of estimation uncertainty, with a potential range of reasonable outcomes greater than our materiality for the financial statements as a whole, and possibly many times that amount. The financial statements (note C6) disclose the sensitivity estimated by the Company.	We performed the tests below rather than seeking to rely on any of the Group's controls because the nature of the balance is such that we would expect to obtain audit evidence primarily through the detailed procedures described. Our procedures included: **Benchmarking assumptions**: We challenged the assumptions used in the cash flows included in the discounted cash flow calculation, including forecast revenue growth rate and gross margin based on our knowledge of the Group and the markets in which it operates; **Historical comparisons:** We assessed the reasonableness of the cash flow forecasts by considering the historical accuracy of the previous forecasts; **Benchmarking assumptions**: We challenged the key inputs used in the Group's calculation of the discount rate by comparing it to externally derived data, including available sources for comparable companies; **Sensitivity analysis**: We performed our own sensitivity analysis on the forecasts, including a reduction in assumed revenue growth, gross margin, growth rate in the terminal value, and discount rates; **Our sector experience**: We evaluated the current level of trading, including identifying any indications of a downturn in activity, by examining the post financial year end management accounts, considering our knowledge of the Group and the market, and external expectations of future financial performance; **Comparing valuations**: We obtained and corroborated explanations regarding significant differences between market capitalisation and the carrying value of the investment; and **Assessing transparency**: We assessed whether the parent Company's disclosures regarding the sensitivity of the outcome of the impairment assessment to changes in key assumptions appropriately reflects the risks inherent in the recoverable amount of investment in subsidiary. **Our results**: We found the balance of the Company's investments in its subsidiary and the related impairment charge to be acceptable (2023: acceptable).

Independent Auditor's report continued

3. Our application of materiality and an overview of the scope of our audit

Our application of materiality

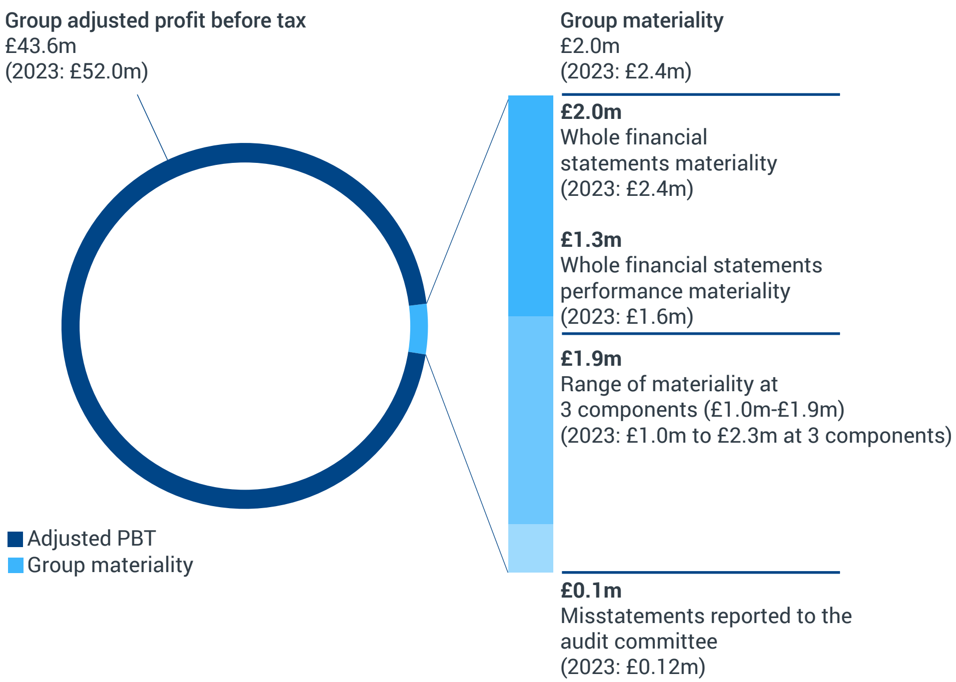
Materiality for the Group financial statements as a whole was set at £2.0m (2023: £2.4m), determined with reference to a benchmark of Group profit before tax, normalised to exclude adjusting items of £20.4m (2023: £10.9m) as disclosed in note 9, of which it represents 4.6% (2023: 4.6%). We adjusted for these items because they do not represent the continuing operations of the Group.

Materiality for the parent Company financial statements as a whole was set at £1.9m (2023: £2.3m), determined with reference to a benchmark of Company total assets, of which it represents 0.3% (2023: 0.4%).

In line with our audit methodology, our procedures on individual account balances and disclosures were performed to a lower threshold, performance materiality, so as to reduce to an acceptable level the risk that individually immaterial misstatements in individual account balances add up to a material amount across the financial statements as a whole.

Performance materiality was set at 65% (2023: 65%) of materiality for the financial statements as a whole, which equates to £1.3m (2023: £1.6m) for the Group and £1.2m (2023: £1.5m) for the parent Company. We applied this percentage in our determination of performance materiality based on the level of identified misstatements and control deficiencies during the prior period.

We agreed to report to the Audit Committee any corrected or uncorrected identified misstatements exceeding £0.1m (2023: £0.12m), in addition to other identified misstatements that warranted reporting on qualitative grounds.



Overview of the scope of our audit

This year, we applied the revised group auditing standard in our audit of the consolidated financial statements. The revised standard changes how an auditor approaches the identification of components, and how the audit procedures are planned and executed across components.

In particular, the definition of a component has changed, shifting the focus from how the entity prepares financial information to how we, as the group auditor, plan to perform audit procedures to address group risks of material misstatement ("RMMs"). Similarly, the group auditor has an increased role in designing the audit procedures as well as making decisions on where these procedures are performed (centrally and/or at component level) and how these procedures are executed and supervised. As a result, we assess scoping and coverage in a different way and comparisons to prior period coverage figures are not meaningful. In this report we provide an indication of scope coverage on the new basis.

We performed risk assessment procedures to determine which of the Group's components are likely to include risks of material misstatement to the Group financial statements and which procedures to perform at these components to address those risks.

In total, we identified 6 components, having considered our evaluation of the Group's operational structure, the Group's legal structure, the existence of common information systems, the existence of common risk profile across entities and other audit specific factors and our ability to perform audit procedures centrally.

Of those, we identified 2 quantitatively significant components which contained the largest percentages of either total revenue or total assets of the Group, for which we performed audit procedures.

We also identified 1 component as requiring special audit consideration, owing to Group risk relating to treasury residing in the component.

Accordingly, the audit procedures on 3 components including the audit of the parent Company were completed by the Group Auditor, who also performed procedures on those items excluded from adjusted profit before tax.

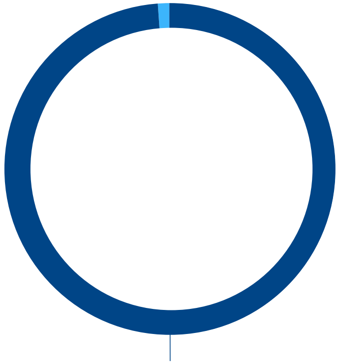
We set the component materialities, ranging from £1m to £1.9m, having regard to the mix of size and risk profile of the Group across the components.

Our audit procedures covered 99% of Group revenue. We performed audit procedures in relation to components that accounted for 99% of Group adjusted profit before tax and 99% of Group total assets.

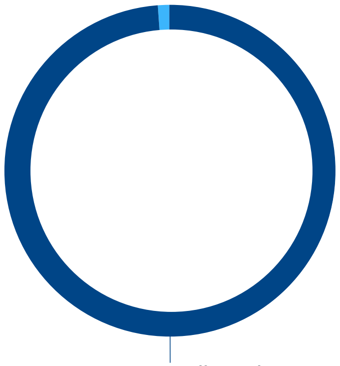
For the remaining components for which we performed no audit procedures, no component represented more than 1% of Group total revenue, Group adjusted before tax or Group total assets. We performed analysis at an aggregated Group level to re-examine our assessment that there is not a reasonable possibility of a material misstatement in these components.

Independent Auditor's report continued

We performed audit procedures in relation to components that accounted for the following percentages of Group adjusted profit before tax and Group total assets:

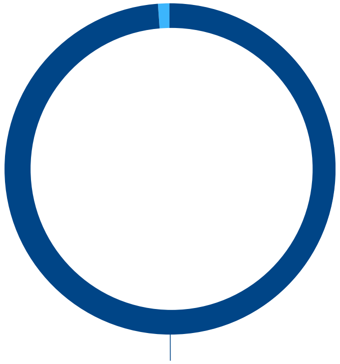


Group total assets
99%



Group adjusted profit before tax
99%

Our audit procedures covered the following percentage of Group revenue:



Group revenue
99%

Impact of controls on our group audit

We identified the central finance operating system to be the main IT system relevant to our audit. We used our IT auditors to assist us in obtaining an understanding of this IT system.

In our previous audit we identified IT control deficiencies in respect of this system. In the current period, as part of obtaining an understanding of the IT system, we identified that these deficiencies had not been fully remediated, and therefore we were not able to rely on general IT controls for this system in our audit. As a result, we expanded the scope of our substantive testing. As we were not able to rely on automated controls on journal entries, our work to respond to the risk of management override of controls considered both automated and manual journals.

In relation to some key transactional areas, including Design & Installation revenue (as set out in our Key Audit Matter in section 2 of our report) and Retail revenue, we took a fully substantive approach as we were unable to rely on manual controls in these areas.

For all other areas of the audit, except for inventory, we took a predominantly substantive approach considering the efficiency and effectiveness of approaches to gaining the appropriate audit evidence.

Given we did not rely upon controls in these areas, we performed additional substantive testing to respond to certain risks identified. This included direct manual testing over the completeness and reliability of data used in our data-orientated approach over testing journals, and retail revenue.

For inventory, we tested the operating effectiveness of and were able to rely on the Group's inventory cycle count controls and therefore were able to reduce the extent of our substantive procedures in this area.

4. The impact of climate change on our audit

We considered the impacts of climate change on the financial statements as part of our planning of the Group audit, including enquiries of the Directors to understand the extent of the potential impact of climate change risk on the Group's financial statements and the Group's preparedness for this. The key areas of our consideration included the Group's plan to be a net zero business by 2040, and to decarbonise various parts of the business.

We did not consider that any specific areas of the financial statements were materially affected by assumptions or commitments made in relation to climate change.

There was no significant impact of this on our key audit matters.

We also read the disclosure of climate related information in the front half of the annual report and considered consistency with the financial statements and our audit knowledge. We have not been engaged to provide assurance over the accuracy of these disclosures.

5. Going concern

The Directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Group or the Company or to cease their operations, and as they have concluded that the Group's and the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over their ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We used our knowledge of the Group, its industry, and the general economic environment to identify the inherent risks to its business model and analysed how those risks might affect the Group's and parent Company's financial resources or ability to continue operations over the going concern period. The risk that we considered most likely to adversely affect the Group's and parent Company's available financial resources over this period was the impact on the demand for the Group's products which may impact Group performance for the 2025 period end.

We also considered less predictable but realistic second order impacts, such as the current macroeconomic environment and the erosion of customer confidence, which could result in a rapid reduction of available financial resources.

We considered whether these risks could plausibly affect the liquidity in the going concern period by comparing severe, but plausible downside scenarios that could arise from these risks individually and collectively against the level of available financial resources indicated by the Group's financial forecasts.

We considered whether the going concern disclosure in note 1 to the financial statements gives a full and accurate description of the Directors' assessment of going concern, including the identified risks, and related sensitivities.

Independent Auditor's report continued

Our conclusions based on this work:

- we consider that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the Directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Group's or parent Company's ability to continue as a going concern for the going concern period;
- we have nothing material to add or draw attention to in relation to the Directors' statement in note 1 to the financial statements on the use of the going concern basis of accounting with no material uncertainties that may cast significant doubt over the Group and parent Company's use of that basis for the going concern period, and we found the going concern disclosure in note 1 to be acceptable; and
- the related statement under the UK Listing Rules set out on page 77 is materially consistent with the financial statements and our audit knowledge.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Group or the Company will continue in operation.

6. Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of the Directors and Audit Committee as to the Group's high-level policies and procedures to prevent and detect fraud, including the internal audit function, as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading Board and Audit Committee minutes.
- Considering remuneration incentive schemes and performance targets for management (including Directors) including the profit target for management remuneration.
- Using analytical procedures to identify any unusual or unexpected relationships.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, and taking into account possible pressures to meet profit targets, we perform procedures to address the risk of management override of controls and the risk of fraudulent revenue recognition, in particular:

- the risk that Group management may be in a position to make inappropriate accounting entries;
- the risk of bias in accounting estimates; and
- the risk that Design & Installation revenue is overstated through recording revenues in the wrong period in order to increase the likelihood of management meeting profit targets for the period.

We did not identify any additional fraud risks.

Further detail in respect of the Design & Installation revenue risk is set out in the key audit matter disclosures in section 2 of this report. We also performed procedures including:

- Identifying journal entries and other adjustments to test based on risk criteria and comparing the identified entries to supporting documentation. These included those posted by certain Executive Directors and unusual account pairings.
- Evaluate the business purpose of significant unusual transactions.
- Assessing whether the judgements made in making accounting estimates are indicative of a potential bias.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, and through discussion with the Directors and other management (as required by auditing standards) and discussed with the Directors and other management, policies and procedures regarding compliance with laws and regulations.

As the Group is regulated, our assessment of risks involved gaining an understanding of the control environment including the entity's procedures for complying with regulatory requirements.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit. The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the Group is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation, and taxation legislation, consumer rights act, corporate governance code, FCA listing rules and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Group is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation or the loss of the Group's license to operate. We identified the following areas as those most likely to have such an effect: GDPR and UK data protection act, health and safety, fraud and antibribery, marketing and advertising regulations, employment law, anti-competition legislation, Modern slavery and human rights regulations, market abuse regulations, consumer credit law, and certain aspects of company legislation recognising the financial and regulated nature of the Group's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Directors and other management and inspection of regulatory and legal correspondence, if any. Therefore if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Independent Auditor's report continued

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

7. We have nothing to report on the other information in the Annual Report & Accounts

The directors are responsible for the other information presented in the Annual Report together with the financial statements. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

Strategic report and directors' report

Based solely on our work on the other information:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Directors' remuneration report

In our opinion the part of the Directors' Remuneration Report to be audited has been properly prepared in accordance with the Companies Act 2006.

Disclosures of emerging and principal risks and longer-term viability

We are required to perform procedures to identify whether there is a material inconsistency between the directors' disclosures in respect of emerging and principal risks and the viability statement, and the financial statements and our audit knowledge.

Based on those procedures, we have nothing material to add or draw attention to in relation to:

- the directors' confirmation within the viability statement that they have carried out a robust assessment of the emerging and principal risks facing the Group, including those that would threaten its business model, future performance, solvency and liquidity;
- the Principal risks and uncertainties disclosures describing these risks and how emerging risks are identified, and explaining how they are being managed and mitigated; and
- the directors' explanation in the viability statement of how they have assessed the prospects of the Group, over what period they have done so and why they considered that period to be appropriate, and their statement as to whether they have a reasonable expectation that the Group will be able to continue in operation and meet its liabilities as they fall due over the period of their assessment, including any related disclosures drawing attention to any necessary qualification or assumptions.

We are also required to review the viability statement, set out on page 76 under the UK Listing Rules. Based on the above procedures, we have concluded that the above disclosures are materially consistent with the financial statements and our audit knowledge.

Our work is limited to assessing these matters in the context of only the knowledge acquired during our financial statements audit. As we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of anything to report on these statements is not a guarantee as to the Group's and parent Company's longer-term viability.

Corporate governance disclosures

We are required to perform procedures to identify whether there is a material inconsistency between the directors' corporate governance disclosures and the financial statements and our audit knowledge.

Based on those procedures, we have concluded that each of the following is materially consistent with the financial statements and our audit knowledge:

- the directors' statement that they consider that the annual report and financial statements 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;
- the section of the annual report describing the work of the Audit Committee, including the significant issues that the audit committee considered in relation to the financial statements, and how these issues were addressed; and
- the section of the annual report that describes the review of the effectiveness of the Group's risk management and internal control systems.

We are required to review the part of the Corporate Governance Statement relating to the Group's compliance with the provisions of the UK Corporate Governance Code specified by the UK Listing Rules for our review. We have nothing to report in this respect.

8. We have nothing to report on the other matters on which we are required to report by exception

Under the Companies Act 2006, we are required to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent Company financial statements and the part of the Directors' Remuneration Report to be audited are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

Independent Auditor's report continued

9. Respective responsibilities

Directors' responsibilities

As explained more fully in their statement set out on page 121, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Group and parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The Company is required to include these financial statements in an annual financial report prepared under Disclosure Guidance and Transparency Rule 4.1.17R and 4.1.18R. This auditor's report provides no assurance over whether the annual financial report has been prepared in accordance with those requirements.

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

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

Andrew Cawthray
Senior Statutory Auditor
for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants
One Snowhill
Snow Hill Queensway
Birmingham
B4 6GH

19 March 2025

Consolidated Income Statement and Other Comprehensive Income

(£m)	Notes	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Revenue	5	**1,538.8**	1,553.8
Cost of sales		**(972.2)**	(988.8)
Gross profit		**566.6**	565.0
Selling costs		**(364.9)**	(341.6)
Administrative expenses		**(154.4)**	(160.5)
Operating profit	6	**47.3**	62.9
Net finance costs	7	**(24.1)**	(21.8)
Profit before tax		**23.2**	41.1
Tax	10	**(4.8)**	(11.3)
Profit for the period and total comprehensive income		**18.4**	29.8
Attributable to:			
Owners of the parent		**18.1**	29.8
Non-controlling interest		**0.3**	–
Profit for the period and total comprehensive income		**18.4**	29.8
Earnings per share			
Basic	11	**7.7p**	11.8p
Diluted	11	**7.5p**	11.7p

Adjusted results [1]			
Adjusted gross profit	9	**565.1**	568.1
Adjusted operating profit	9	**67.4**	73.8
Adjusted profit before tax	9	**43.6**	52.0
Adjusted profit after tax	9	**33.9**	38.1
Adjusted basic earnings per share	11	**14.1p**	15.1p
Adjusted diluted earnings per share	11	**13.9p**	14.9p

(1) Defined in the summary of accounting policies (note 2)

Consolidated Balance Sheet

(£m)	Notes	As at 28 December 2024	As at 30 December 2023
Assets			
Non-current assets			
Goodwill	13	**12.6**	8.4
Other intangible assets	13	**10.0**	14.3
Property, plant and equipment	14	**113.3**	123.2
Right-of-use assets	15	**562.5**	537.1
Derivative financial instruments	30	**0.2**	–
Deferred tax asset	17	**29.8**	23.0
Total non-current assets		**728.4**	706.0
Current assets			
Inventories	19	**192.9**	195.5
Trade and other receivables	20	**70.6**	74.1
Derivative financial instruments	30	**0.7**	–
Cash and cash equivalents	21	**86.3**	97.5
Total current assets		**350.5**	367.1
Total assets		**1,078.9**	1,073.1

(£m)	Notes	As at 28 December 2024	As at 30 December 2023
Equity and Liabilities			
Capital and reserves			
Issued share capital	22	**24.2**	25.2
Capital redemption reserve	22	**1.8**	0.8
EBT share reserve	22	**(0.5)**	(0.7)
Other reserves	22	**(785.7)**	(785.7)
Retained earnings		**905.5**	923.7
Equity attributable to owners of the parent		**145.3**	163.3
Non-controlling interest		**1.1**	–
Total equity		**146.4**	163.3
Non-current liabilities			
Lease liabilities	15, 24	**624.9**	596.0
Long-term provisions	25	**1.4**	2.3
Total non-current liabilities		**626.3**	598.3
Current liabilities			
Lease liabilities	15, 24	**80.4**	79.8
Trade and other payables	26	**212.6**	219.1
Corporation tax		**3.5**	1.6
Derivative financial instruments	30	**–**	0.7
Short-term provisions	25	**9.7**	10.3
Total current liabilities		**306.2**	311.5
Total liabilities		**932.5**	909.8
Total equity and liabilities		**1,078.9**	1,073.1

The consolidated financial statements of Wickes Group Plc, registered number 12189061, were approved by the Board of Directors on 19 March 2025 and signed on its behalf by:

David Wood
Chief Executive Officer

Mark George
Chief Financial Officer

Consolidated Statement of Changes in Equity

(£m)	Notes	Issued share capital	Capital redemption reserve	EBT Share reserve	Other reserves	Retained earnings	Total equity
At 31 December 2022		26.0	–	(0.7)	(785.7)	924.8	164.4
Profit for the period and other comprehensive income		–	–	–	–	29.8	29.8
Dividends paid	27	–	–	–	–	(27.4)	(27.4)
Share buyback and cancellation	22	(0.8)	0.8	–	–	(10.1)	(10.1)
Purchase of own shares	22	–	–	(0.2)	–	–	(0.2)
Equity-settled share-based payments	28	–	–	0.2	–	5.4	5.6
Tax on equity-settled share-based payments		–	–	–	–	1.2	1.2
Owners of parent		25.2	0.8	(0.7)	(785.7)	923.7	163.3
Retained earnings attributable to non-controlling interest	12	–	–	–	–	–	–
At 30 December 2023		25.2	0.8	(0.7)	(785.7)	923.7	163.3
Profit for the period and other comprehensive income		**–**	**–**	**–**	**–**	**18.1**	**18.1**
Dividends paid	27	**–**	**–**	**–**	**–**	**(26.1)**	**(26.1)**
Share buyback and cancellation	22	**(1.0)**	**1.0**	**–**	**–**	**(15.1)**	**(15.1)**
Equity-settled share-based payments	28	**–**	**–**	**0.2**	**–**	**3.4**	**3.6**
Tax on equity-settled share-based payments		**–**	**–**	**–**	**–**	**1.5**	**1.5**
Owners of parent		**24.2**	**1.8**	**(0.5)**	**(785.7)**	**905.5**	**145.3**
Retained earnings attributable to non-controlling interest	12	**–**	**–**	**–**	**–**	**1.1**	**1.1**
At 28 December 2024		**24.2**	**1.8**	**(0.5)**	**(785.7)**	**906.6**	**146.4**

Consolidated Cash Flow Statement

(£m)	Notes	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Cash flows from operating activities			
Operating profit		**47.3**	62.9
Adjustments for:			
Amortisation of other intangible assets	13	**6.6**	6.6
Depreciation of property, plant and equipment	14	**22.3**	21.1
Depreciation of right-of-use assets	15	**76.7**	74.2
Impairment of property, plant and equipment	16	**5.8**	–
Impairment of right-of-use assets	16	**12.3**	2.7
Reversal of impairment of right-of-use assets	16	**(1.3)**	(3.7)
Losses on terminations of leases	6	**–**	0.1
Write-off of intangible assets	6	**–**	1.5
Losses on disposal of other intangible assets	6	**–**	0.3
Losses on disposal of property, plant and equipment	6	**0.3**	2.6
Derivative fair value (gains)/losses	9	**(1.5)**	3.1
Share-based payments	28	**3.5**	5.6
Operating cash flows		**172.0**	177.0
Movements in working capital:			
Decrease in inventories		**3.2**	6.1
Decrease in trade and other receivables		**4.0**	13.4
Decrease in trade and other payables		**(7.1)**	(18.6)
(Decrease)/increase in provisions		**(1.5)**	1.7
Cash generated from operations		**170.6**	179.6
Income taxes paid		**(8.6)**	(0.3)
Net cash inflow from operating activities		**162.0**	179.3

(£m)	Notes	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Cash flows from investing activities			
Purchases of property, plant and equipment		**(24.6)**	(32.1)
Development costs of computer software		**(1.5)**	(6.1)
Proceeds on disposal of property, plant and equipment		**6.3**	0.1
Acquisition of business net of cash acquired	12	**(2.3)**	–
Interest received		**7.4**	7.2
Net cash outflow from investing activities		**(14.7)**	(30.9)
Cash flows from financing activities			
Interest paid		**(1.4)**	(1.0)
Interest on lease liabilities		**(30.1)**	(28.2)
Payment of principal of lease liabilities		**(84.3)**	(84.3)
Lease incentives received		**0.9**	0.8
Own shares purchased for share schemes		**–**	(0.2)
Share buyback		**(15.1)**	(10.1)
Dividends paid to equity holders of the parent	27	**(26.1)**	(27.4)
Dividends paid to non-controlling interest	27	**(2.4)**	–
Net cash outflow from financing activities		**(158.5)**	(150.4)
Net decrease in cash and cash equivalents		**(11.2)**	(2.0)
Cash and cash equivalents at the beginning of the period		**97.5**	99.5
Cash and cash equivalents at the end of the period	21	**86.3**	97.5
Adjusting items			
Adjusting items paid included in the cash flow	33	**4.9**	10.4
Total pre-tax Adjusting items	9	**20.4**	10.9

Notes to the consolidated financial statements

1 General information and accounting policies

Overview

Wickes Group Plc (the 'Company') is a limited company in the United Kingdom, incorporated under the Companies Act 2006. The registered office of the Company is Vision House, 19 Colonial Way, Watford, WD24 4JL.

The consolidated financial statements represent the results of the Company and its subsidiaries (together referred to as the 'Group').

The principal activity of the Group is the operation of retail DIY stores across the United Kingdom.

Basis of accounting

The annual financial statements of the Group for the 52 weeks ending 28 December 2024 have been prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006 and International Financial Reporting Standards (IFRS standards) as issued by the IASB. The comparative financial period was 52 weeks to 30 December 2023.

The Company has elected to prepare its Parent Company financial statements in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; these are presented on pages 160 to 164.

Basis of preparation

The consolidated financial statements have been prepared on the historical cost basis, except that certain financial instruments including derivative instruments, and certain share-based payments are stated at their fair value.

Going concern

Based on the Group's liquidity position and cash flow projections, including a forward looking severe but plausible scenario, the Directors have a reasonable expectation that the Company and the Group have adequate resources to continue in operational existence for the duration of the going concern period, being the 12 month period following the date of approval of these financial statements, and accordingly they continue to adopt the going concern basis of accounting in preparing the consolidated financial statements for the period ended 28 December 2024.

The Group's business activities, together with the factors likely to affect its future development, performance and position are set out in the strategic report. The financial position of the Group, its cash flows, liquidity position and borrowing facilities are described in the Financial Review on pages 26 to 29. The principal risks and viability statement of the Group are set out on pages 69 to 77. The Directors have considered these areas and how they may impact going concern.

The Directors do not consider going concern to be a critical accounting judgement. In determining this the Directors have taken into account the ongoing profitability and positive operating cashflow in 2024, despite the impacts of the economic environment in the UK. Although the Group saw some weakening of sales as a result of the ongoing cost of living crisis, and continuing cost pressures in the 2024 financial year, the Group continues to demonstrate the flexibility of Wickes' operational model, including a number of actions undertaken to both respond to more challenging market conditions and to continue to drive efficiencies within the business in 2025.

At 28 December 2024, cash and cash equivalents stood at £86.3m. In addition the Group had available an undrawn committed Revolving Credit Facility (RCF) of £80m which was extended after the year end, now expiring in March 2029, and which is not forecast to be utilised for a period of at least 12 months.

Lease liabilities of £705.3m included on the balance sheet under IFRS 16, with £80.4m due within one year: the Group has no other debt obligations.

Considering whether the Group's financial statements can be prepared on a going concern basis, the Directors have undertaken a detailed review which entails assessing the Group's current and projected financial performance and position, including current assets and liabilities, debt maturity profile, future commitments and forecast cash flows. In forming their outlook on the future financial performance, the Directors considered the risk of higher business volatility arising from the potential negative impact of the general economic environment driven by the cost of living crisis

The Directors' review also included a severe but plausible scenario to assess the impact of a sales reduction of 6% from 2024, a margin reduction of 1%, together with increases to energy costs and staff costs, reflecting the current economic uncertainty. Under this severe but plausible scenario the group retains a significant cash balance and does not assume utilisation of the RCF.

The Directors remain watchful of ongoing pressures on customers and suppliers given the current economic environment, and are aware that the Group is exposed to a number of risks and uncertainties, which could affect the Group's ability to meet its forecasts. The Directors believe that the Group has the flexibility to react to changing market conditions and is adequately placed to manage its business risks successfully.

2 Accounting Policies

Functional and presentational currency

The financial information is presented in Pounds Sterling, the currency of the primary economic environment in which the Group operates. All amounts in the financial statements have been rounded to the nearest £0.1m except where otherwise noted.

Transactions denominated in foreign currencies are recorded at the rates ruling on the date of the transaction. At the balance sheet date, monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at that date. Foreign exchange differences arising on translation are recognised in the income statement.

Business segments

The operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the Chief Operating Decision Maker ("CODM"), which is considered to be the Executive Board of Directors, to assess performance and allocate capital. Management considers there to be one operating segment.

Notes to the consolidated financial statements continued

2 Accounting Policies continued

Alternative Performance Measures

The Group presents Alternative Performance Measures ("APMs") in addition to the statutory results of the Group. These are presented in accordance with the Guidelines on APMs issued by the European Securities and Markets Authority ("ESMA"). APMs used by the Group are set out in note 33 and the reconciling items between statutory and adjusted results are listed below and described in more detail in note 9. Adjusting items are those items of income and expenditure that, by reference to the Group, are material in size or unusual in nature or incidence and that in the judgement of the Directors should be disclosed separately to ensure both that the reader has an understanding of the Group's underlying trading performance and the separate impact of one off or unusual events in the year, and that there is comparability of financial performance between periods. Items of income or expense that are considered by the Directors for designation as adjusting items include, but are not limited to, significant restructurings, incremental costs relating to corporate transactions, significant write downs or impairments (or impairment reversals) of current and non-current assets, the net unrealised gains and losses on remeasurement of foreign exchange derivatives held at fair value, the effect of changes in corporation tax rates on deferred tax balances, and in the comparative period the associated costs of separating the business from Travis Perkins Plc's IT systems.

2.1 Impact of new standards and interpretations

The following standards and interpretations, which have not yet been applied in these consolidated financial statements, have been issued by the IASB but not yet adopted by the UK Endorsement Board:

- Amendments to IFRS 9 - Financial Instruments and IFRS 7 - Financial Instruments: Disclosures
- IFRS 18 - Presentation and Disclosure in Financial Statements
- IFRS 19 - Subsidiaries without Public Accountability: Disclosures

The following standards have been adopted by the UK Endorsement Board but are not yet effective for the Group:

- Amendments to IAS 21 - Lack of exchangeability

Adoption of these standards in future periods is not expected to have a material impact on the financial statements.

2.2 Revenue

Revenue is recognised when the Group has satisfied its performance obligations to the customer and the customer has obtained control of the goods or services being transferred. Revenue is measured at the transaction price received or receivable less a deduction for actual and expected returns and represents amounts receivable for goods and services provided in the normal course of business, net of discounts and value added tax.

Customers are entitled to return goods for a period after purchase. A right of return is not a separate performance obligation and the Group is required to recognise revenue net of estimated returns. A refund liability and a corresponding asset in inventory representing the right to recover products from the customer are recognised.

Services comprise kitchen, bathroom and solar installations and these are typically completed over a short period of time. The Group does not sell installation services separately from the sale of kitchen, bathroom and solar products. Control of installed kitchens, bathrooms and solar panels passes to the customer when the Group has fulfilled its obligations under the installation contract and revenue from the installation of kitchens, bathrooms and solar panels is recognised at this point.

2.3 Inventories

Inventories, which consist of goods for resale, are stated at the lower of cost and net realisable value. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price less the estimated costs of disposal.

Cost of inventories

In determining the cost of inventories the Directors have to make estimates to arrive at cost and net realisable value. Determining the net realisable value of the wide range of products held in many locations requires an assessment to be applied to determine the likely saleability of the product and the potential price that can be achieved. In arriving at any provisions for net realisable value the Directors take into account the age, condition and quality of the product stocked and the recent trend in sales. The Group does not consider that there is a significant risk of material adjustment arising within the next financial period as a result of this estimate.

2.4 Tax

The tax expense represents the sum of the tax payable and deferred tax.

Current tax

Tax payable is based on taxable profit for the period. Taxable profit differs from net profit as reported in the income statement because it excludes items of income and expense that are taxable or deductible in other periods and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantially enacted by the balance sheet date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. This is accounted for using the balance sheet liability method.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction (other than in a business combination) that affects neither the taxable profit nor the accounting profit.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on tax laws and rates that have been enacted or substantially enacted at the balance sheet date. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Notes to the consolidated financial statements continued

2 Accounting Policies continued

In respect of the deferred tax on IFRS 16 leases, as Wickes Buildings Supplies Limited prepares its accounts under FRS 102, tax deductions flow from the payment of rent, effectively the settlement of the lease liability. This gives rise to a deferred tax asset in respect of that lease liability, including any onerous lease element that might be required under FRS 102, and a deferred tax liability in respect of the corresponding Right-of-Use asset. No initial recognition exception was utilised in respect of these. They are presented as the net deferred tax asset/liability in the balance sheet and in the Lease section of the deferred tax note.

2.5 Goodwill and other intangible assets

Goodwill

Goodwill arising on acquisition represents the excess of the cost of acquisition over the share of the aggregate fair value of identifiable net assets (including intangible assets) of a business or a subsidiary at the date of acquisition. Goodwill is initially recognised as an asset and allocated to cash generating units or groups of cash generating units that are expected to benefit from the synergies of the combination and is then reviewed at least annually for impairment. Any impairment is recognised immediately in the income statement and is not reversed. Goodwill is accordingly stated in the balance sheet at cost less any provisions for impairment in value.

Other intangible assets

Other intangible assets consists primarily of software. The directly attributable costs incurred for the development of computer software controlled by and for use within the Group are capitalised and written off as an expense over their estimated useful lives, which range from 3 years to 10 years. Software operated under a ‘Software as a Service’ model is not considered to be controlled by the Group and is expensed directly to the Income Statement. No amortisation is charged on computer software under construction.

Costs relating to research, maintenance and training are expensed as they are incurred. Licence fees for using third-party software which is not controlled by the Group are expensed over the period the software is in use.

2.6 Property, plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and any impairment in value, adjusted for impairment reversals. Assets are depreciated to their estimated residual value on a straight-line basis over their estimated useful lives as follows

– Leasehold improvements – term of the lease
– Plant and equipment – 3 to 10 years
– Freehold buildings – over remaining useful life

The residual value and useful life of assets are reviewed annually.

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sale proceeds net of expenses and the carrying amount of the asset in the balance sheet and is recognised in the income statement.

2.7 Supplier income

Supplier income comprises fixed price discounts and volume rebates. Fixed price discounts and volume rebates received and receivable in respect of goods which have been sold are initially deducted from the cost of inventory and therefore reduce cost of sales in the income statement when the goods are sold. Where goods on which the fixed price discount or volume rebate has been earned remain in inventory at the period end, the cost of that inventory reflects those discounts and rebates.

Supplier income receivable is netted off against trade payables when there is a legally binding arrangement in place and it is management’s intention to settle net, otherwise amounts are included in other receivables in the balance sheet.

2.8 Trade and other receivables

The Group’s trade and other receivables at the balance sheet date comprises principally of amounts receivable from the sale of goods and related services, amounts due in respect of rebates and sundry prepayments.

Trade receivables, which are held at amortised cost, are subject to the expected credit loss model in IFRS 9 – Financial Instruments. The Group applies the IFRS 9 – Financial Instruments simplified approach to measuring expected credit losses. This uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include the failure of a debtor to engage in a repayment plan with the Group and the commencement of legal proceedings.

2.9 Provisions

A provision is recognised in the balance sheet when the Group has a present legal or constructive obligation because of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and the amount can be measured reliably. Provisions are measured at the Directors’ best estimate of the expenditure required to settle the obligation at the balance sheet date, and are discounted to present value if the effect of the time value of money is material.

Should a provision ultimately prove to be unnecessary then it is credited back to the income statement. Where the provision was originally established as an adjusting item, any release is shown as an adjusting credit.

The Group’s stores operate from a significant number of leased properties. Where necessary, a provision has been made for the residual commitments for rates, other payments, and expected dilapidations charges after taking into account existing and anticipated subtenant arrangements.

It is Group policy to insure itself using policies with a high excess against claims arising in respect of damage to assets, or due to employers or public liability claims. The nature of insurance claims means they may take some time to be settled. The insurance claims provision represents management’s best estimate, based upon external advice, of the value of outstanding claims against it where the final settlement date is uncertain.

Notes to the consolidated financial statements continued

2 Accounting Policies continued

The Group provides a guarantee on showroom kitchen cabinets, doors, drawer fronts and showroom bathroom products. The Group provides for future estimated costs of providing this guarantee on kitchens and bathrooms that have been previously sold. The provision includes future costs for installation workmanship as well as product cost.

2.10 Trade payables and liabilities

Trade and other payables principally comprise amounts outstanding for trade purchases and ongoing costs and are measured at amortised cost. The Directors consider that the carrying amount of trade payables approximates to their fair value.

2.11 Employee benefits – pensions

Payments to defined contribution retirement benefit schemes are recognised as an expense when employees have rendered services entitling them to the contributions.

2.12 Equity

Equity instruments represent the ordinary share capital of the Group and are recorded at the proceeds received, net of directly attributable incremental issue costs.

A description of the nature and purpose of each reserve is given below:

- EBT share reserves represent shares held by the Group in connection with the operations of the Group's share plans.
- The 'Other reserves' was created on the acquisition in March 2020 by Wickes Group Plc of Wickes Group Holdings Limited and by Wickes Group Holdings Limited of Wickes Building Supplies Limited and Wickes Finance Limited, via share for share exchanges, and represents the difference between the carrying value of the assets and liabilities of the acquired companies and the nominal value and premium of the shares issued.
- The capital redemption reserve represents the amounts transferred from share capital on the repurchase of issued shares.
- Retained earnings represents cumulative results for the Group.

2.13 Share repurchases

Shares purchased for cancellation are deducted from retained earnings. Share capital is reduced and credited to the capital redemption reserve once shares are cancelled.

2.14 Leases

IFRS 16 – Leases establishes principles for the recognition, measurement, presentation and disclosure of leases, with the objective of ensuring that lessees and lessors provide relevant information that faithfully represents those transactions.

Identifying a lease

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the Group has both the right to direct the identified asset's use and to obtain substantially all the economic benefits from that use.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for plant and equipment leases in which it is a lessee, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

For each lease or lease component, the Group follows the lease accounting model as per IFRS 16 – Leases, unless the recognition exceptions can be used.

Recognition exceptions

The Group has elected to account for lease payments as an expense on a straight-line basis over the lease term or another systematic basis for the following two types of leases:

(i) leases with a lease term of 12 months or less and containing no purchase options – this election is made by class of underlying asset; and

(ii) leases where the underlying asset has a low value when new – this election can be made on a lease-by-lease basis, for leases where the Group has taken short-term lease recognition exemption and there are any changes to the lease term or the lease is modified, the Group accounts for the lease as a new lease.

Lessee accounting

Upon lease commencement the Group recognises a right-of-use asset and a lease liability.

Initial measurement

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred, and includes an estimate of costs to restore the underlying asset or the site on which it is located, when an obligation is considered probable to arise, less any lease incentives received.

The lease liability is initially measured at the present value of the lease payments payable over the lease term, discounted at the rate implicit in the lease if that can be readily determined. If that rate cannot be readily determined, the Group uses the incremental borrowing rate.

Variable lease payments that depend on an index or a rate are included in the initial measurement of the lease liability and are initially measured using the index or rate as at the commencement date. Amounts expected to be payable by the lessee under residual value guarantees are also included. Variable lease payments that are not included in the measurement of the lease liability are recognised in the income statement in the period in which the event or condition that triggers payment occurs, unless the costs are included in the carrying amount of another asset under another accounting standard.

Subsequent measurement

After lease commencement, the Group measures right-of-use assets using a cost model. Under the cost model a right-of-use asset is measured at cost less accumulated depreciation and accumulated impairment. Any impairment reversal reduces accumulated impairment previously recognised to the extent that the revised net book value does not exceed the amount that would have been recognised had no impairment occurred previously. An impairment reversal excludes any impact resulting from the passage of time.

Notes to the consolidated financial statements continued

2 Accounting Policies continued

The lease liability is subsequently remeasured to reflect changes in:

- the lease term (using a revised discount rate)
- the assessment of a purchase option (using a revised discount rate)
- the amounts expected to be payable under residual value guarantees (using an unchanged discount rate)
- future lease payments resulting from a change in an index or a rate used to determine those payments (using an unchanged discount rate)

The remeasurements are matched by adjustments to the right-of-use asset. Additionally, direct costs incurred as part of obtaining an additional lease term are added to the right-of-use asset.

Depreciation

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is reduced by impairment losses, if any, and adjusted impairment reversals or for certain remeasurements of the lease liability.

Lessor accounting

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance or operating lease. To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all the risks and rewards incidental to ownership of an underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

The Group recognises operating lease payments as income on a straight-line basis over the lease term as part of 'other income'. The Group recognises finance income over the lease term of a finance lease, based on a pattern reflecting a constant periodic rate of return on the net investment.

2.15 Borrowings

Interest bearing bank loans and overdrafts and other loans are recognised in the balance sheet initially at fair value and subsequently at amortised cost. Finance charges associated with arranging the undrawn revolving credit facility are recognised in the income statement over the life of the facility. All other borrowing costs are recognised in the income statement in accordance with the effective interest rate method.

2.16 Net debt

Net debt comprises cash and cash equivalents (being cash balances net of overdrafts) and the carrying value of lease liabilities. The carrying amount of these assets and liabilities approximates to their fair value.

2.17 Financial instruments classification

The Group classifies its financial instruments in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss (FVTPL); and those to be measured at amortised cost.

The classification depends on the business model for managing the financial instruments and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income (FVOCI). For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at FVTPL or at FVOCI.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss.

Impairment

The Group assesses on a forward looking basis the expected credit losses associated with debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the Group applies the simplified approach permitted by IFRS 9 – Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

2.18 Impairment

Impairment of tangible and intangible assets

The carrying amounts of the Group's tangible and intangible assets with a definite useful life are reviewed at each balance sheet date to determine whether there is any indication of impairment to their value. If such an indication exists, the asset's recoverable amount is estimated and compared to its carrying value. Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs. The Group has determined that each store is a separate CGU. The recoverable amount of an asset is the greater of its fair value less disposal cost and its value-in-use (the present value of the future cash flows that the asset is expected to generate). In determining value in use the present value of future cash flows is discounted using a pre-tax discount rate that reflects current market assessments of the time value of money in relation to the period of the investment and the risks specific to the asset concerned. The carrying value of CGUs includes right-of-use assets.

Where the carrying value exceeds the recoverable amount a provision for the impairment loss is established with a charge being made to the income statement. When the reasons for a write down no longer exist the write down is reversed in the income statement up to the net book value that the relevant asset would have had if it had not been written down and if it had been depreciated. An impairment reversal excludes any impact resulting from the passage of time.

Notes to the consolidated financial statements continued

2 Accounting Policies continued

For intangible assets that have an indefinite useful life the recoverable amount is estimated at each annual balance sheet date.

Measuring recoverable amounts

The Group tests goodwill for impairment annually or more frequently if there are indications that an impairment may have occurred. The recoverable amount of the goodwill is determined from value in use calculations.

2.19 Share-based payments

The Group issues equity-settled share-based payments to directors and certain employees. Equity-settled share-based payments are measured at fair value (excluding the effect of non market-based vesting conditions) at the date of grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, having been adjusted to reflect an estimate of shares that will eventually vest and for the effect of non market-based vesting conditions.

Fair value is measured by use of the Black-Scholes pricing model which is considered by management to be the most appropriate method of valuation. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

2.20 Post balance sheet events

These accounts reflect events only up to the date on which the relevant underlying consolidated financial statements were approved.

3 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements requires the Directors to make judgements, estimates and assumptions concerning the future that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. These judgements are based on historical experience and management's best knowledge at the time and the actual results may ultimately differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and revisions are recognised in the period in which the estimates are revised and in any future periods affected. The estimates and assumptions that have significant risk of causing a material adjustment to the carrying value of assets and liabilities are explained below.

Impairment or impairment reversal of store assets (significant estimate)

Determining whether store assets (right of use assets relating primarily to the lease of each individual store, and any associated property, plant and equipment) are impaired, or indicate an impairment reversal, requires an estimation of the value in use of the cash-generating units to which such fixed assets have been allocated. The value in use calculation requires estimation of future cash flows expected to arise from the CGU discounted at a suitable discount rate in order to calculate the present value. The significant estimates relate to the discount rate used, the store revenue and gross margin over the Five-Year Plan period, and the percentage of central costs allocated. Details of CGUs as well as further information about the assumptions made are disclosed in note 16.

4 Auditor's remuneration

During the period the Group incurred the following costs for services provided by the Company's auditors:

(£'000)	**52 weeks ended 28 December 2024**	52 weeks ended 30 December 2023
Fees payable to the Company's auditor for audit services:		
Audit of the Company's annual accounts	**100**	100
Audit of the Company's subsidiaries	**780**	710
Fees paid to the Company's auditor for other services:		
Review of the interim statement	**80**	80
	960	890

A description of how the Audit & Risk Committee ensures that auditor objectivity and independence is safeguarded when the auditor provides non-audit services is set out in the report on page 101.

5 Revenue

The Group has one operating segment in accordance with IFRS 8 - Operating Segments, which is the retail of home improvement products and services, both in stores and online.

The Chief Operating Decision Maker is the Executive Board of Directors. Internal management reports are reviewed by them on a regular basis. Performance of the segment is assessed based on a number of financial and non-financial KPIs as well as on profit before taxation.

The Group identifies two distinct revenue streams within its operating segment which are analysed below.

Both revenue streams operate entirely in the United Kingdom. The Group's revenue is driven by a large number of individual small value transactions and as a result, Group revenue is not reliant on a major customer or group of customers.

Revenue (£m)	**52 weeks ended 28 December 2024**	52 weeks ended 30 December 2023
Retail (product revenue)	**1,212.3**	1,189.1
Design & Installation (project revenue)	**326.5**	364.7
	1,538.8	1,553.8

Notes to the consolidated financial statements continued

5 Revenue continued

Revenue reconciliation and like-for-like revenue (£m)	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Revenue	**1,538.8**	1,553.8
Network change	**(21.4)**	(7.8)
Revenue generated by business acquired in the period (note 12)	**(10.0)**	–
Revenue (like-for-like basis)	**1,507.4**	1,546.0
Prior period revenue	**1,553.8**	1,559.0
Prior period network change	**(15.1)**	(8.0)
Prior period revenue (like-for-like basis)	**1,538.7**	1,551.0
(Decrease) / increase arising on a like-for-like basis	**(31.3)**	(5.0)
Like-for-like revenue (%)	**(2.0)%**	(0.3)%

Calculating like-for-like revenue enables management to monitor the performance trend of the business period-on-period. It also provides management with a good indication of the health of the business compared to competitors.

Like-for-like revenue is a measure of sales performance for two successive periods. Stores contribute to like-for-like revenue once they have been trading for more than twelve months, or for acquisitions once the results have been fully consolidated for 12 months. Revenue included in like-for-like revenue is for the equivalent times in both periods being compared. When stores close, revenue is excluded from the prior period figures for the months equivalent to the post closure period in the current period. These movements are explained by the Network change amounts. The Network change number varies year on year as it represents a different number of stores.

There are no adjusting items relating to revenue in the 52 weeks ended 28 December 2024 (52 weeks ended 30 December 2023: none). In the 52 weeks ended 31 December 2022, an output VAT claim of £3.4m was recognised as a credit to revenue within adjusting items, resulting in adjusted revenue of £1,559.0m and statutory revenue of £1,562.4m.

From the start of FY 2025, the Group's management will assess the performance of all kitchen and bathroom sales in one reported revenue category, Design & Installation Ranges. The existing presentation of revenue between Retail and Design & Installation will therefore change, but there will be no change to total revenue reported (note 33).

6 Operating profit

Operating profit is stated after charging/(crediting):

(£m)	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Realised net foreign exchange gains recognised in cost of sales	**(1.6)**	(1.6)
Derivative fair value losses/(gains) (note 9)	**(1.5)**	3.1
Depreciation of property, plant and equipment (note 14)	**22.3**	21.1
Depreciation of right-of-use assets (note 15)	**76.7**	74.2
Amortisation of internally-generated intangible assets (note 13)	**6.6**	6.6
Impairment of right of use assets (note 15 and 16)	**12.3**	2.7
Reversal of impairment of right-of-use assets (note 15 and 16)	**(1.3)**	(3.7)
Impairment of property, plant and equipment (note 14 and 16)	**5.8**	–
Losses/(gains) on termination of leases	**–**	0.1
Write-off of intangible assets	**–**	1.5
Losses on disposal of other intangible assets	**–**	0.3
Losses on disposal of property, plant and equipment	**0.3**	2.6
Income from subleasing right-of-use assets (note 15)	**(2.4)**	(3.2)
Staff costs (note 8)	**230.4**	234.3

7 Net finance costs

(£m)	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Finance income		
Interest receivable	**7.3**	7.5
	7.3	7.5
Finance costs		
Interest on lease liabilities (note 15)	**(30.1)**	(28.2)
Amortisation of loan arrangement fees	**(0.3)**	(0.3)
Commitment fee on revolving credit facility (RCF)	**(0.7)**	(0.7)
Revolving credit facility (RCF) amendment costs	**(0.3)**	–
Other interest	**–**	(0.1)
	(31.4)	(29.3)
Net finance costs	**(24.1)**	(21.8)

Notes to the consolidated financial statements continued

8 Staff costs

Average number of persons employed by the Group (including directors) during the period

(No.)	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Administration	591	555
Stores and distribution	7,183	7,364
	7,774	7,919

Average number of full-time equivalent persons employed by the Group during the period

(No.)	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Administration	583	547
Stores and distribution	5,531	5,659
	6,114	6,206

Aggregate payroll costs of these persons were as follow:

(£m)	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Wages and salaries	205.5	204.9
Social security costs	17.1	18.3
Other pension costs (defined contribution plans)	5.4	5.2
Share-based payments (equity-settled)	4.0	5.9
	232.0	234.3

There are wages and salaries and social security costs for the 52 weeks ended 28 December 2024 of £3.6m in adjusting items (52 weeks ended 30 December 2023: £0.5m).

All qualifying employees are able to contribute to the Wickes Group Pension Plan, a defined contribution pension scheme. A defined contribution plan is a pension plan under which fixed contributions are paid into a pension fund and the Company has no legal or constructive obligation to pay further contributions. The pension costs represent contributions payable by the Group.

The amounts charged to the income statement in respect of pension costs and other post-retirement benefits are the contributions payable in the period. Differences between the contributions payable in the period and those actually paid are shown as either accruals or prepayments in the balance sheet.

9 Reconciliation of alternative profit measures

As described in note 2, adjusted profit measures are an alternative performance measure used by the Board to monitor the operating performance of the Group. Adjusting items are those items of income and expenditure that, by reference to the Group, are material in size or unusual in nature or incidence and that in the judgement of the Directors should be disclosed separately to ensure both that the reader has a proper understanding of the Group's financial performance and that there is comparability of financial performance between periods.

Items of income or expense that are considered by the Directors for designation as adjusting items include, but are not limited to, significant restructurings, incremental costs relating to corporate transactions, significant write downs or impairments (and reversals) of current and non-current assets, the effect of changes in corporation tax rates on deferred tax balances, net unrealised gains and losses on remeasurement of foreign exchange derivatives held at fair value, and in the previous period the costs of separating the business from the former parent company Travis Perkins Plc's IT systems.

	52 weeks ended 28 December 2024			
(£m)	Gross profit	Operating profit	Profit before tax	Profit after tax
Statutory performance measures	566.6	47.3	23.2	18.4
Derivative fair value gains	(1.5)	(1.5)	(1.5)	(1.5)
Property, plant and equipment impairment charge	–	5.8	5.8	5.8
Right-of-use asset impairment charge	–	12.3	12.3	12.3
Reversal of impairment of right-of-use asset recognised in prior periods	–	(1.3)	(1.3)	(1.3)
Restructuring costs	–	4.0	4.0	4.0
Solar Fast acquisition costs	–	0.8	0.8	0.8
Revolving credit facility (RCF) amendment costs	–	–	0.3	0.3
Tax on adjusting items	–	–	–	(4.9)
Total adjustments to statutory performance measures	(1.5)	20.1	20.4	15.5
Adjusted performance measures	565.1	67.4	43.6	33.9

	52 weeks ended 30 December 2023			
(£m)	Gross profit	Operating profit	Profit before tax	Profit after tax
Statutory performance measures	565.0	62.9	41.1	29.8
Derivative fair value losses	3.1	3.1	3.1	3.1
Right-of-use asset impairment charge	–	2.7	2.7	2.7
Reversal of impairment of right-of-use asset recognised in prior periods	–	(3.7)	(3.7)	(3.7)
IT separation project costs	–	8.8	8.8	8.8
Tax on adjusting items	–	–	–	(2.6)
Total adjustments to statutory performance measures	3.1	10.9	10.9	8.3
Adjusted performance measures	568.1	73.8	52.0	38.1

Notes to the consolidated financial statements continued

9 Reconciliation of alternative profit measures continued

Derivative fair value movements

The Group recognises the potential for high levels of foreign exchange rate volatility and looks to mitigate its economic impact on financial performance by hedging planned future foreign currency purchases using foreign currency derivatives. The Group does not take advantage of the hedge accounting rules provided for in IFRS 9 since that standard requires certain stringent criteria to be met to hedge account, which, in the circumstances of the Group, are considered by the Board not to bring any significant economic benefit. As a result, IFRS requires that fair value gains or losses on these derivatives be recognised in the income statement.

In order to reflect the economic outcome of the forward contracts (derivatives), the impact of fair value movement on the derivatives has been removed in the underlying results. During the 52 weeks ended 28 December 2024 this adjustment was a net gain of £1.5m in cost of goods sold (52 weeks ended 30 December 2023: loss of £3.1m).

Right-of-use asset and property, plant and equipment impairment charges and reversals

In the period ended 28 December 2024, 27 stores were identified as impaired with a resulting impairment charge of £18.1m, £12.3m to right of use assets and £5.8m to property plant and equipment. Furthermore, one store was identified as having an impairment reversal of £1.3m all to right of use assets. Impairment charges are discussed in further detail in note 16.

In the period ended 30 December 2023, five stores were identified as impaired with a resulting impairment charge of £2.7m, and five were identified as having an impairment reversal of £3.7m, both to right-of-use assets.

Restructuring costs

In the period ended 28 December 2024, the Group undertook various restructuring programmes across the business to improve both operational efficiency and also its customer proposition. The incremental costs associated with the restructuring programme totalled £4.0m. Given the size and infrequent occurrences of such restructuring programmes by the Group, these have been recognised within adjusting items.

Solar Fast acquisition costs

In the period ended 28 December 2024, the Group acquired a 51% holding in Gasfast Limited, trading as Solar Fast (see note 12). As part of the acquisition, incremental fees directly associated with the acquisition were incurred by the Group. These were predominantly related to professional services and considered to be one-off in nature.

Revolving credit facility (RCF) amendment costs

In the period ended 28 December 2024, the Group incurred fees related to the completion of its “Amend and Extend” of its Rolling Credit Facility during the period, lengthening the term by a further two years to March 2028, with an option of an additional one year extension. The Group does not consider corporate transactions such as this to be required on a regular basis and thus have classified the fees as adjusting.

10 Taxation

(£m)	**52 weeks ended 28 December 2024**	52 weeks ended 30 December 2023
Current tax		
UK corporation tax expense	**12.3**	10.4
UK corporation tax adjustments in respect of prior periods	**(2.2)**	0.1
Total current tax charge	**10.1**	10.5
Deferred tax		
Deferred tax movement in period	**(5.7)**	(0.4)
Effect of change in tax rate	**(0.1)**	–
Adjustments in respect of prior periods	**0.5**	1.2
Total deferred tax charge	**(5.3)**	0.8
Total tax charge	**4.8**	11.3

The differences between the total tax charge and the amount calculated by applying the standard rate of UK corporation tax of 25.0% (52 weeks ended 30 December 2023: 23.5%) to the profit before tax for the Group are as follows:

(£m)	**52 weeks ended 28 December 2024**	52 weeks ended 30 December 2023
Profit before taxation	**23.2**	41.1
Tax at the standard corporation tax rate	**5.9**	9.7
Effects of:		
Depreciation of non-qualifying property	**0.4**	0.9
Tax effect of non-taxable income / non-deductible expenses	**–**	(1.2)
Adjustments to prior period	**(1.7)**	1.3
Effect of share based payments	**0.2**	1.1
Other	**–**	(0.4)
Impact of super deduction	**–**	(0.1)
Total tax charge	**4.8**	11.3

The effective tax rate for the period is 20.3% (52 weeks ended 30 December 2023: 27.5%). The effective tax rate was lower than the standard rate primarily due to capital allowance claims made in the period in respect of historical expenditure.

Notes to the consolidated financial statements continued

11 Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the 52 week period ended 28 December 2024.

(£m)	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Profit attributable to the owners of the Parent	**18.1**	29.8
(No.)		
Weighted average number of ordinary shares	**245,621,601**	258,667,102
Adjustment for weighted average number of ordinary shares held in EBT	**(4,861,137)**	(6,163,934)
Weighted average number of ordinary shares in issue	**240,760,464**	252,503,168
Basic earnings per share (in pence per share)	**7.7p**	11.8p

For diluted earnings per share, the weighted average number of ordinary shares in issue is adjusted to include all dilutive potential ordinary shares arising from share options.

(£m)	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Profit attributable to the owners of the Parent	**18.1**	29.8
(No.)		
Weighted average number of ordinary shares in issue	**240,760,464**	252,503,168
Diluted effect of share options on potential ordinary shares	**3,714,321**	2,804,387
Diluted weighted average number of ordinary shares in issue	**244,474,785**	255,307,555
Diluted earnings per share (in pence per share)	**7.5p**	11.7p

The Directors believe that EPS excluding Adjusting items (Adjusted EPS) reflects the underlying performance of the business before the impact of unusual or one off events and assists in providing the reader with a consistent view of the trading performance of the Group.

Reconciliation of profit after taxation to profit after taxation excluding Adjusting items (Adjusted profit):

(£m)	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Profit attributable to the owners of the parent from continuing operations	**18.1**	29.8
Adjusting items before tax	**20.4**	10.9
Tax on adjusting items	**(4.9)**	(2.6)
Adjusting items after tax (note 9)	**15.5**	8.3
Adjusted profit attributable to the owners of the parent	**33.6**	38.1
Weighted average number of ordinary shares in issue	**240,760,464**	252,503,168
Weighted average number of dilutive ordinary shares in issue	**244,474,785**	255,307,555
Adjusted basic earnings per share (in pence per share)	**14.1p**	15.1p
Adjusted diluted earnings per share (in pence per share)	**13.9p**	14.9p

12 Acquisition of Gasfast Limited (T/A Solar Fast)

On 21 May 2024, the Group completed the acquisition of a 51% controlling interest in Gasfast Limited (Gasfast), the parent company of leading solar installations company Solar Fast (Solar Fast). Taking control of Gasfast will enable the group to expand its offering into the fast-growing market for home energy solutions, initially with solar and gas boilers and, in time, air source heat pumps and other services.

The group acquired the 51% equity stake from the Solar Fast founders based on a valuation for 100% of the Business of 7x EBITDA delivered in calendar year 2024, with a minimum valuation for 100% of the Business of £10.0m and a maximum of £36.0m (excluding adjustments for cash, working capital and debt).

The initial aggregate consideration for acquiring the 51% controlling interest amounted to £7.6m, representing £5.1m for the equity shares, less a £0.2m negative working capital adjustment, plus £2.7m for acquired cash, of which £2.5m cash was repaid by dividend post completion.

Since acquisition, Gasfast has contributed revenue of £10.0m and profit of £0.3m to the Group's results. Had the acquisition occurred at the start of the year, management estimates that consolidated revenue would have been £16.7m, and consolidated profit for the year would have been £0.8m. In determining these amounts, management has assumed that the fair value adjustments, determined provisionally, that arose on the date of acquisition would have been the same if the acquisition had occurred at the start of the year.

Contingent Consideration

Total consideration is based on the higher of £10.0m or 7x EBITDA achieved in 2024, subject to a maximum of £36.0m, as described above. As 7x EBITDA was lower than £10m, no further consideration was payable.

Notes to the consolidated financial statements continued

12 Acquisition of Gasfast Limited (T/A Solar Fast) continued

Acquisition Related Costs

The group incurred acquisition-related costs of £0.8m on legal fees and due diligence costs. These costs have been included in administrative expenses. As set out in note 2, these costs are not related to underlying trading and have therefore been treated as an adjusting item in the disclosed APMs.

Identifiable assets acquired and liabilities assumed

The following table summarises the fair value amounts of assets acquired and liabilities assumed at the date of acquisition.

£m	Fair values
Software	0.1
Brand	0.7
Property, plant and equipment	0.2
Inventories	0.7
Trade and other receivables	0.6
Cash and cash equivalents	5.3
Trade and other payables	(0.7)
Deferred tax liability	(0.2)
Total identifiable net assets acquired	**6.7**
Consideration	
Enterprise value of 51% shareholding	5.1
Acquired cash/net working capital adjustment[1]	2.5
Total consideration	7.6
Acquired assets (51%)	(3.4)
Goodwill	**4.2**

(1) £2.5m was subsequently repaid by way of dividend

The cash flow disclosure of 'Acquisition of business net of cash acquired' of £2.3m represents the £7.6m total consideration, less the Cash and cash equivalents at completion of £5.3m.

Measurement of fair values

The valuation techniques used for measuring the fair value of material assets acquired were as follows.

Leasehold improvements, plant and equipment	Given the nature of these assets, a depreciated replacement cost approach has been taken, aligning to the groups capitalisation and depreciation policies.
Intangible assets	A relief from royalty method was applied to those revenues that Solar Fast is expected to generate independently over a 2 year period. The period selected and royalty rate applied reflect the relative immaturity of the Solar Fast business.
Inventories	The carrying value of these assets is considered to represent fair value, reflecting the estimated selling price, less estimated costs of completion and sale, and a reasonable profit margin based on the effort required to complete and sell the inventories.
Trade receivables	Trade receivables, representing amounts due from retail customers, totalled £0.4m. The carrying value of these assets is considered to represent fair value, and is stated after providing for £0.1m, which was estimated to be uncollectable at the acquisition date.

Goodwill

Goodwill arising from the acquisition reflects Solar Fast's established operations and assembled workforce which will allow the Group to enter a new market quickly, with lower execution risk, as well as to allow the Group to scale quickly in a segment considered to have a significant near term opportunity. Given the closeness of the acquisition date, the tax treatment of goodwill has not yet been determined and will be confirmed by its inclusion in the annual financial statements.

Notes to the consolidated financial statements continued

12 Acquisition of Gasfast Limited (T/A Solar Fast) continued

Measurement of non-controlling interest

For the purposes of the Group's consolidated balance sheet, the Group has elected to measure the 49% non-controlling interest, which at the acquisition date amounted to £3.2m as the proportionate share of Solar Fast's identifiable net assets.

Option to acquire the Non-Controlling Interest

The Group has an option to purchase the remaining 49% of the issued share capital of the Business. This call only option may be exercised during the five years by the Group following completion, in tranches of not less than 10% of the issued share capital, and is based on a valuation of 6x last twelve months EBITDA at the time.

The EBITDA multiple pricing of the option is considered by the Directors to be at fair market value, and therefore is not considered to have any intrinsic value at the date of acquisition or at the reporting period.

Agreements are in place which would reduce the purchase price of the non-controlling interest by 25% in the event that the employee shareholders were to leave the business over the option period. Given the Group has no contractual obligation nor obligation through economic compulsion to exercise the option and there is no expectation in practice that the leaver provisions will be called upon, the potential discount is not considered to represent a remuneration expense.

13 Goodwill and other intangible assets

(£m)	Goodwill	Software	Total
Cost or valuation			
At 31 December 2022	8.4	37.3	45.7
Additions	–	6.1	6.1
Write-offs	–	(1.5)	(1.5)
Disposals	–	(0.6)	(0.6)
At 30 December 2023	8.4	41.3	49.7
Additions	**4.2**	**2.3**	**6.5**
Write-offs	**–**	**–**	**–**
Disposals	**–**	**–**	**–**
At 28 December 2024	**12.6**	**43.6**	**56.2**
Amortisation			
At 31 December 2022	–	20.7	20.7
Charged in the period	–	6.6	6.6
Disposals	–	(0.3)	(0.3)
At 30 December 2023	–	27.0	27.0
Charged in the period	**–**	**6.6**	**6.6**
Disposals	**–**	**–**	**–**
At 28 December 2024	**–**	**33.6**	**33.6**
Net book value			
At 28 December 2024	**12.6**	**10.0**	**22.6**
At 30 December 2023	8.4	14.3	22.7

The goodwill held by the Group arose on the acquisition of Focus DIY stores in 2007 & 2011, which are treated as two separate CGUs.

At the beginning and end of the financial periods the recoverable amount of CGUs to which the goodwill, with indefinite useful life, is allocated was in excess of its book value. In the absence of a binding agreement to sell the assets and active reference market on which fair value can be determined, the recoverable amount of the CGU was determined according to value in use. The Directors' calculations have shown that no impairments have occurred.

In the period to 28 December 2024, the acquisition of a 51% holding in Solar Fast (note 12) has resulted in goodwill. Solar Fast is treated as a separate CGU for the purposes of goodwill impairment testing. The recoverable amount of the CGU was determined according to value in use. The Directors' calculations have shown that no impairments have occurred. Details of impairment test are shown in note 16.

Notes to the consolidated financial statements continued

14 Property, plant and equipment

(£m)	Land and buildings	Leasehold improvements	Plant and equipment	Total
Cost				
At 31 December 2022	6.1	133.4	186.9	326.4
Additions	–	17.2	14.9	32.1
Disposals	–	(3.0)	(6.2)	(9.2)
Impairments	–	–	–	–
At 30 December 2023	6.1	147.6	195.6	349.3
Additions	**–**	**13.4**	**11.2**	**24.6**
Disposals	**(6.1)**	**(3.0)**	**(7.9)**	**(17.0)**
Impairments	**–**	**(5.8)**	**–**	**(5.8)**
At 28 December 2024	**–**	**152.2**	**198.9**	**351.1**
Accumulated depreciation				
At 31 December 2022	0.1	62.6	148.8	211.5
Charged in the period	0.1	8.0	13.0	21.1
Disposals	–	(1.4)	(5.1)	(6.5)
At 30 December 2023	0.2	69.2	156.7	226.1
Charged in the period	**0.1**	**12.6**	**9.6**	**22.3**
Disposals	**(0.3)**	**(2.6)**	**(7.7)**	**(10.6)**
At 28 December 2024	**–**	**79.2**	**158.6**	**237.8**
Net book value				
At 28 December 2024	**–**	**73.0**	**40.3**	**113.3**
At 30 December 2023	5.9	78.4	38.9	123.2

£5.8m of impairment was recognised in the period (52 weeks ended 30 December 2023: £nil) on stores where the remaining cash flows from the store are not expected to support the carrying value of the asset.

During the year the Group sold one property (30 December 2023: none) for total proceeds of £6.2m as part of a sale and leaseback transaction (note 15).

15 Right-of-use assets

The Group leases many assets including land and buildings and vehicles, the weighted average remaining lease term of all leases is 9.6 years (30 December 2023: 9.4 years). Information about leases for which the Group is a lessee is presented below.

At 28 December 2024, the Group had no material leases committed to but not yet commenced (30 December 2023: nil). The Group does not enter into turnover rent agreements or have material variable payments. It holds 23 property leases which contain termination options and, given there is not an economic incentive to exercise the option given the performance of the related stores, the extended period is included within our IFRS 16 calculations. The Group does not have any significant extension options in its lease agreements.

During the year the Group sold one property (30 December 2023: none) for total proceeds of £6.2m which was leased back for a lease term of 20 years, included in additions. There was no gain or loss on the sale and leaseback transaction.

The modifications relate predominantly to increases in lease terms within the store portfolio.

Net carrying value (£m)	Land and buildings	Plant and equipment	Total
At 31 December 2022	530.2	12.2	542.4
Additions	11.6	10.6	22.2
Modifications	45.9	0.1	46.0
Terminations	(0.2)	(0.1)	(0.3)
Depreciation	(67.8)	(6.4)	(74.2)
Impairments	(2.7)	–	(2.7)
Reversal of previous impairments	3.7	–	3.7
At 30 December 2023	520.7	16.4	537.1
Additions	**38.1**	**22.8**	**60.9**
Modifications	**53.0**	**–**	**53.0**
Terminations	**–**	**(0.8)**	**(0.8)**
Depreciation	**(67.6)**	**(9.1)**	**(76.7)**
Impairments	**(12.3)**	**–**	**(12.3)**
Reversal of previous impairments	**1.3**	**–**	**1.3**
At 28 December 2024	**533.2**	**29.3**	**562.5**

Notes to the consolidated financial statements continued

15 Right-of-use assets continued

Lease liabilities (£m)	As at 28 December 2024	As at 30 December 2023
Maturity analysis – contractual undiscounted cash flow		
Less than one year	**112.3**	109.7
One to two years	**111.1**	107.4
Two to five years	**285.4**	406.1
Five to ten years	**253.7**	155.3
More than ten years	**105.7**	49.0
Total undiscounted lease liabilities	**868.2**	827.5
Lease liabilities included in the balance sheet		
Current	**80.4**	79.8
Non-current	**624.9**	596.0
	705.3	675.8

Amounts recognised in the income statement (£m)	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Interest expense on lease liabilities	**30.1**	28.2
Expenses related to short-term leases	**0.3**	0.1
Expenses related to low-value assets	**0.8**	–
Depreciation	**76.7**	74.2
Net impairment charge/(reversal)	**15.7**	(1.0)

The weighted average incremental borrowing rate applied to property leases is 4.3% (30 December 2023: 4.3%), and for fleet leases is 6.9% (30 December 2023: 4.9%). Incremental borrowing rates for property leases are calculated from Group debt costs modified for retail property yields across the UK. Incremental borrowing rates for fleet leases are calculated from hire-purchase rates.

Sublet income

The Group leases space in some of its stores to third parties. Property rental income earned during the period in respect of these properties is disclosed in note 6.

At the balance sheet date, the Group had contracts with lessees for the following undiscounted future minimum lease payments:

(£m)	As at 28 December 2024	As at 30 December 2023
Within one year	**3.4**	2.3
One to five years	**10.6**	5.9
After five years	**14.2**	2.4
Total	**28.2**	10.6

16 Impairment testing

Measuring recoverable amounts

For impairment testing purposes, the Group has determined that each store is a separate CGU. 'Click and collect' sales and an allocation by store of delivered online sales are included in store cash flows to reflect the contributions stores make to fulfilling such orders.

CGUs are reviewed for indicators of impairment at each reporting date to determine if an impairment review is required: initially this typically requires a review of each store's performance to identify loss making or low profitability stores, after taking account of an appropriate proportion of central costs, over the period of the Board approved Five-Year Plan. In some particular cases, other factors are also considered including stores with recent losses or proportionately higher asset values, as well assessing whether any stores are exposed to risks, including specifically those related to climate change, that could indicate that it will not be able to remain open to the end of its lease, or result in any non-property assets having reduced useful lives. Where management consider there to be adverse factors which could impact a wider population of stores, for example a weak macroeconomic environment, all stores are treated as having an indicator of impairment.

The Group's goodwill balance is monitored for impairment testing purposes. The brought forward balance arose in relation to the acquisition of two tranches of stores formerly operating under the Focus brand in 2007 and 2011. Each tranche of stores is treated as a separate CGU, against which impairment (including the related goodwill) is considered. The carrying amounts of each CGU (including the related goodwill) is considered. The carrying amount of each CGU (including goodwill) is £16.7m and £38.1m respectively.

In the period ended 28 December 2024, the acquisition of a 51% holding in Solar Fast (note 12) generated goodwill of £4.2m, which is monitored against the business as one CGU. The carrying value of the CGU including goodwill is £5.1m for the 51% holding. The Group tests goodwill balances for impairment annually as well as for interim reporting if there are indications that an impairment may have occurred.

In accordance with accounting standards, the recoverable amount of an asset is the greater of its value in use and its fair value less costs to sell. Recognising that a value in use approach will reflect the valuation premium arising from both the Group's store network and fulfilment model, as well as the significant investment made centrally to support its key growth drivers, which should be excluded when calculating fair value, value in use has been used when calculating recoverable amount.

For store impairment testing and goodwill relating to the acquisition of two tranches of stores, the recoverable amount of each CGU is determined from value-in-use calculations, derived from the Board approved Five-Year Plan. The carrying value represents each store's specific assets, as well as the IFRS 16 right-of-use asset, plus an allocation of corporate assets (and related cash flows) where these assets can be allocated on a reasonable and consistent basis. The total value of these assets attributable to stores is £678.3m (30 December 2023: £666.4m).

For goodwill relating to the acquisition of the 51% holding in Solar Fast, the recoverable amount of the CGU is determined from value-in-use calculations, derived from the Board approved Five-Year Plan.

Notes to the consolidated financial statements continued

16 Impairment testing continued

Key assumptions

The estimation of future cash flows is derived from the Board approved Five-Year Plan, which is developed from a variety of sources including store performance, competitor activity, and consumer and market outlook. The key assumptions underpinning the value in use model include revenue growth and gross margin in the Board approved Five-Year Plan, and an allocation of a percentage of central costs.

The table below identified the key assumptions related to store impairment testing and goodwill related to the acquisition of two tranches of stores.

	2024	2023
Pre-tax discount rate	**13.4%**	13.7%
Revenue growth rate	**4% - 7%**	2% – 7%
Gross margin	**40% - 46%**	36% – 48%
Central cost allocation	**61.2%**	61.1%

Management determined the values assigned to these financial assumptions as follows:

– The pre-tax discount rate is derived from the Group's weighted average cost of capital, which has been calculated using the capital asset pricing model, the inputs of which include a UK risk-free rate, equity risk premium, Group size premium and a risk adjustment (beta).

– Revenue growth rates and gross margin in the Five-Year Plan period are after removing the impact of new stores, refits, and cost saving programmes that are yet to be enacted at the period end, but include the impact of all known ESG commitments and risks. These rates change each year based on both external and internal factors: the lower revenue growth rates in the near term, arising from the current economic uncertainty, are forecast to improve in the later years, reflecting the anticipated recovery in the UK economy and the continuing successful execution of the Group's growth strategy.

– Central costs are reviewed to identify amounts which are necessarily incurred to generate the CGU cash flows. Costs are allocated by category using appropriate volumetrics. A proportion of stewardship costs are allocated to CGUs, excluding those costs which are incurred solely due to the listed nature of the Group.

– Cash flows beyond the Five-Year Plan period (2030 and beyond) have been determined using an appropriate long-term nominal growth rate.

For goodwill related to the 51% acquisition of Solar Fast, the primary assumptions relate to a pre-tax discount rate at 23.15%, which is a derivation of the Group's weighted average cost of capital, as noted above, with a risk premium tailored to the size of the Solar Fast business, revenue growth rates of 23% - 51% and gross margin of 41% to 45%.

Whilst the directors consider their assumptions to be realistic, including those for market changes, the estimated future cash flows derived from the Board approved Five-Year Plan require the achievement of company specific growth initiatives. Should actual results be different from expectations, for instance due to worsening of the UK economy, then it is possible that the value of non-current assets included in the balance sheet could be further impaired.

Impairment of goodwill

At 28 December 2024 the recoverable amount of CGUs to which the goodwill is allocated was in excess of its book value and therefore no impairment has been recognised. The impairment review was not sensitive to changes in the assumptions used in the value-in-use model.

For goodwill related to Solar Fast, the impairment review was carried out using the assumptions and methodology disclosed in this note, with no impairment recognised. For goodwill related to the acquisition of two tranches of stores, of the impairment results noted on right-of-use assets, £nil relates to right-of-use assets for stores associated with some goodwill.

Impairment of store related right-of-use assets and fixed assets

Due to the continued softer UK macro-economic environment and economic outlook in 2024, all stores were tested for impairment.

The impairment reviews were carried out using the assumptions and methodology disclosed in this note. The impairment review identified 27 stores that should be impaired resulting in £18.1m (30 December 2023: £2.7m) of impairment charge, split as £12.3m (30 December 2023: £2.7m) relating to right-of-use assets and £5.8m (30 December 2023: £nil) relating to property, plant and equipment. Of these 27 stores, 8 have closed or are in the process of closing, with 19 remaining operational, some of which are not yet mature. The review also identified one store where a reversal of previous impairment to right-of-use assets should be recognised, resulting in £1.3m (30 December 2023: £3.7m) of impairment credit. Both the impairment charge and credit are recognised within selling costs.

Given the size of the total store impairment charge, and that fact a key contributory to the existence of the charge is the broader UK macro-economic events impacting many retail businesses, and not solely the underlying performance of the Group's individual stores, this impairment charge is included within adjusting items as disclosed in note 9.

The carrying amount of non-current assets attributable to the stores that have been impaired, after impairment, is £52.1m (30 December 2023: £13.7m). The impairment sensitivities set out below are calculated with reference to all stores.

Impairment sensitivities

It is possible that a materially different impairment would have been identified if the key assumptions were changed in the value-in-use calculations for store impairment testing. The impact on the net impairment recognised for store impairment testing from reasonably possible changes in assumption, all other assumptions remaining the same, are shown in the table below.

Assumption

(£m)	Decrease/(increase) in net impairment
Store revenue increases/(decreases) by 2%	£7.5m – £(9.9)m
Gross margin increases/(decreases) by 1%	£8.8m - £(12.6)m
Percentage of central costs allocated decreases/(increases) by 10%	£5.3m - £(6.3)m
Discount rate decreases/(increases) by 100 basis points	£3.8m - £(4.0)m

Note, for Solar Fast goodwill, a 10% sensitivity to revenue and similar sensitivities to those above for gross margin and discount rates do not have a material impact on headroom. For both Solar Fast goodwill and store impairments, reasonably possible changes of the other assumptions, including halving the growth rate past the Five-Year Plan period, would not result in a material increase to the impairment charge.

Notes to the consolidated financial statements continued

17 Deferred tax

The following are the major deferred tax assets and (liabilities) recognised by the Group and movements thereon during the current and prior reporting periods.

	Tax losses	Provisions	Capital Allowance	Share-based payments	Leases	Total
At 31 December 2022	–	–	(8.5)	0.2	31.0	22.7
(Charge)/credit to the Income statement	(0.4)	–	(1.4)	1.1	1.0	0.3
Charge to equity	–	–	–	1.2	–	1.2
Prior period adjustment	0.4	1.5	(0.2)	–	(2.9)	(1.2)
Change in tax rates	–	–	(0.1)	–	0.1	–
At 30 December 2023	–	1.5	(10.2)	2.5	29.2	23.0
(Charge)/credit to the Income statement	**(1.8)**	**0.2**	**0.8**	**0.1**	**6.4**	**5.7**
Credit to equity	**–**	**–**	**–**	**1.5**	**–**	**1.5**
Prior period adjustment	**1.7**	**(0.7)**	**1.7**	**(1.7)**	**(1.5)**	**(0.5)**
Change in tax rates	**0.1**	**–**	**0.1**	**(0.1)**	**–**	**0.1**
At 28 December 2024	**–**	**1.0**	**(7.6)**	**2.3**	**34.1**	**29.8**
Disclosed within non-current assets	**–**	**1.0**	**(7.6)**	**2.3**	**34.1**	**29.8**

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability settled, based on tax rates that have been enacted, or substantively enacted, at the balance sheet date. The Group has separately calculated the tax rates applicable in respect of Adjusting items for the period as well as the tax rate change as a result of the increase in the rate of UK corporation tax effective from 1 April 2023 from 19% to 25%. The legislation enacting this rate increase was substantively enacted on 24 May 2021.

At 28 December 2024, the Group had unused capital losses of £37.6m (30 December 2023: £37.6m) available for offset against future capital profits. No deferred tax asset has been recognised because it is unlikely that future taxable profits will be available against which the Group can utilise the losses.

18 Investments

As at 28 December 2024, these consolidated financial statements of the Group comprise the Company, Wickes Group Plc, and the following subsidiaries which are all incorporated in the United Kingdom.

Incorporated in England and Wales and registered at Vision House, 19 Colonial Way, Watford, WD24 4JL	Principal activity	% interest held	Class of share
Wickes Group Holdings Limited	Holding company	100%	Ordinary
Wickes Building Supplies Limited*	Home improvement retailer	100%	Ordinary
Gasfast Limited*	Solar installations	51%	Ordinary
Wickes Finance Limited*	Dormant	100%	Ordinary
Wickes Holdings Limited*	Dormant	100%	Ordinary

* indirect shareholding

19 Inventories

(£m)	**As at 28 December 2024**	As at 30 December 2023
Inventories	**192.9**	195.5

Inventories consist of goods for resale. Inventories are stated after provisions for impairment of £3.7m (2023: £3.7m) and includes a deduction to account for rebates earned on purchases and held in inventory at year end of £8.4m (2023: £7.3m).

Cost of sales for the 52 weeks ended 28 December 2024 includes inventory recognised as an expense amounting to £844.4m (52 weeks ended 30 December 2023: £857.8m).

	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Movement in stock provisions		
Opening provision	**3.7**	5.0
Provision utilisation	**(11.9)**	(14.1)
Provision increased	**11.9**	12.8
Closing provision	**3.7**	3.7

20 Trade and other receivables

(£m)	**As at 28 December 2024**	As at 30 December 2023
Trade receivables	**31.1**	33.4
Allowance for expected credit losses	**(0.9)**	(1.0)
	30.2	32.4
Other receivables	**25.1**	26.4
Prepayments and accrued income	**15.3**	15.3
Total current trade and other receivables	**70.6**	74.1

Trade receivables primarily represent amounts receivable following the delivery of goods purchased through finance agreements or completion of a Design & Installation project installation and electronic payment transactions with customers that were not received into the bank at the year end. Cash received from third parties providing finance to the Group's customers is recognised in the Cash Flow Statement as an operating cash flow.

The ageing of trade receivables is shown below. A provision for expected credit losses has been recognised at the reporting date through consideration of the ageing profile and the risk of non-recovery. The carrying amount of trade receivables, net of expected credit losses, is considered to be an approximation to its fair value.

Notes to the consolidated financial statements continued

20 Trade and other receivables continued

Trade receivables on financed sales are ordinarily settled by financing providers; the Group does not retain consumer credit risk in respect of these sales. In a small number of cases, despite the Group having fulfilled its obligations under the installation contract, there may be a technical delay in receiving final settlement from the finance partner. The Group assesses whether these delays may result in amounts ultimately not being received and establishes a credit loss accordingly. Credit risk on credit card transactions is retained by the card issuer.

The loss allowance for trade receivables was determined as follows:

Saturday 28 December 2024	Current	1-30 days	31-60 days	61-120 days	More than 120 days	Total
Expected loss rate	**2.9%**	-	-	-	-	**2.9%**
Carrying amount of trade receivables (£m)	**31.1**	-	-	-	-	**31.1**
Loss allowance (£m)	**(0.9)**	-	-	-	-	**(0.9)**

Saturday 30 December 2023	Current	1-30 days	31-60 days	61-120 days	More than 120 days	Total
Expected loss rate	1.5%	–	–	100.0%	80.0%	3.0%
Carrying amount of trade receivables (£m)	32.5	0.1	0.2	0.1	0.5	33.4
Loss allowance (£m)	(0.5)	–	–	(0.1)	(0.4)	(1.0)

The Group assesses expected credit losses associated with the trade receivable on a forward looking basis by considering actual credit loss experience and whether there has been a significant increase in credit risk.

The movement in the allowance for impairment in respect of trade receivables during the period was as follows:

(£m)	As at 28 December 2024	As at 30 December 2023
At the beginning of the period	**1.0**	1.3
Provided in the period	**0.4**	0.2
Released during the period	**(0.5)**	(0.5)
At the end of the period	**0.9**	1.0

Trade receivables are written off when there is no longer a reasonable expectation of recovery. This is primarily where settlement is not received from the finance partners and an alternative payment plan cannot be agreed with the customer directly, or where a payment plan exists and the customer has failed to make contractual payments for a period greater than one year past due.

When assessing credit losses, trade receivables are grouped according to shared characteristics (payor/payor type) and the days past due. Given the primary settlors of trade receivables are consumer credit providers that have stable credit ratings, the Group has concluded that historical debt performance of the portfolio during the last three reporting periods provides a reasonable approximation of the future expected loss rates for each payor age category.

Other receivables primarily represent amounts due from suppliers to the Group for rebates of £23.7m (30 December 2023: £24.1m).

21 Cash and cash equivalents

(£m)	As at 28 December 2024	As at 30 December 2023
Cash at Bank	**4.4**	6.0
Short-term deposits	**81.9**	91.5
	86.3	97.5

Cash and cash equivalents comprise cash balances, short-term deposits and other short term highly liquid investments (including money market funds) with maturities not exceeding three months from the date of acquisition placed with investment grade counterparties which are subject to an insignificant risk of change in value.

22 Capital and reserves

	10 pence ordinary shares	
The Group and Company	Shares	£m
Authorised, issued and fully paid		
At 31 December 2022	259,637,998	26.0
Shares cancelled	(7,512,623)	(0.8)
At 30 December 2023	252,125,375	25.2
Shares cancelled	(10,059,076)	(1.0)
At 28 December 2024	**242,066,299**	**24.2**

The Group and Company have 242,066,299 allotted and fully paid ordinary shares of 10 pence each. There is a single class of ordinary shares and all shares rank equally with regard to the Company's residual asset. The holders of ordinary shares are entitled to receive dividends as declared and are entitled to one vote per share at meetings of the Company.

No shares were issued during the current financial year in relation to share options.

During the 52 weeks ended 28 December 2024, 10.1 million (52 weeks ended 30 December 2023: 7.5 million) shares were purchased from the market and also cancelled, as part of the share buyback programme. The total consideration of £15.1m (52 weeks ended 30 December 2023: £10.1m) was charged to retained earnings including £0.1m for stamp duty and commission (52 weeks ended 30 December 2023: £0.1m). The aggregate nominal value of shares cancelled and transferred to the capital redemption reserve was £1.0m (52 weeks ended 30 December 2023: £0.8m).

Notes to the consolidated financial statements continued

22 Capital and reserves continued

EBT share reserves

The Wickes Employee Benefit Trust and Equiniti Share Plan Trustees Limited (together "the Trusts") have been put in place to further the interests of the Company by benefitting employees of the Group. The Trusts are treated as an extension of the Group and the Company.

Where the Trusts purchase the Company's equity share capital the consideration paid, including any directly attributable incremental costs, is deducted from equity attributable to the Company's equity holders until the shares are cancelled or reissued. As at 28 December 2024, 4,778,750 shares (30 December 2023: 5,918,098 shares) were held by the Trusts in relation to the Company's Share Incentive Plan. The EBT share reserves balance as at 28 December 2024 was £0.5m (30 December 2023: £0.7m).

(number of shares)	**As at 28 December 2024**	As at 30 December 2023
At the beginning of the period	**5,918,098**	6,818,863
Own shares purchased for share schemes	**-**	170,000
Shares released to participants	**(1,139,348)**	(1,070,765)
At the end of the period	**4,778,750**	5,918,098

Other reserves

The Other reserves balance as at 28 December 2024 of £785.7m (30 December 2023: £785.7m) was created on the acquisition in March 2020 by Wickes Group Plc of Wickes Group Holdings Limited and by Wickes Group Holdings Limited of Wickes Building Supplies Limited and Wickes Finance Limited, via share for share exchanges, and represents the difference between the carrying value of the assets and liabilities of the acquired companies and the nominal value and premium of the shares issued.

23 Borrowings

Bank borrowings

On 23 March 2021, the Group entered into a three-year £80.0m Revolving Credit Facility (RCF) with a syndicate of banks. The Revolving Credit Facility is intended to be used for general corporate purposes and was undrawn as at 28 December 2024 (30 December 2023: undrawn). In March 2022 and again in March 2023, one year extensions were obtained on the revolving credit facility, ultimately extending the expiry date to March 2026. In March 2024, the Group completed an "Amend and Extend" of its revolving credit facility (RCF), extending the maturity to March 2028 with an option for a further year. After the year end, a further one year extension was obtained, extending the expiry date to March 2029 (note 32).

The group does not have an overdraft facility as at 28 December 2024 (30 December 2023: no facility).

At the period end, the Group had the following borrowing facility available:

(£m)	**As at 28 December 2024**	As at 30 December 2023
Undrawn facilities:		
4-year committed revolving credit facility (expires March 2028)	**80.0**	80.0
	80.0	80.0

Lease liabilities

Obligations under finance leases

The Group has entered into lease agreements in respect of retail stores, warehouses, vehicles and office equipment. The leases are secured on floating charges over both the present and future assets of material subsidiaries in the Group. Leases, with a present value liability of £705.3m (30 December 2023: £675.8m), expire in various years to 2044 and carry an average incremental borrowing rate of 4.4% (30 December 2023: 4.3%). Rent in respect of retail stores leases are reviewed by the landlord periodically, subject to assorted floors and caps. Except for these reviews, cash flows and charges are expected to remain in line with the current period.

The discount rates used are calculated at inception of the lease on a lease by lease basis, and are based on estimates of incremental borrowing rates.

Changes in lease liabilities arising from financing activities are detailed in note 24.

In the period, the Group recognised charges of £1.1m (30 December 2023: £0.1m) of lease expenses relating to short term and low value leases for which the exemption under IFRS 16 has been taken.

See note 15 for more detail on the depreciation of the Right-of-use (ROU) assets and note 7 for more detail on the interest expense relating to leases.

24 Movement in lease liability net debt

(£m)	Cash and cash equivalents	Lease liability	Total
At 31 December 2022	99.5	(691.3)	(591.8)
Decrease in cash and cash equivalents	(2.0)	–	(2.0)
Repayment of lease liabilities	–	112.5	112.5
Discount unwind on lease liability	–	(28.2)	(28.2)
Lease additions	–	(22.2)	(22.2)
Lease modifications	–	(46.0)	(46.0)
Lease incentives received	–	(0.8)	(0.8)
Lease terminations	–	0.2	0.2
At 30 December 2023	97.5	(675.8)	(578.3)
Decrease in cash and cash equivalents	**(11.2)**	**–**	**(11.2)**
Repayment of lease liabilities	**–**	**114.4**	**114.4**
Discount unwind on lease liability	**–**	**(30.1)**	**(30.1)**
Lease additions	**–**	**(60.7)**	**(60.7)**
Lease modifications	**–**	**(53.0)**	**(53.0)**
Lease incentives received	**–**	**(0.9)**	**(0.9)**
Lease terminations	**–**	**0.8**	**0.8**
At 28 December 2024	**86.3**	**(705.3)**	**(619.0)**

Notes to the consolidated financial statements continued

24 Movement in net debt continued

Balances (£m)	As at 28 December 2024	As at 30 December 2023
Cash and cash equivalents	**86.3**	97.5
Current lease liabilities	**(80.4)**	(79.8)
Non-current lease liabilities	**(624.9)**	(596.0)
Net debt	**(619.0)**	(578.3)

25 Provisions

(£m)	Property	Warranty	Insurance	Total
At 31 December 2022	2.1	2.9	5.9	10.9
Charge to income statement	1.7	2.8	1.0	5.5
Utilisation	–	(2.4)	(1.4)	(3.8)
At 30 December 2023	3.8	3.3	5.5	12.6
Charge to income statement	**0.2**	**3.5**	**1.2**	**4.9**
Utilisation	**(2.1)**	**(2.5)**	**(1.8)**	**(6.4)**
At 28 December 2024	**1.9**	**4.3**	**4.9**	**11.1**

(£m)	As at 28 December 2024	As at 30 December 2023
Current	**9.7**	10.3
Non-current	**1.4**	2.3
	11.1	12.6

Property provisions primarily arise where there is an expectation that a store will close and where there is an obligation to fulfil rate, insurance and dilapidation payments under the lease contract, or if there is other evidence that enables a dilapidation provision to be reliably estimated. The provision will be revised in future periods should the lease be terminated early or a subtenant found.

The insurance claims provision represents management's best estimate of the value of outstanding claims against the Group, using an expected value approach in line with IAS 37. There are no individually material claims and the potential settlement dates and amounts vary widely based on the portfolio of insurance claims provided for. The Group has no material self insured claims.

All provisions as at 28 December 2024 other than £1.4m of property provisions (30 December 2023: £2.3m of property provisions) are considered to be current and expected to be utilised within the next twelve months.

26 Trade and other payables

(£m)	As at 28 December 2024	As at 30 December 2023
Trade payables	**120.7**	119.4
Social security and other taxes	**16.9**	11.6
Other payables	**17.3**	17.0
Deferred income	**26.2**	33.2
Accrued expenses	**31.5**	37.9
Trade and other payables	**212.6**	219.1

The trade payables balance includes a deduction for amounts due from suppliers to the Group for associated rebates of £8.7m (30 December 2023: £8.9m).

The deferred income balance represents amounts received directly from customers for goods and services where the Group has not fulfilled its performance obligations, including upfront deposits received. Under the terms of the relevant contracts, sales made where third parties have provided finance to the customer (not including the upfront deposit) do not give rise to deferred income. Of the total deferred income balance, £22.6m (30 December 2023: £28.5m) related to Design & Installation deferred income.

Revenue of £54.4m was recognised in the 52 weeks ended 28 December 2024 which had been included in the deferred income balance at the beginning of the period (52 weeks ended 30 December 2023: £44.4m).

27 Dividends

(£m)	As at 28 December 2024	As at 30 December 2023
Amounts recognised in the financial statements as distributions to equity shareholders are shown below:		
– final dividend for the 52 weeks ended 30 December 2023 of 7.3 pence (52 weeks ended 31 December 2022: 7.3 pence)	**17.6**	18.3
– interim dividend for the 52 weeks ended 28 December 2024 of 3.6 pence (52 weeks ended 30 December 2023: 3.6 pence)	**8.5**	9.1
Total dividend	**26.1**	27.4

A final dividend of 7.3p is proposed in respect of the 52 weeks ending 28 December 2024. It will be paid on 6 June 2025 to shareholders on the register at the close of business on 25 April 2025 (the Record Date). The shares will be quoted ex-dividend on 24 April 2025.

Shareholders may elect to reinvest their dividend in the Dividend Reinvestment Plan (DRIP). The last date for receipt of DRIP elections and revocations will be 15 May 2025.

In the post-acquisition period, a dividend was paid by Gasfast Limited of £2.4m to its non-controlling interest.

Notes to the consolidated financial statements continued

28 Share-based payments

The Group operates a number of share-based payment schemes for Executive Directors and other employees, all of which are classified as equity settled. The Group has no legal or constructive obligation to repurchase or settle any of the options in cash.

The total cost in respect of LTIPs, Transition Awards, SAYE and Free Shares recognised in the income statement was £4.0m in the period ended 28 December 2024 (period ended 30 December 2023: £5.9m). Of this charge, £3.6m (period ended 30 December 2023: £5.6m), which is the amount net of Employer's National Insurance, is credited to equity. Employer's National Insurance (including Apprenticeship Levy) is being accrued on the balance sheet, where applicable, at the rate of 15.5%, which management expects to be the prevailing rate at the time the options are exercised, based on the share price at the reporting date. The total National Insurance charge for the period was £0.4m (period ended 30 December 2023: £0.3m).

The total cost between each of the relevant schemes, together with the number of options outstanding are shown below:

Charge (£m)	**52 weeks ended 28 December 2024**	52 weeks ended 30 December 2023
Long Term Incentive Plan	**2.8**	3.8
Transition Awards	**–**	0.3
Save As You Earn (SAYE)	**0.9**	1.2
Free Shares	**0.3**	0.6
	4.0	5.9

Number of options (thousands)	**As at 28 December 2024**	As at 30 December 2023
Long Term Incentive Plan	**8,254**	6,359
Transition Awards	**–**	100
Save As You Earn (SAYE)	**11,080**	10,768
Free Shares	**348**	488
	19,682	17,715

A summary of the main features of the schemes are detailed below:

Scheme	Scheme name	Grant date	Vesting date	Number of options granted	Vesting criteria	Eligibility	Scheme type
Long Term Incentive Plan (LTIP)	RSP	31/03/2023	31/03/2025	827,045	A performance underpin	Executive Directors, designated senior managers	Nil-cost options
		31/03/2023	31/03/2024	711,237			
	LTIP 24	30/09/2024	30/09/2027	23,902	EPS (60%), TSR (30%) & ESG (10%) targets		
		27/03/2024	27/03/2027	3,366,432			
	LTIP 23	25/09/2023	25/09/2026	29,735	EPS (60%), TSR (30%) & ESG (10%) targets		
		31/03/2023	31/03/2026	3,448,605			
	LTIP 22	28/09/2022	28/09/2025	666,396	EPS (70%) & TSR (30%) targets		
		31/03/2022	31/03/2025	1,998,542			
	LTIP 21	28/09/2021	28/09/2024	1,795,194			
	Buyout Award	28/09/2022	9/9/2023 & 25/03/2024	148,114	n/a	Mark George, CFO	
Transition Awards		28/09/2021	28/04/2022 & 28/04/2023	1,616,863	A performance underpin for Executive Directors	Executive Directors, designated senior managers	Nil-cost options
Save As You Earn (SAYE)	SAYE 23	17/10/2023	17/10/2026	2,543,884	Continued saving for 3 years	All Employees	SAYE options
	SAYE 22	18/10/2022	18/10/2025	9,475,353			
	SAYE 21	19/10/2021	19/10/2024	5,433,646			
Free Shares		28/06/2021	28/06/2024	881,940	n/a	All Employees	Nil-cost options

In addition to the scheme specific vesting criteria detailed above, for each scheme vesting is ordinarily dependent on the continued employment of recipients. Further features of the individual schemes are detailed below:

Notes to the consolidated financial statements continued

28 Share-based payments continued

Long Term Incentive Plan

The Long Term Incentive Plan (LTIP) 21, LTIP 22, LTIP 23 and LTIP 24 awards are made at the discretion of the Remuneration Committee, with vesting subject to market and non-market performance criteria measured over a period of three years. The criteria are set by the Remuneration Committee, and are aligned with the long-term strategic objectives of the Group and shareholder value creation.

The Buy-out award is in respect of an award granted to Mark George on his appointment as CFO, following the decision to buy-out some of the incentive awards forfeited by him from his previous employer, The Gym Group.

The Group granted RSP options with the intention of replacing the majority of the existing LTIP 21 and LTIP 22 awards.

In accordance with IFRS 2, if an award is granted as a replacement for a pre-existing award then modification accounting is applied, whereby the incremental fair value of the RSP over the LTIP, determined at the date of RSP grant, is spread over the vesting period of the RSP.

The charge in the period for LTIP includes an accrual of £0.7m (period ended 30 December 2023: £0.8m) for the Group's Deferred Share Bonus plan in respect of the bonus payable in shares for the period ended 28 December 2024.

Save As You Earn

The Save As You Earn (SAYE) scheme is open to all Wickes Group employees. A maximum monthly contribution of £500 is permitted under the option scheme. Upon vesting, the options will remain exercisable for 6 months.

Free Shares

Free Shares are free Wickes Shares which were allocated to all full-time and part-time employees at demerger and had a market value of £300 or £150 respectively.

Fair value of options

The Black-Scholes option-pricing model is used to calculate the fair value of the options and the amount to be expensed. Judgements including the probability of the performance conditions being achieved, the number of employees who may leave the Group or the scheme, and dividend yields, are included in the fair value calculations.

The following information is relevant to the determination of the fair value of the awards granted under the schemes for the 52 weeks ended 28 December 2024 and the 52 weeks ended 30 December 2023. The information is expressed as weighted averages where relevant:

	52 weeks ended 28 December 2024	
The Group and Company:	LTIP (nil cost options)	SAYE
Share price at grant date (pence)	150.4	163.6
Option exercise price (pence)	–	140.0
Option life (years)	2.3	3.0
Expected dividends as a dividend yield (%)	n/a	7.2%
Risk free interest rate (%)	n/a	3.9%
Volatility (%)	n/a	31.0%

	52 weeks ended 30 December 2023	
The Group and Company:	LTIP (nil cost options)	SAYE
Share price at grant date (pence)	135.3	133.6
Option exercise price (pence)	–	116.0
Option life (years)	2.6	3.0
Expected dividends as a dividend yield (%)	n/a	8.0%
Risk free interest rate (%)	n/a	4.6%
Volatility (%)	n/a	33.3%

As the LTIP awards have a nil exercise price the risk free rate of return, the dividend yield and the volatility do not have any effect on the estimated fair value.

If the LTIP options remain unexercised after a period of 10 years from the date of grant, these options expire. SAYE options expire 3½ years after the date of grant.

The risk-free interest rate of return is the yield on zero-coupon UK Government bonds on a term consistent with the vesting period. Dividends used are based on actual dividends where data is known and future dividends using the Group's Five-Year Plan.

Volatility is based on historic share prices over the period since the demerger date, when Wickes Group Plc joined the London Stock Exchange. Option life used in the model has been based on the option vesting period.

Notes to the consolidated financial statements continued

28 Share-based payments continued

Income statement charge, shares granted and outstanding at the end of the period

A description of the share schemes operated by the Group is contained in the remuneration report on pages 106 to 117. The number of share options granted and the estimated fair values of the shares under option granted under the Group's share schemes in both 2024 and 2023 are shown below:

Grant date - scheme	Expiry date	Exercise price (pence)	Share options (thousands)	Fair value for the Group (£m)
15/10/2024 – Save As You Earn plan	15/04/2028	140.0	2,244	0.3
30/09/2024 – Long Term Incentive Plan	30/09/2034	–	24	–
27/03/2024 – Long Term Incentive Plan	27/03/2034	–	3,366	2.5
17/10/2023 – Save As You Earn plan	17/04/2027	116.0	2,544	0.5
25/09/2023 – Long Term Incentive Plan	25/09/2033	–	30	–
31/03/2023 – Long Term Incentive Plan	31/03/2033	–	3,449	2.4
31/03/2023 – Restricted Stock Plan	31/03/2033	–	1,538	2.1

The aggregate number of share awards outstanding for the Group and their weighted average exercise price is shown below:

	52 weeks ended 28 December 2024			52 weeks ended 30 December 2023		
	Weighted average exercise price (pence)	**Number of options (thousands)**	**Number of nil price options (thousands)**	Weighted average exercise price (pence)	Number of options (thousands)	Number of nil price options (thousands)
Outstanding at the beginning of the period	**70**	**10,769**	**6,948**	75	10,727	5,845
Granted during the period	**56**	**2,244**	**3,390**	39	2,544	5,017
Exercised during the period	**9**	**(99)**	**(967)**	8	(67)	(855)
Forfeited during the period	**104**	**(1,834)**	**(320)**	111	(2,435)	(246)
Cancelled during the period	**–**	**–**	**(449)**	–	–	(2,813)
Outstanding at the end of the period	**67**	**11,080**	**8,602**	70	10,769	6,948
Exercisable at the end of the period	**–**	**708**	**348**	–	–	100

Details of the share options outstanding at 28 December 2024 are shown below:

	52 weeks ended 28 December 2024			52 weeks ended 30 December 2023		
	LTIP	**Transition Awards**	**SAYE and Free Shares**	LTIP	Transition Awards	SAYE and Free Shares
Range of exercise price (pence)	**–**	**–**	**nil–196**	–	–	nil–196
Weighted average exercise price (pence)	**–**	**–**	**115**	–	–	110
Number of shares (thousands)	**8,254**	**–**	**11,428**	6,359	100	11,256
Weighted average expected remaining life (years)	**1.5**	**–**	**1.3**	1.7	–	1.9
Weighted average contractual remaining life (years)	**8.6**	**–**	**1.7**	9.0	7.8	2.4

29 Commitments

Consignment stock

At 28 December 2024, the Group held consignment stock on sale or return of £5.6m (30 December 2023: £6.6m). The Group is only required to pay for the goods it chooses to sell and therefore this stock is not recognised as an asset.

Capital commitments

Capital commitments comprise amounts payable under capital contracts which are duly authorised and in progress at the consolidated balance sheet date. They include the full cost of goods and services to be provided under the contracts through to completion. The Group has rights within its contracts to terminate at short notice and, therefore, cancellation payments are minimal.

Capital commitments at the end of the period are shown below:

(£m)	**As at 28 December 2024**	As at 30 December 2023
Contracted but not provided for in the accounts	**9.3**	12.6

Notes to the consolidated financial statements continued

30 Financial instruments

The carrying value of categories of financial instruments

(£m)	Note	As at 28 December 2024	As at 30 December 2023
Financial assets:			
Cash and cash equivalents	21	**86.3**	97.5
Trade and other receivables at amortised cost	20	**55.3**	58.8
		141.6	156.3
Financial Liabilities			
Trade and other payables at amortised cost	26	**138.1**	136.4
Lease liabilities	24	**705.3**	675.8
		843.4	812.2

Credit risk and impairment

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and financing institutions.

Trade and other receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The Group's exposure to credit risk from trade receivables is considered to be low because of the nature of its customers and policies. The carrying amount of financial assets recorded in the financial statements, which is net of impairment losses, represents the Group's maximum exposure to credit risk.

Amounts due are mainly financed by large reputable financing institutions, which have high credit worthiness.

Where the group is exposed to potential credit loss an impairment allowance is made for individual exposures as well as for an Expected Credit Loss (ECL) component established using rates reflecting historic information for payor groups, and forward looking information. The total provision as at 28 December 2024 is £0.9m (30 December 2023: £1.0m).

Trade and other receivables exclude prepayments and accrued income of £15.3m (30 December 2023: £15.3m).

Trade and other payables

Trade and other payables excludes taxation, social security, accruals and deferred income amounts totalling £74.6m (30 December 2023: £82.7m).

Fair value of financial instruments

Financial assets/liabilities designated at fair value through profit and loss comprise foreign currency forward contracts, where the fair value of the contracts is measured by comparing the contract value using quoted forward exchange rates with the value using the exchange rates prevailing at the period end.

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into levels 1 to 3 based on the degree to which the fair value is observable:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs)

There were no transfers between levels during the period. There are no non-recurring fair value measurements.

The Group held financial instruments measured at fair value as shown in the table below:

(£m)	As at 28 December 2024	As at 30 December 2023
Included in assets		
Level 2		
Foreign currency forward contracts at fair value through profit and loss	**0.9**	–
Included in liabilities		
Level 2		
Foreign currency forward contracts at fair value through profit and loss	**–**	(0.7)
	0.9	(0.7)

Market risk

Market risk is the risk that changes in market prices, such as interest rates, will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

Interest rate risk

The Group is exposed to interest rate risk arising from fluctuations in market rates. This affects future cash flows from money market investments and the cost of variable rate borrowings such as the Revolving Credit Facility which is currently undrawn. The Group did not have any loans or overdrafts facility during the 52 weeks ended 28 December 2024 (52 weeks ended 30 December 2023: none).

Notes to the consolidated financial statements continued

30 Financial instruments continued

Currency forward contracts

The Group acquires goods for sale from overseas, which when not denominated in sterling are paid for principally in US dollars. The Group has entered into forward foreign exchange contracts (all of which are less than eighteen months in duration) to buy US dollars to manage the exchange rate risk arising from these anticipated future purchases. At the balance sheet date the total notional value of contracts to which the Group was committed was US$64.3m (30 December 2023: US$47.6m). The fair value of these derivatives was a £0.9 asset and a £nil liability (30 December 2023: £nil asset and £0.7m liability). These contracts are not designated as cash flow hedges, however given fair value accounting for these forward contracts does not reflect the intended economic outcome (i.e. to provide a level of certainty over future foreign currency purchases), the net unrealised gains and losses on remeasurement of the contracts are treated as adjusting items in the Group's adjusted profit measures (see notes 2 and 9 for further detail).

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Liquidity analysis

The following table details the Group's liquidity analysis for its other financial liabilities. The Group's contractual maturities, as at the balance sheet date, of financial liabilities are as follows:

		Maturity analysis				
(£m)	Note	Carrying amount	Contractual cash flows	Within one year	Between one and five years	More than five years
At 28 December 2024						
Trade and other payables at amortised cost	26	**138.1**	**138.1**	**138.1**	**–**	**–**
Lease liabilities	15	**705.3**	**868.2**	**112.3**	**396.5**	**359.4**
		843.4	**1,006.3**	**250.4**	**396.5**	**359.4**
At 30 December 2023						
Trade and other payables at amortised cost	26	136.4	136.4	136.4	–	–
Lease liabilities	15	675.8	827.5	109.7	513.5	204.3
		812.2	963.9	246.1	513.5	204.3

31 Related party transactions

Key management personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly. They include the Board, as identified on pages 80-81.

Key management compensation

(£m)	52 weeks ended 28 December 2024	52 weeks ended 30 December 2023
Salaries and other short-term employee benefits	**2.2**	2.2
Post-employment benefits	**0.1**	0.1
Share-based payments	**1.0**	1.1
	3.3	3.4

Further information about the remuneration of individual Directors is provided in the audited section of the Directors' Remuneration Report on page 110.

The Group has a related party relationship with its subsidiaries and with its Directors. There have been no related party transactions with Directors other than in respect of remuneration.

32 Events after the reporting period

Revolving credit facility

After the year end the Group completed an extension of its credit facility, lengthening the term by a further year to March 2029. Total commitments on the facility remain at £80m, as well as retaining the £20m accordion.

EBT share purchase programme

After the year end the Group recommended Equiniti Trust (Jersey) Limited, in its capacity as trustee of the Wickes Employee Benefit Trust, purchases 7.1m ordinary shared of the Company in the market. These shares will be held on an unallocated basis for use in satisfying both current and future awards under the Company's various share schemes from time to time.

Share buyback programme

The Group has approved a new £20m share buyback programme, following the successful completion of the £25m buyback in September 2024. The Group is planning to start the share buyback in April 2025.

Notes to the consolidated financial statements continued

33 Alternative Performance Measures

Stock turn

Stock turn is defined as the cost of goods sold divided by the average of year start and year end inventory. It is a measure of how effective we are in converting our stock into sales.

Stock turn is calculated as follows:

(£m)	28 December 2024	30 December 2023
Cost of goods sold	844.4	857.8
Opening stock	195.5	201.6
Closing stock	192.9	195.5
Average stock	194.2	198.6
Cost of goods sold divided by average stock	4.3	4.3

Like-for-like sales

The use of like-for-like (LFL) sales and why they are useful is discussed in detail in note 5. Additionally, further LFL calculations, which are useful for the same reason, are calculated as follows:

Like-for-like sales – Retail and Design & Installation

Like-for-like sales are further broken down into Retail and Design & Installation related sales to enable further visibility of the relative performance of the two areas.

Like-for-like sales - Retail (£m)	52 weeks ended 28 December 2024
Revenue	1,212.3
Network change	(13.7)
Revenue (like-for-like basis)	1,198.6
Prior period revenue	1,189.1
Prior period network change	(8.8)
Prior period revenue (like-for-like basis)	1,180.3
Increase arising on a like-for-like basis	18.3
Like-for-like revenue (%)	1.5%

Like-for-like sales - Design & Installation (£m)	52 weeks ended 28 December 2024
Revenue	326.5
Network change	(7.7)
Revenue generated by business acquired in the period	(10.0)
Revenue (like-for-like basis)	308.8
Prior period revenue	364.7
Prior period network change	(6.3)
Prior period revenue (like-for-like basis)	358.4
Decrease arising on a like-for-like basis	(49.6)
Like-for-like revenue (%)	(13.9)%

Free cash flow

The use of free cash flow and why it is useful is discussed on page 24. It is calculated as follows:

(£m)	28 December 2024	30 December 2023
Cash generated from operations	170.6	179.6
Add back cash impact of adjusting items	4.9	10.4
Adjusted cash inflow from operating activities	175.5	190.0
Less: payment of principal of lease liabilities, net of lease incentives received	(83.4)	(83.5)
Less: interest on lease liabilities	(30.1)	(28.2)
Less: purchases of property, plant and equipment, and development costs of computer software	(26.1)	(38.2)
Less: income taxes paid	(8.6)	(0.3)
Add: proceeds on disposal of property, plant and equipment	6.3	0.1
Less: sale and leaseback transaction	(7.4)	–
Add: interest received	7.4	7.2
Less: interest paid	(1.4)	(1.0)
Free cash flow	32.2	46.1

Notes to the consolidated financial statements continued

33 Alternative Performance Measures continued

IFRS 16 net debt leverage

IFRS 16 net debt leverage is the ratio of our net debt balance to our adjusted EBITDA (as calculated above). This enables us to assess whether the profit we generate will be sufficient to pay our debt obligations.

(£m)	As at 28 December 2024
Adjusted operating profit	67.4
Add back depreciation of property, plant and equipment	22.3
Add back depreciation of right-of-use assets	76.7
Add back amortisation	6.6
Adjusted EBITDA	**173.0**

(£m)	28 December 2024
Net debt	619.0
Adjusted EBITDA	173.0
Leverage ratio	**3.6**

Revenue presentational change FY 2025

Currently, sales of Wickes Lifestyle Kitchens which include a design element are classified as Design & Installation revenue, whereas self-serve purchases of the Wickes Lifestyle Kitchen range are classified as Retail. From the start of FY 2025, the Group is changing the presentation of the two revenue streams currently within its operating segment from ‘Retail’ and ‘Design & Installation’, to ‘Retail’ and ‘Design & Installation Ranges’ respectively.

This is to align the presentation with how revenue streams will be monitored internally from FY 2025, and to bring all kitchen and bathroom sales into one reported revenue category, Design & Installation Ranges. Given how customer projects increasingly include products from different ranges within Kitchens and Bathrooms, principally Bespoke and Lifestyle, the historical distinction between the two is becoming less relevant. Note, Design & Installation Ranges will continue to include the sale of solar panels.

Details are provided in the Financial Review on pages 26-29.

Company Balance Sheet

(£m)	Notes	As at 28 December 2024	As at 30 December 2023
Assets			
Non-current assets			
Investment	C6	**556.8**	603.4
Total non-current assets		**556.8**	603.4
Current assets			
Other receivables	C8	**–**	15.1
Total current assets		**–**	15.1
Total assets		**556.8**	618.5
Equity and Liabilities			
Capital and reserves			
Issued share capital	22	**24.2**	25.2
Capital redemption reserve		**1.8**	0.8
EBT share reserve	22	**(0.5)**	(0.7)
Retained earnings		**530.7**	593.2
Total equity		**556.2**	618.5
Current liabilities			
Other payables	C8	**0.6**	–
Total current liabilities		**0.6**	–
Total liabilities		**0.6**	–
Total equity and liabilities		**556.8**	618.5

The loss attributable to the owners of the Company for the period ended 28 December 2024 was £24.6m (30 December 2023: profit of £53.5m).

The company's financial statements of Wickes Group Plc, registered number 12189061, were approved by the Board of Directors on 19 March 2025 and signed on its behalf by:

David Wood
Chief Executive Officer

Mark George
Chief Financial Officer

Company Statement of Changes in Equity

(£m)	Issued share capital	Capital redemption reserve	EBT share reserve	Retained earnings	Total equity
At 31 December 2022	26.0	–	(0.7)	571.8	597.1
Profit for the period and other comprehensive income	–	–	–	53.5	53.5
Dividends Paid	–	–	–	(27.4)	(27.4)
Share buyback and cancellation	(0.8)	0.8	–	(10.1)	(10.1)
Purchase of own shares	–	–	(0.2)	–	(0.2)
Equity-settled share-based payments	–	–	0.2	5.4	5.6
At 30 December 2023	25.2	0.8	(0.7)	593.2	618.5
Loss for the period and other comprehensive income	**–**	**–**	**–**	**(24.6)**	**(24.6)**
Dividends paid	**–**	**–**	**–**	**(26.1)**	**(26.1)**
Share buyback and cancellation	**(1.0)**	**1.0**	**–**	**(15.1)**	**(15.1)**
Purchase of own shares	**–**	**–**	**–**	**–**	**–**
Equity-settled share-based payments	**–**	**–**	**0.2**	**3.3**	**3.5**
At 28 December 2024	**24.2**	**1.8**	**(0.5)**	**530.7**	**556.2**

Notes to the Company financial statements

This section contains the notes to the Company financial statements. The issued share capital and EBT share reserves are consistent with the Wickes Group Plc Group Consolidated financial statements. Refer to note 22 of the Group financial statements.

C1 Basis of preparation

The financial statements have been prepared in accordance with Financial Reporting Standard 102 ("FRS 102") in conformity with the Companies Act 2006 and on an historical cost basis. The financial statements are presented in pounds sterling and all values are rounded to the nearest million pounds (£0.1m), except when otherwise indicated.

See note 1 for general information about the Company.

The Company has used the exemption granted under s408 of the Companies Act 2006 that allows for the non-disclosure of the income statement of the Parent Company.

As the consolidated financial statements of the Group headed by the Company are prepared in accordance with International Financial Reporting Standards as adopted by the UK and include the disclosures equivalent to those required by FRS 102, the Company has also taken the exemptions available in respect of the following disclosures:

- Cash Flow Statement and related notes
- Key Management Personnel compensation
- Certain disclosures required by FRS 102.26 Share Based Payments
- Certain disclosures required by FRS 102.11 Basic Financial Instruments in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1

The Company did not have items to be reported as other comprehensive income; therefore, no statement of comprehensive income was prepared.

C2 Significant accounting policies in this section

Financial instruments

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

Investment in subsidiaries

The Company's investments in subsidiaries are carried at cost less provisions resulting from impairment. Investments are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in operating profit in the profit or loss as a charge to administrative expenses.

In testing for impairment, the carrying value of the investment is compared to its recoverable amount, being its value-in-use.

Where indicators exist for a decrease in a previously recognised impairment loss, the prior impairment loss is tested to determine whether a reversal is required. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Share-based payments

The financial effect of awards by the Company of options over its equity shares to employees of subsidiary undertakings is recognised by the Company in its individual financial statements as an increase in its investment in subsidiaries with a credit to equity equivalent to the cost in subsidiary undertakings. The subsidiary, in turn, will recognise the cost in its income statement with a credit to equity to reflect the deemed capital contribution from the Company.

C3 Key estimates and assumptions in this section

Impairment testing of investments in subsidiaries

The Company's investments in subsidiaries have been tested for impairment by comparison against the underlying value of the subsidiaries' assets based on a value-in-use calculation. The value in use calculation requires estimation of future cash flows expected to arise from the subsidiary discounted at a suitable discount rate in order to calculate present value. The significant estimates relate to the Group's profitability over the Five-Year Plan period, the longer term growth rate, and the discount rate used.

C4 Staff costs and Directors' remuneration

The Company had no employees during the year, except for the Directors. The information on compensation for the Directors, being considered as the key management personnel of the Company, is disclosed in note 31.

C5 Auditor's remuneration

Amounts receivable by the Company's auditor and its associates in respect of services to the Company and its associates, other than the audit of the Company's financial statements, have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the Group consolidated financial statements.

Notes to the Company financial statements continued

C6 Investment in subsidiaries

(£m)	Subsidiary undertakings
Cost	
At 31 December 2022	893.0
Additions - share based payments	4.5
At 30 December 2023	897.5
Additions - share based payments	**2.7**
At 28 December 2024	**900.2**
Impairment	
At 31 December 2022	(294.1)
Impairment	–
At 30 December 2023	(294.1)
Impairment	**(49.3)**
At 28 December 2024	**(343.4)**
Net book value	
At 28 December 2024	**556.8**
At 30 December 2023	603.4

Details of the Company's subsidiaries at the balance sheet date are in note 18 to the Group consolidated financial statements. In accordance with accounting standards the Company's investments must have an impairment review if there is an indicator of impairment. The recoverable amount of an asset is the greater of its value in use and its fair value less cost to sell: the value in use of the investment is derived from the Group's Five-Year Plan on a pre-IFRS 16 basis and management believe that this represents a higher value than a potential fair value valuation.

Key Assumptions

The estimation of future cash flows is derived from the Board approved Five-Year Plan, consistent with the basis discussed in note 16 to the Group consolidated financial statements. The key assumptions underpinning the value in use model include revenue growth, gross margin, discount rate, and long term growth rate.

	2024	2023
Pre-tax discount rate	**16.2%**	15.8%
Revenue growth rate	**4% - 7%**	2% - 7%
Gross Margin	**41.0%-41.4%**	42.2% – 42.3%
Long term growth rate	**3.5%**	3.5%

Management determined the values assigned to these financial assumptions consistently with the basis discussed in note 16 to the Group consolidated financial statements.

In light of the challenges of performing Value in Use calculations in respect of an Equity Investment on a post-IFRS 16 basis, both the 2023 and 2024 impairment reviews were performed on a pre-IFRS 16 basis. The discount rate disclosed is therefore higher than that disclosed in note 16 of the Group consolidated financial statements (as a pre-IFRS 16 discount rate does not incorporate the cost of debt and lease liabilities).

In the 52 weeks ended 28 December 2024, the Group acquired a 51% holding in Solar Fast (note 12 of the Group consolidated financial statements). The value in use calculation therefore includes a value related to Solar Fast. No reasonably possible change in assumptions would result in a materially different outcome for the value in use relating to Solar Fast. As such, no key assumptions nor sensitivities specific to Solar Fast have been disclosed.

Impairment

An impairment review was therefore performed, with an impairment charge of £49.3m recognised in the period ended 28 December 2024 (30 December 2023: £nil impairment charge). The impairment reflects the weakening of the UK macro-economic environment and economic outlook in 2024, with an impact on the retail sector as a whole.

Impairment sensitivities

A sensitivity analysis was performed using changes in assumptions applied to the value in use calculation that management consider to be reasonably possible. It is possible that a material movement in the impairment charge would have been identified in the impairment review if the key assumptions were changed in the value in use calculations. The impact on impairment from these reasonably possible changes in assumptions, with all other assumptions remaining the same, are shown below.

Assumption	Change in impairment charge
Pre-tax discount rate increases or decreases by 0.5%	£(21.6)m - £24.0m
Revenue increases or decreases by 2%	£57.3m - £(57.3)m
Gross margin increases or decreases by 1%	£135.3m - £(135.3)m
Long term growth rate increases or decreases by 0.5%	£16.9m - £(15.2)m

C7 Capital management and financial instruments

The capital structure of the Company comprises issued capital, reserves and retained earnings as disclosed in the Company statement of changes in equity totalling £556.2m as at 28 December 2024 (30 December 2023: £618.5m).

Credit risk

As at 28 December 2024, the Company had short-term receivables of £nil (30 December 2023: £15.1) owed by subsidiary undertakings, which are repayable on demand and bear no interest. The Directors do not perceive that the recovery of this debt poses any significant risk to the Company given its size in relation to the Company's net assets.

Notes to the Company financial statements continued

C7 Capital management and financial instruments continued

Liquidity risk

The Company finances its activities through its investments in subsidiary undertakings.

The Company anticipates that its funding sources will be sufficient to meet its anticipated future administrative expenses and dividend obligations as they become due over the next 12 months.

Market risk

As at 28 December 2024, the Company had short-term payables of £0.6m (30 December 2023: £nil) owed to subsidiary undertakings, which are repayable on demand and bear no interest.

Distributable reserves

The distributable reserves of the Company approximate to the accumulated profits, under Reporting Standard FRS 102, after deducting equity settled share based payments and investments in own shares, resulting in distributable reserves of £517.5m (30 December 2023: £582.5m). When required the Company can receive dividends from its subsidiaries to further increase the distributable reserves.

In the 52 weeks ended 28 December 2024, the Company received £28.0m of dividends from its subsidiaries (52 weeks ended 30 December 2023: £57.0m) to pay to its equity shareholders of the Parent.

C8 Related party transactions

The Company's subsidiaries are listed in note 18 of the Group consolidated financial statements. The following table provides the Company's balances that are outstanding with subsidiary companies at the balance sheet date:

(£m)	**As at 28 December 2024**	As at 30 December 2023
Amounts owed (to)/from subsidiary undertakings – Wickes Building Supplies Limited	**(0.6)**	15.1
	(0.6)	15.1

The amounts outstanding are unsecured and repayable on demand.

The following table provides the Company's transactions with subsidiary companies recorded in profit for the year:

(£m)	**52 weeks ended 28 December 2024**	52 weeks ended 30 December 2023
Amounts invoiced by subsidiaries	**(2.4)**	(2.4)
Dividend received from subsidiaries	**28.0**	57.0
	25.6	54.6

Amounts invoiced to/by subsidiaries relate to general corporate purposes.

Directors' remuneration

The remuneration of the Directors of the Company is set out below. Further information about the remuneration of individual Directors is provided in the audited part of the Directors' Remuneration report on page 110.

(£m)	**52 weeks ended 28 December 2024**	52 weeks ended 30 December 2023
Salaries and other short term benefits*	**2.2**	2.2
Post-employment benefits*	**0.1**	0.1
Share-based payments*	**1.0**	1.1
	3.3	3.4

* Emoluments and share-based payment charges for the Executive Directors are borne by a subsidiary company, Wickes Building Supplies Limited, and recharged to Wickes Group Plc. Please refer to note 28 of the Group consolidated financial statements.

Directors' interests in share-based payment schemes

Refer to note 28 to the Group consolidated financial statements for further details of the main features of the schemes relating to share options held by the Executive Directors and Senior Management Team.

Other transactions

During the period, the Company did not make any purchases in the ordinary course of business from an entity under common control.

C9 Events after the reporting period

Revolving credit facility

After the year end the Group completed an extension of its credit facility, lengthening the term by a further year to March 2029. Total commitments on the facility remain at £80m, as well as retaining the £20m accordion.

EBT share purchase programme

After the year end the Group recommended Equiniti Trust (Jersey) Limited, in its capacity as trustee of the Wickes Employee Benefit Trust, purchases 7.1m ordinary shared of the Company in the market.

Share buyback programme

The Company has approved a new £20m share buyback programme, following the successful completion of the £25m buyback in September 2024. The Company is planning to start the share buyback in April 2025.

Shareholder information

Managing your shares

The Company's share register is managed by our registrar, MUFG. Shareholders can manage their shareholdings online through the MUFG Shareholder portal at www.wickes-shares.com. You will need your investor code to register – this can be found on your share certificate.

The benefit of managing your shareholding online include the ability to:

View your holding balance and get an indicative valuation	View movements on your holdings	View dividend payments you have received	Register and change bank mandate instructions for dividends to be paid
Cast your proxy vote online	Elect to receive Shareholder communications electronically	Update your address	Access a wide range of Shareholder information including the ability to download Shareholder forms

Shareholder communications

We encourage our Shareholders to view Shareholder communications, including the Annual Report and Accounts, electronically in order to minimise our impact on the environment and reduce costs. If you currently receive communications in paper form and would like to switch to electronic communications, you can do this by visiting the MUFG Shareholder portal at www.wickes-shares.com or by contacting MUFG.

Financial calendar

The key events in our financial year will be posted on our website at www.wickesplc.co.uk.

Annual General Meeting

The AGM is an important event that gives us an opportunity to engage with our Shareholders. Our 2025 AGM is scheduled to be held on 8 May 2025 at 9.00am. Details about the meeting and how to participate will be available in the Notice of Meeting which will be posted on our website at www.wickesplc.co.uk.

Dividends

An interim dividend of 3.6 pence per ordinary share was paid on 8 November 2024. Shareholders will be asked to approve a final dividend for the financial year ended 28 December 2024 at the AGM. If approved, a dividend of 7.3 pence per ordinary share will be paid on 6 June 2025 to Shareholders on the register on the record date of 25 April 2025.

Paperless dividends

In line with market practice, we moved to the payment of cash dividends through direct payment to Shareholder bank accounts in 2022. This means that you can only receive payment of dividends by bank transfer and a dividend confirmation for each dividend will be available electronically at www.wickes-shares.com. If you previously received your dividends by cheque you will need to register your bank details with MUFG via the Shareholder portal www.signalshares.com or by contacting MUFG (contact details under 'Managing your shares'). Any unclaimed dividends will automatically be released into your bank account once your bank details have been registered with MUFG.

Dividend Reinvestment Plan

You can choose to have any cash dividends paid reinvested in further Wickes shares through the Dividend Reinvestment Plan (terms and conditions apply). You can join the Dividend Reinvestment Plan via the MUFG Shareholder portal www.wickes-shares.com or contact MUFG for details.

Shareholder security

If you receive any unsolicited phone calls or correspondence concerning investment matters you should get the name of the person and organisation and check that they are properly authorised by the FCA – visit https://register.fca.org.uk/s/. If you think something is not right, report it to the FCA by calling the FCA consumer helpline on 0800 111 6768 (freephone) – open Monday to Friday 8.00am-6.00pm and Saturday 9.00am-1.00pm. More detailed information can be found on the FCA website www.fca.org.uk/scamsmart.

Website publication

The Annual Report and Accounts 2024 will be available to view and download on the Company's website at www.wickesplc.co.uk. We also publish on the website a machine-readable version of the annual accounts using the single electronic reporting format (ESEF) as required under Disclosure Guidance and Transparency Rule 4.1.14R and in accordance with the ESEF Regulation. The ESEF format of the accounts has not been audited.

Useful contacts

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Investor Relations

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Corporate brokers

Investec
Peel Hunt

Legal advisor

Slaughter and May

Independent auditor

KPMG LLP

1 Calls are charged at the standard geographic rate and will vary by provider. Calls outside the UK will be charged at the applicable international rate. Lines are open between 9.00am-5.30pm, Monday to Friday excluding public holidays in England and Wales.

Glossary

Adjusted EBITDA	Earnings before Interest, Tax, Depreciation and Amortisation and before adjusting items
AGM	Annual General Meeting
AI	Artificial intelligence
APMs	Alternative profit measures
AQR	Audit quality review
ARC	Audit and Risk Committee
ASHP	Air source heat pump
BNPL	Buy Now Pay Later
BRC	British Retail Consortium
CAGR	Compound Annual Growth Rate
CBAM	Carbon Border Adjustment Mechanism
CDP	formerly Carbon Disclosure Project
CEO	Chief Executive Officer
CFO	Chief Financial Officer
CGU	Cash generating unit
CSAT	Customer Satisfaction
DABP	Deferred annual bonus plan
DC	Design Consultant
D&I	Design & Installation
Dividend Cover	The ratio of dividends paid and proposed in relation to the financial period against adjusted earnings per share
DIY	Do-it-yourself
DRR	Directors' Remuneration report
DTR	Disclosure Guidance and Transparency Rules
EBITDA	Earnings Before Interest Tax Depreciation and Amortisation
EBT	Employee Benefit Trust
EDRA/GHIN	European DIY Retail Association / Global Home Improvement Network
EMS	Environmental Management System
EPS	Earnings per share
ESG	Environmental, Social, Governance
ESMA	European Securities and Markets Authority
ESOS	Energy Savings Opportunities Scheme
EV	Electric vehicle
EVP	Employee value proposition
FCA	Financial Conduct Authority
FCF	Free cash flow
FLAG	Forest, Land and Agriculture GHG emissions
FRC	Financial Reporting Council
FRS	Financial Reporting Standard
FSC	Forest Stewardship Council
FTE	Full-time equivalent
FVOCI	Fair value through other comprehensive income
FVTPL	Fair value through profit or loss
GFR	Goods for resale
GHG	Greenhouse gas
GNFR	Goods not for resale
H&S	Health and safety
HGV	Heavy goods vehicle
IAS	International Accounting Standards
I&D	Inclusion and diversity
IFRS	International Financial Reporting Standards
IPCC	Intergovernmental Panel on Climate Change
IRS	Incident reporting system
ISSB	International Sustainability Standards Board
KBA	Kitchen and Bathroom Adviser
KPI	Key performance indicator
LED	Light-emitting diode
LFL	Like-for-like
LTIP	Long Term Incentive Plan
MME	Missions Motivation Engine
MSCI	formerly Morgan Stanley Capital International
NED	Non-executive Director
NZE	Net Zero Emissions
Order Book	Orders that have been placed but not yet delivered: a measure of secured future revenue
PBT	Profit before tax
PEFC	Programme for the Endorsement of Forest Certification
PIE	Public Interest Entity
Plc	Public limited company
PV	Photovoltaic
RBC	Responsible Business Committee
RCF	Revolving Credit Facility
RCP	Representative Concentration Pathway
REACH	Registration, Evaluation, Authorisation and Restriction of Chemicals
Returns to shareholders	Sum of dividends paid and proposed in relation to the financial period, plus the consideration paid for shares as part of the share buyback programme
RIDDOR	Reporting of Injuries, Diseases and Dangerous Occurrences Regulations
RMI	Repairs, Maintenance and Improvement
SaaS	Software as a Service
Sales density	Sales per square foot
SASB	Sustainability Accounting Standards Board
SAYE	Save As You Earn
SBT	Science-based targets
SBTi	Science Based Targets initiative
SDG	Sustainable Development Goals
SECR	Streamlined Energy and Carbon Reporting
SID	Senior Independent Director
SIP	Share Incentive Plan
SKU	Stock Keeping Unit
SORA	Supplier Online Risk Assessment
SVHC	Substance of very high concern
TCFD	Task Force on Climate-related Financial Disclosures
TSR	Total Shareholder Return
UGC	User Generated Content
VOC	Volatile organic compound
WBCSD	World Business Council for Sustainable Development
WRI	World Resources Institute

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